

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM444134

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Marina B Holding LLC		06/21/2017	Limited Liability Company: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Project Bijou LLC		
<b>Street Address:</b>	589 Fifth Avenue, 16th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10017		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2966802	MARINA B	
<b>Registration Number:</b>	4090724	MARINA B	
<b>Registration Number:</b>	4091001	LEGENDARY CHIC	
<b>Registration Number:</b>	4505331	MARINA B LEGENDARY CHIC	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2129748474		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	212-974-7474		
<b>Email:</b>	tm@cdas.com		
<b>Correspondent Name:</b>	Eleanor M. Lackman		
<b>Address Line 1:</b>	41 Madison Avenue, 38th Floor		
<b>Address Line 2:</b>	Cowan DeBaets Abrahams & Sheppard LLP		
<b>Address Line 4:</b>	New York, NEW YORK 10010		
<b>NAME OF SUBMITTER:</b>	Eleanor M. Lackman		
<b>SIGNATURE:</b>	/Eleanor M. Lackman/		
<b>DATE SIGNED:</b>	09/22/2017		
<b>Total Attachments: 12</b>			
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**EXHIBIT C-1**  
**TRADEMARK ASSIGNMENT**

**THIS TRADEMARK ASSIGNMENT** (“**Trademark Assignment**”), dated as of June 21, 2017, is entered into by and among Marina B Holding LLC, a New York limited liability company (“**Marina B**”), Marina B Creation Societe Anonyme (also known as Marina B Creation AG), a Liechtenstein corporation (“**Creation**”), Paul Lubetsky, an individual (“**Lubetsky**” and together with Marina B and Creation, the “**Sellers**”) and Project Bijou LLC, a Delaware limited liability company (“**Buyer**”). Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Purchase Agreement (as defined herein).

**WHEREAS**, the Sellers and Buyer have entered into that certain Amended and Restated Asset Purchase Agreement (the “**Purchase Agreement**”), dated as of June 21, 2017, pursuant to which the Sellers have agreed to sell, assign, transfer and convey to Buyer all of the Sellers’ right, title and interest in and to the Assigned Trademarks (as defined herein); and

**WHEREAS**, the Sellers and Buyer desire to execute this Trademark Assignment for purposes of further memorializing the sale, assignment, transfer and conveyance to Buyer of the Assigned Trademarks, including for purposes of recording same with any applicable intellectual property offices, entities and/or similar agencies.

**NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN**, be it known that for good and valuable consideration, the receipt and legal sufficiency of which is hereby acknowledged, the parties hereto hereby agree as follows:

1. Assignment. The Sellers hereby sell, assign, transfer and convey to Buyer all right, title and interest in and to (a) the Trademarks listed on Schedule A attached hereto (including all goodwill associated therewith), and all registrations and applications therefor (collectively, the “**Assigned Trademarks**”); and (b) (i) all rights pertaining to the Assigned Trademarks arising under international treaties and convention rights and all foreign Trademark rights with respect to the Assigned Trademarks; (ii) the right and power to assert, defend and recover title to the Assigned Trademarks; (iii) all rights to assert, defend, sue, and recover damages for any past, present and future infringement, misuse, misappropriation, impairment, unauthorized use or other violation of any rights in or to the Assigned Trademarks; (iv) all proceeds, income, royalties, damages and payments now and/or hereafter due and payable under and/or in respect of the Assigned Trademarks; and (v) all administrative rights arising from the Assigned Trademarks, including the right to prosecute applications and oppose, interfere with or challenge the applications of others, the right to obtain renewals and extensions of legal protection pertaining to the Assigned Trademarks and the right to file applications claiming the benefit of one or more of the Assigned Trademarks.

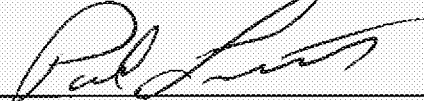
2. Terms of the Purchase Agreement. This Trademark Assignment is subject in all respects to the terms of the Purchase Agreement, including the Sellers’ representations, warranties, covenants and agreements relating to the Assigned Trademarks. Each Seller acknowledges and agrees that the representations, warranties, covenants and agreements contained in the Purchase Agreement shall not be superseded or modified hereby but shall remain in full force and effect to the full extent provided therein. In the event of any conflict or inconsistency between the terms of the Purchase Agreement and the terms of this Trademark Assignment, the terms of the Purchase Agreement shall govern.

