

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM783921

<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>
Express, LLC		01/23/2023	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Exp Topco. LLC		
<b>Street Address:</b>	530 Fifth Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10036		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 60</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5708037	EXP NEW YORK - U.S.A. EST. MCMLXXX	
<b>Registration Number:</b>	3249716	1MX	
<b>Registration Number:</b>	5771274	BRAND THAT UNITES	
<b>Registration Number:</b>	4003771	COLUMNIST	
<b>Registration Number:</b>	3330473	DENIM LAB	
<b>Registration Number:</b>	5552281	DENIM PERFECT	
<b>Registration Number:</b>	3276215	EDITOR PANT	
<b>Registration Number:</b>	4978357	EXP CORE	
<b>Registration Number:</b>	3222813	EXPRESS	
<b>Registration Number:</b>	3797700	EXPRESS	
<b>Registration Number:</b>	4016278	EXPRESS	
<b>Registration Number:</b>	4739573	EXPRESS	
<b>Registration Number:</b>	4418412	EXPRESS	
<b>Registration Number:</b>	2484122	EXPRESS	
<b>Registration Number:</b>	1120073	EXPRESS	
<b>Registration Number:</b>	2290570	EXPRESS	
<b>Registration Number:</b>	4094721	EXPRESS	
<b>Registration Number:</b>	5727877	EXPRESS	
<b>Registration Number:</b>	6696632	EXPRESS EDIT	

CH \$1515.00 5708037

Property Type	Number	Word Mark
Registration Number:	4602797	EXPRESS FACTORY OUTLET
Registration Number:	6230140	EXPRESS INSIDER
Registration Number:	3712657	EXPRESS JEANS
Registration Number:	5130538	EXPRESS LEGEND
Registration Number:	5344848	EXPRESS LIVE!
Registration Number:	4362075	EXPRESS LOYALTY
Registration Number:	2754311	EXPRESS MEN
Registration Number:	4978986	EXPRESS ONE ELEVEN
Registration Number:	3829646	EXPRESS RESERVE
Registration Number:	3886535	EXPRESS SHIRT SHOP
Registration Number:	5750882	EXPRESS STYLE TRIAL
Registration Number:	3953464	
Registration Number:	4175749	
Registration Number:	3090209	
Registration Number:	4342891	HONOR
Registration Number:	4342892	HONOR
Registration Number:	4342884	LOVE EXPRESS
Registration Number:	3499623	
Registration Number:	4283159	PRODUCER
Registration Number:	5388529	PUBLICIST
Registration Number:	2817874	STUDIO STRETCH
Registration Number:	5992036	TAILORED EXPRESS
Registration Number:	6808581	THE ALCHEMY CORNER
Registration Number:	2793338	THE WORLD'S SEXIEST JEANS
Registration Number:	5306784	WHITTIER
Registration Number:	6415935	X
Serial Number:	90845432	
Serial Number:	88742007	DREAM BIG. DRESS ACCORDINGLY.
Serial Number:	88253315	EXP
Serial Number:	88253323	EXP
Serial Number:	87697724	EXP80
Serial Number:	97330593	EXPRESS
Serial Number:	88780417	EXPRESS DREAM BIG. DRESS ACCORDINGLY.
Serial Number:	90638693	EXPRESS EDITION
Serial Number:	97400983	EXPRESS FACTORY OUTLET
Serial Number:	97056575	X
Serial Number:	97132311	X
Serial Number:	97680446	FORENZA

Property Type	Number	Word Mark
Registration Number:	5086949	NORFOLK
Registration Number:	4978371	EXP CORE
Registration Number:	2650750	THE GIFT OF FASHION

**CORRESPONDENCE DATA**

**Fax Number:**

*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.*

**Email:** trademark@whp-global.com

**Correspondent Name:** Gregg Donnenfeld

**Address Line 1:** 530 Fifth Avenue

**Address Line 2:** In Care of EXP Topco, LLC

**Address Line 4:** New York, NEW YORK 10036

<b>NAME OF SUBMITTER:</b>	Gregg Donnenfeld
<b>SIGNATURE:</b>	/Gregg Donnenfeld/
<b>DATE SIGNED:</b>	02/01/2023

**Total Attachments: 40**

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**Trademark Assignment Agreement**

This Trademark Assignment (this "Assignment") is made effective this 23rd day of January, 2023, by and between Express, LLC, a limited liability company organized and existing under the laws of Delaware, and having a usual place of business at One Express Drive Columbus, OH 43230 ("Assignor") and EXP TOPCO, LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignor holds all right, title and interest in and to the trademarks, service marks and trade names set forth on Schedule 1 attached hereto and incorporated herein by reference (the "Marks");

WHEREAS, Assignor and Assignee are parties to that certain Contribution Agreement, dated as of the date hereof (the "Contribution Agreement"), pursuant to which, in exchange for 100% of the limited liability company interests of Assignee, Assignor has agreed to contribute the Contributed Assets (as defined in the Contribution Agreement) to Assignee, including the Marks and the goodwill of the business symbolized thereby;

WHEREAS, Assignor now wishes to assign the Marks to Assignee, and Assignee is desirous of acquiring the Marks from Assignor, together with the goodwill of the business symbolized thereby; and

WHEREAS, the execution and delivery of this Assignment is a condition under the Contribution Agreement.

NOW, THEREFORE, in consideration of the premises set forth above and in the Contribution Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

Assignor does hereby contribute, assign, convey and transfer unto Assignee, Assignor's entire right, title and interest in and throughout the world in and to the Marks (including any common law rights that may exist and are associated therewith), together with the goodwill of the business symbolized thereby and appurtenant thereto, the same to be held and enjoyed by Assignee, its successors, permitted assigns or legal representatives, together with income, royalties, damages or payments due on or after the date hereof, including, without limitation, all claims for damages or payments by reason of unauthorized use of the Marks, along with all rights to sue and recover for past, present and future infringements and collect same for Assignee's sole use and enjoyment.

Subject to Sections 2A.-B. of the License Agreement (as defined in the Contribution Agreement), Assignor does hereby authorize the Director of the United States Patent & Trademark Office, and the empowered official of any U.S. State, or any country or countries foreign to the United States whose duty it is to record trademark registrations, applications and title thereto, to record the Marks and title thereto as the property of Assignee in accordance with the terms of this instrument.

Assignee and Assignor also agree that multiple copies of this Assignment may be executed, each of which shall be deemed an original, and each of which shall be valid and binding upon Assignee and Assignor.

This Assignment is being delivered in connection with and subject to the Contribution Agreement, and to the extent of any conflict between this Assignment and the Contribution Agreement, the Contribution Agreement shall control. To the extent of any conflict between this Assignment and the License Agreement, the License Agreement shall control.

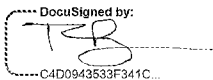
This Assignment and all disputes or controversies arising out of or relating to this Assignment or the transactions contemplated hereby shall be governed by, and construed in accordance with, the internal laws of the State of Delaware, without regard to the laws of any other jurisdiction that might be applied because of the conflicts of laws principles of the State of Delaware. This Assignment may not be waived, amended, modified or supplemented in any manner, whether by course of conduct or otherwise, except by an instrument in writing specifically designated as an amendment hereto, signed on behalf of each of the parties.

*[Remainder of page intentionally left blank]*

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the date first written above.

ASSIGNOR: EXPRESS, LLC

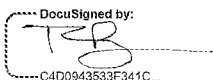
Name: Timothy Baxter

Signature:   
C4D0943533F341C...

Title: Chief Executive Officer

ASSIGNEE: EXP TOPCO, LLC

Name: Timothy Baxter

Signature:   
C4D0943533F341C...