3. Miscellaneous. The provisions of Article IX of the Purchase Agreement shall apply to this Trademark Assignment, *mutatis mutandis*.


IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be executed by their duly authorized officers on the date set forth above.


**SELLERS:**

MARINA B HOLDING LLC

By:   
Name: Paul Lubetsky  
Title: President

MARINA B CREATION SOCIETE  
ANONYME

By:   
Name: Paul Lubetsky  
Title: President

  
Paul Lubetsky

**BUYER:**

PROJECT BIJOU LLC

By: \_\_\_\_\_  
Name: Guy Bedarida, Authorized Person

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be executed by their duly authorized officers on the date set forth above.

**SELLERS:**

MARINA B HOLDING LLC

By: \_\_\_\_\_  
Name: Paul Lubetsky  
Title: President

MARINA B CREATION SOCIETE  
ANONYME

By: \_\_\_\_\_  
Name: Paul Lubetsky  
Title: President

\_\_\_\_\_  
Paul Lubetsky

**BUYER:**

PROJECT BIJOU LLC

By: \_\_\_\_\_  
Name: Guy Bedarida, Authorized Person

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## Schedule A

## Assigned Trademarks

**Schedule of Marks for MARINA B CREATION S.A.**

Ctry	Trademark	Status	Application Number	Filing Date	Reg No.	Reg Date	Owner	Next Renewal date
Algeria	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606*	04/01/1979	Marina B Creation Societe Anonyme	12/14/2018
Austria	MARINA B	Registered	5635	04/28/1978	437977*	08/01/1978	Marina B Creation Societe Anonyme	04/28/2018
Austria	MARINA B (Stylized and/or with design)	Registered			566519*	01/22/2011	MARINA B CREATIO N S.A.	01/22/2021
Australia	MARINA B	Inactive	716178	08/28/1996	716178	08/28/1996	Marina B. Creation SA	
Bahrain	MARINA B (Stylized and/or with design)	Pending	24615	11/07/1998			Marina B. Creation SA	
Belgium	MARINA B	Registered	5635	04/28/1978	437977A*	08/01/1978	Marina B Creation Societe Anonyme	04/28/2018
Canada	MARINA B (Stylized and/or with design)	Registered	435371	02/06/1979	TMA256686	03/06/1981	Marina B Creation SA	03/06/2026
China	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606*	06/03/1979	Marina B Creation Societe Anonyme	12/14/2018

Ctry	Trademark	Status	Application Number	Filing Date	Reg No.	Reg Date	Owner	Next Renewal date
China	MARINA B (Stylized and/or with design)	Registered			566519*	01/22/2011	MARINA B CREATION S.A.	01/22/2021
Germany	MARINA B	Registered	5635	04/28/1978	437977A*	08/01/1978	Marina B Creation Societe Anonyme	04/28/2018
Egypt	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606*	04/01/1979	Marina B Creation Societe Anonyme	12/14/2018
European Union	MARINA B (Stylized and/or with design)	Registered	3128981	04/10/2003	3128981*	06/07/2004	MARINA B CREATION S.A.	04/10/2023
European Union	MARINA B	Registered	3128758	04/10/2003	3128758*	04/30/2004	MARINA B CREATION S.A.	04/10/2023
France	MARINA B	Registered	5635	04/28/1978	437977A*	08/01/1978	Marina B Creation Societe Anonyme	04/28/2018
France	MARINA B (Stylized and/or with design)	Registered			566519*	01/22/2011	MARINA B CREATION S.A.	01/22/2021
Hong Kong	MARINA B (Stylized and/or with design)	Registered		08/05/2010	19913164 AA*	09/06/1989	Marina B Creation SA	09/06/2020
Indonesia	MARINA B	Pending	D9622310	10/10/1996			Marina B Creation Societe	