Title: Chief Executive Officer

**Schedule 1**

**Marks**

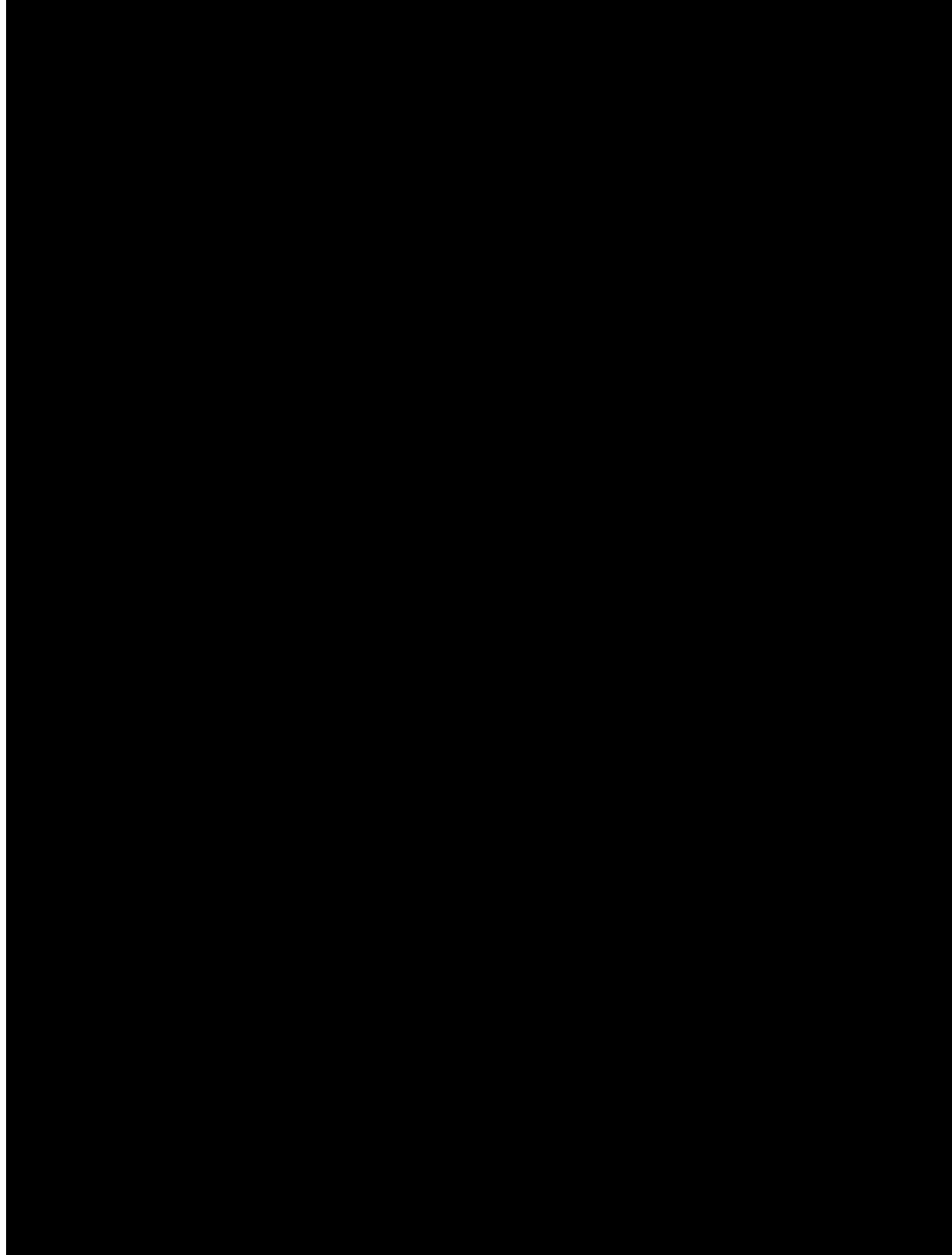
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(Device Only)	United States of America	90845432		
(Device Only)	United States of America	87927444	5708037	Mar/26/2019
IMX	United States of America	78961773	3249716	Jun/05/2007
BRAND THAT UNITES	United States of America	87980680	5771274	Jun/04/2019
COLUMNIST	United States of America	85080478	4003771	Jul/26/2011



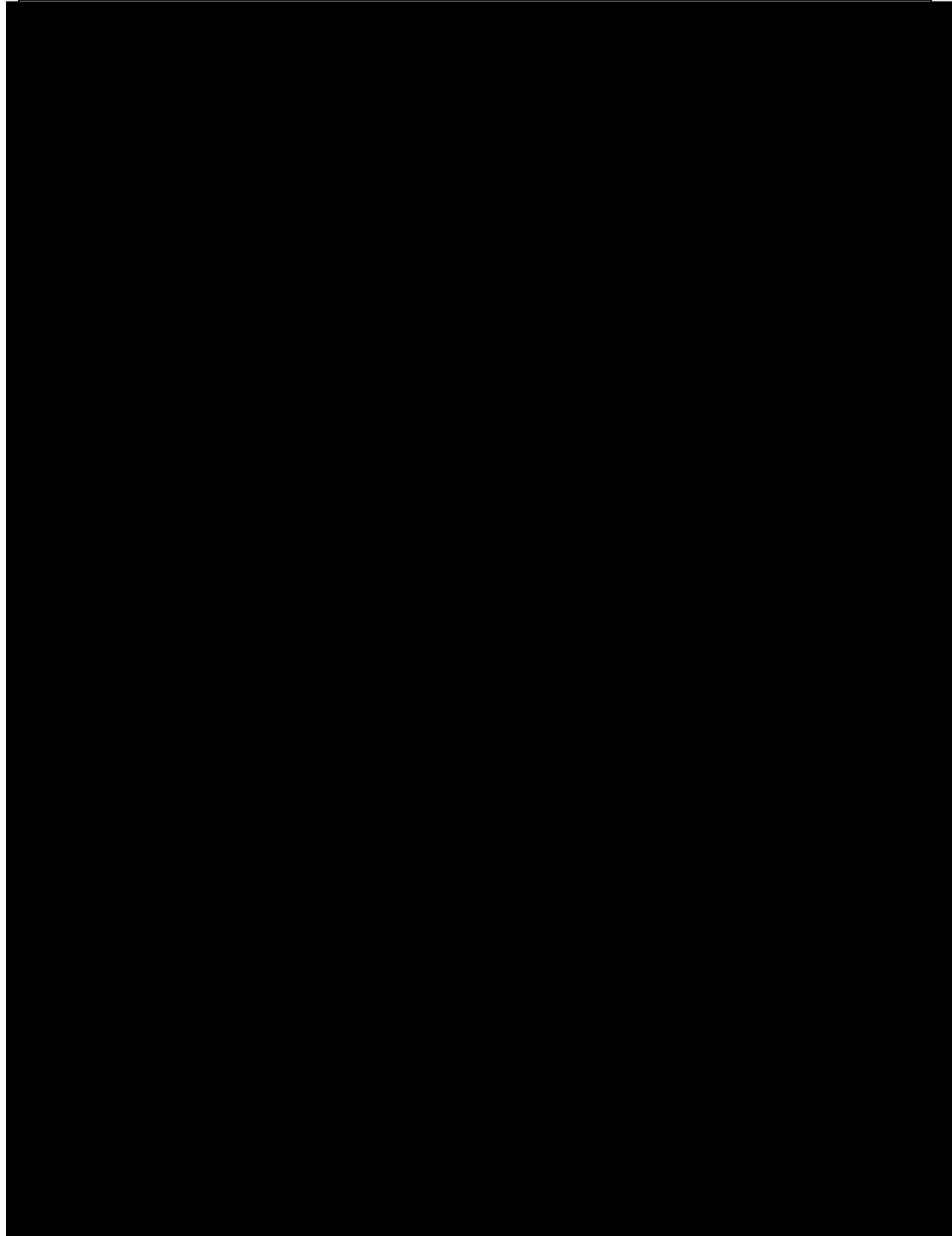
Trademark	Country	Application No.	Registration No.	Registration Date
DENIM LAB	United States of America	78/331,272	3,330,473	Nov/06/2007
DENIM PERFECT	United States of America	87/603,516	5,552,281	Aug/28/2018
DREAM BIG. DRESS ACCORDINGLY.	United States of America	88742007		
EDITOR PANT	United States of America	78/415,615	3,276,215	Aug/07/2007
EXP	United States of America	88253315		
EXP	United States of America	88253323		