Ctry	Trademark	Status	Application Number	Filing Date	Reg No.	Reg Date	Owner	Next Renewal date
							Anonyme	
Italy	MARINA B	Registered	5635	04/28/1978	437977A*	08/01/1978	Marina B Creation Societe Anonyme	04/28/2018
Italy	ELLIXIA	Registered	RM2009C 003628	06/19/2009	1258063*	03/12/2010	Marina B Creation Societe Anonyme	06/19/2019
Italy	MARINA B (Stylized and/or with design)	Registered		01/22/1991	566519*	01/22/2011	MARINA B CREATIO N S.A.	01/22/2021
Korea	MARINA B (Stylized and/or with design)	Registered	40- 198900116 53	05/15/1989	40024827 4*	08/28/1992	Marina B Creation SA	08/28/2022
Kuwait	MARINA B	Registered	44753	10/30/1999	38096*	10/30/1999	Marina B Creation SA	10/30/2019
Kuwait	MARINA B (Stylized and/or with design)	Registered	44754	10/30/1999	38038*	10/30/1999	Marina B Creation SA	10/30/2019
Liechtenstein	MARINA B	Registered	5635	04/28/1978	437977A*	01/01/1978	Marina B Creation SA	04/28/2018
Liechtenstein	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606A*	01/01/1979	Marina B Creation SA	12/14/2018
Liechtenstein	MARINA B (Stylized and/or with design)	Registered		01/22/1991	566519*	01/22/2011	MARINA B CREATIO N S.A.	01/22/2021



Ctry	Trademark	Status	Application Number	Filing Date	Reg No.	Reg Date	Owner	Next Renewal date
Malaysia	MARINA B (Stylized and/or with design)	Registered	96012240	10/08/1996	96012240*	04/17/2013	Marina B Creation Societe Anonyme	10/8/2023
Monaco	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606A*	04/01/1979	Marina B Creation Societe Anonyme	12/14/2018
Monaco	MARINA B (Stylized and/or with design)	Registered		01/22/1991	566519*	01/22/2011	MARINA B CREATIO N S.A.	01/22/2021
Morocco	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606*	04/01/1979	Marina B Creation Societe Anonyme	12/14/2018
New Zealand	MARINA B (Stylized and/or with design)	Registered	266459	08/30/1996	266459*	12/11/1997	Marina B Creation SA	08/30/2017
Portugal	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606*	04/01/1979	Marina B Creation Societe Anonyme	12/14/2018
Russian Federation	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606*	04/01/1979	Marina B Creation Societe Anonyme	12/14/2018
Russian Federation	MARINA B (Stylized and/or with design)	Registered		01/22/1991	566519*	01/22/2011	MARINA B CREATIO N S.A.	01/22/2021
San Marino	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606*	04/01/1979	Marina B Creation Societe	12/14/2018

Ctry	Trademark	Status	Application Number	Filing Date	Reg No.	Reg Date	Owner	Next Renewal date
							Anonyme	
Saudi Arabia	MARINA B (Stylized and/or with design)	Pending	29841202				Zoldia Anstalt.	
Saudi Arabia	MARINA B (Stylized and/or with design)	Pending	36631604				MARINA B CREATIO N S.A.	
Spain	MARINA B (Stylized and/or with design)	Registered	5734	12/14/1978	442606*	04/01/1979	MARINA B CREATIO N S.A.	12/14/2018
Spain	MARINA B (Stylized and/or with design)	Registered		01/22/1991	566519*	01/22/2011	MARINA B CREATIO N S.A.	01/22/2021
Switzerland	MARINA B	Registered	5635	04/28/1978	437977*	08/01/1978	Marina B Creation Societe Anonyme	04/28/2018
Switzerland	MARINA B (Stylized and/or with design)	Registered			566519*	01/22/2011	MARINA B CREATIO N S.A.	01/22/2021
Taiwan	MARINA B (Stylized and/or with design)	Registered	078022147	05/15/1989	04468396	12/01/1989	MARINA B CREATIO N S.A.	11/30/2019
Taiwan	MARINA B (Stylized and/or with design)	Registered	078022150	05/15/1989	00468819	12/01/1989	MARINA B CREATIO N S.A.	11/30/2019
Taiwan	MARINA B	Registered	078022148	05/15/1989	00465050	11/01/1989	MARINA	10/31/2019

Ctry	Trademark	Status	Application Number	Filing Date	Reg No.	Reg Date	Owner	Next Renewal date
	(Stylized and/or with design)						B CREATIO N S.A.	
Taiwan	MARINA B (Stylized and/or with design)	Registered	078022149	05/15/1989	00467027	11/16/1989	MARINA B CREATIO N S.A.	11/15/2019
UAE	MARINA B (Stylized and/or with design)	Registered	18800	10/05/1996	17672*	10/05/2006	MARINA B CREATIO N S.A.	10/05/2026
US	MARINA B	Abandoned	73/261,944	07/16/1980	1,208,160	09/14/1982	MARINA B CREATIO N S.A.	

**Schedule of Marks for MARINA B HOLDING LLC**

Ctry	Trademark	Status	Application Number	Filing Date	Reg Number	Reg Date	Owner Name	Next Renewal
China	Marina B LEGENDARY CHIC (Stylized and/or with Design)	Refusal-Final		09/10/2013			Marina B Holding LLC	
France	Marina B LEGENDARY CHIC (Stylized and/or with Design)	Registered		09/10/2013	1179363	10/31/2013	Marina B Holding LLC	09/10/2023
Hong Kong	Marina B LEGENDARY CHIC (Stylized and/or With	Registered	302817621	11/27/2013	302817621	11/27/2013	Marina B Holding LLC	11/26/2023

Ctry	Trademark	Status	Application Number	Filing Date	Reg Number	Reg Date	Owner Name	Next Renewal
	Design)							
Great Britain	Marina B LEGENDARY CHIC (Stylized and/or with Design)	Registered		09/10/2013	1179363	10/31/2013	Marina B Holding LLC	09/10/2023
Italy	Marina B LEGENDARY CHIC (Stylized and/or with Design)	Pending					Marina B Holding LLC	
Japan	MARINA B (Stylized and/or with design)	Registered	H01- 046656	04/25/1989	2490942	12/25/1992	Marina B Holdings, LLC	12/25/2022
Japan	Marina B LEGENDARY CHIC (Stylized and/or with Design)	Registered		09/10/2013	1179363	12/18/2014	Marina B Holding LLC	09/10/2023
Russian Federation	Marina B LEGENDARY CHIC (Stylized and/or with Design)	Refusal- Final					Marina B Holding LLC	
Spain	Marina B LEGENDARY CHIC (Stylized and/or with Design)	Registered		09/10/2013	1179363	10/31/2013	Marina B Holding LLC	09/10/2023
WIPO (Int'l Reg)	Marina B LEGENDARY CHIC (Stylized and/or with	Registered		09/10/2013	1179363		Marina B Holding LLC	09/10/2023

Ctry	Trademark	Status	Application Number	Filing Date	Reg Number	Reg Date	Owner Name	Next Renewal
	Design)							
China	Marina B LEGENDARY CHIC (stylized and/or with design)	Abandoned					Marina B Holding LLC	
Russian Federation	Marina B LEGENDARY CHIC (stylized and/or with design)	Refusal- Final		09/26/2013			Marina B Holding LLC	
Singapore	Marina B LEGENDARY CHIC (stylized and/or with design)	Registered		04/05/1989	T8902781A	07/31/1993	Marina B Holding LLC	04/05/2026
US	LEGENDARY CHIC	Registered	85353343	06/22/2011	4091001	01/24/2012	Marina B Holding LLC	01/24/2018
US	MARINA B	Registered	85348941	06/17/2011	4090724	01/24/2012	Marina B Holding LLC	01/24/2018
US	MARINA B (Stylized and/or with design)	Registered	78377739	03/03/2004	2966802	07/12/2005	Marina B Holding LLC	07/12/2025
US	Marina B LEGENDARY CHIC (Stylized and/or with Design)	Registered	86046491	08/23/2013	4505331	04/01/2014	Marina B Holding LLC	04/01/2020
US	Marina B LEGENDARY CHIC (stylized	Abandoned	86056746	09/05/2013			Marina B Holding LLC	

Ctry	Trademark	Status	Application Number	Filing Date	Reg Number	Reg Date	Owner Name	Next Renewal
	and/or with design)							
France	MB MEDEUM (Stylized an/or with design)	Registered		05/29/2002	781629	07/25/2002	Marina B Holding LLC	05/29/2022
Italy	MB MEDEUM (Stylized an/or with design)	Registered		05/29/2002	781629	07/25/2002	Marina B Holding LLC	05/29/2022
Japan	MB MEDEUM (Stylized an/or with design)	Registered		05/29/2002	781629	07/25/2002	Marina B Holding LLC	05/29/2022
WIPO (Int'l Reg)	MB MEDEUM (Stylized an/or with design)	Registered		05/29/2002	781629		Marina B Holding LLC	05/29/2022