Trademark	Country	Application No.	Registration No.	Registration Date
EXP CORE	United States of America	85/932,992	4,978,357	Jun/14/2016
EXP80	United States of America	87697724		

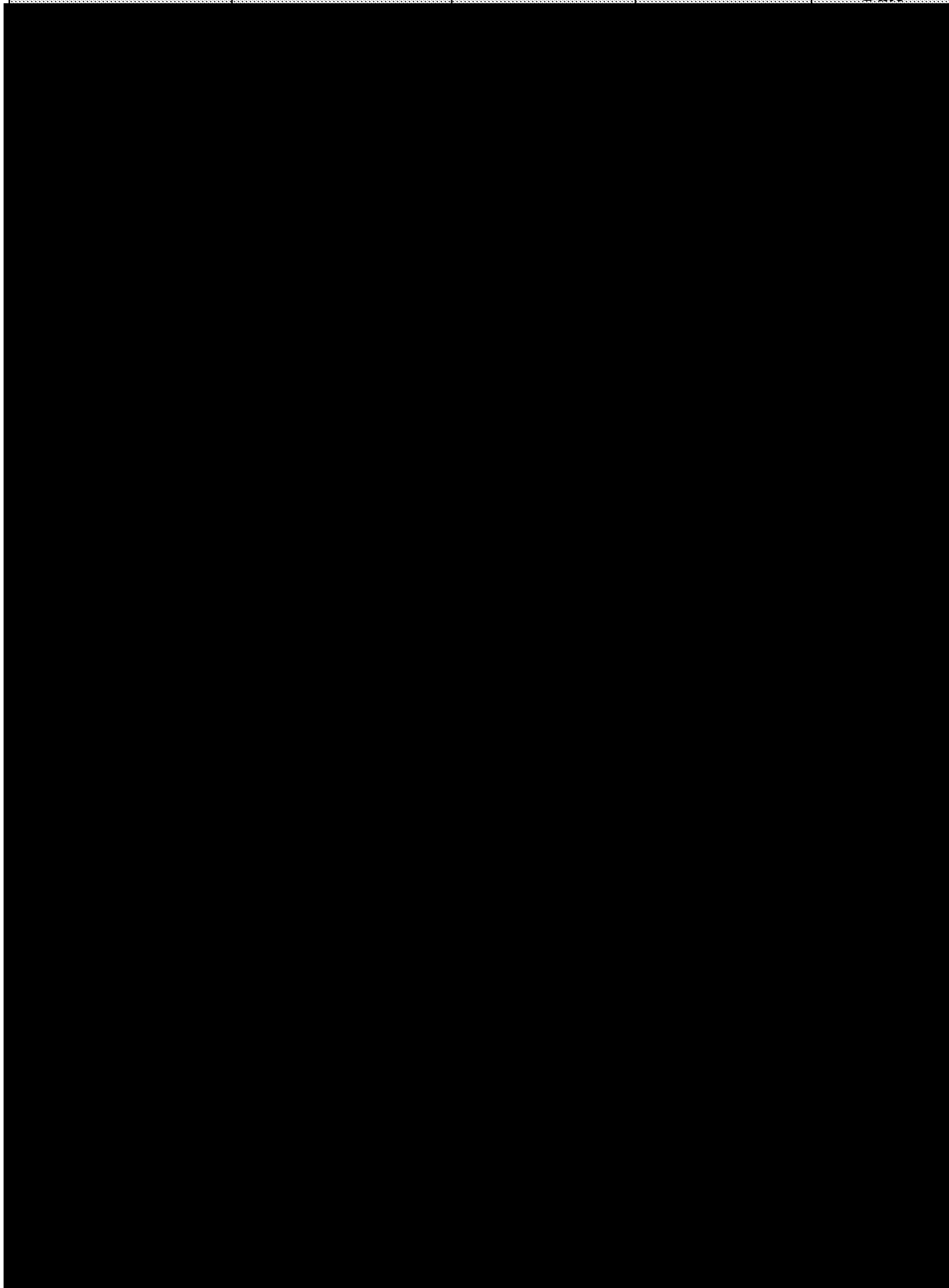
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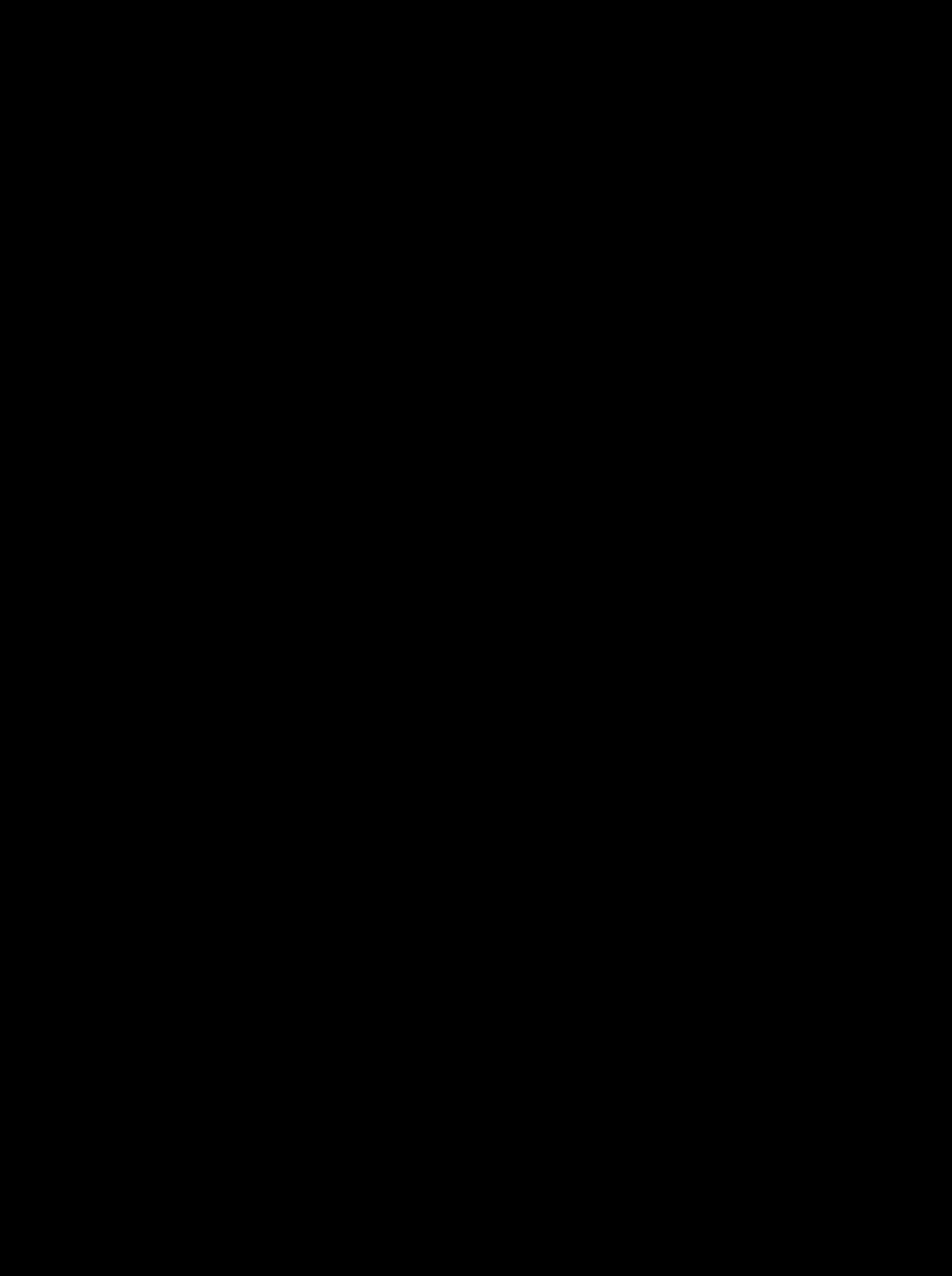
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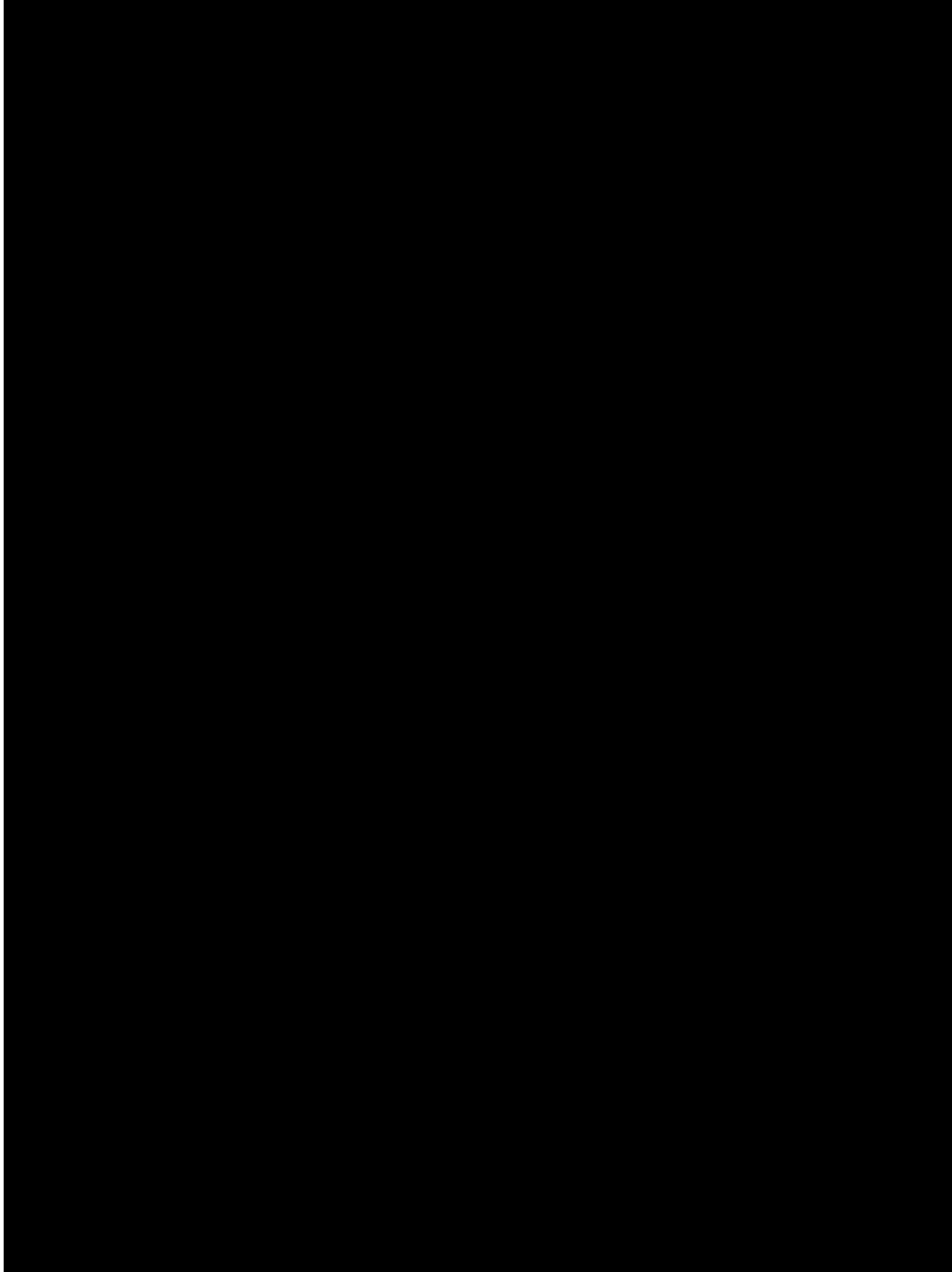
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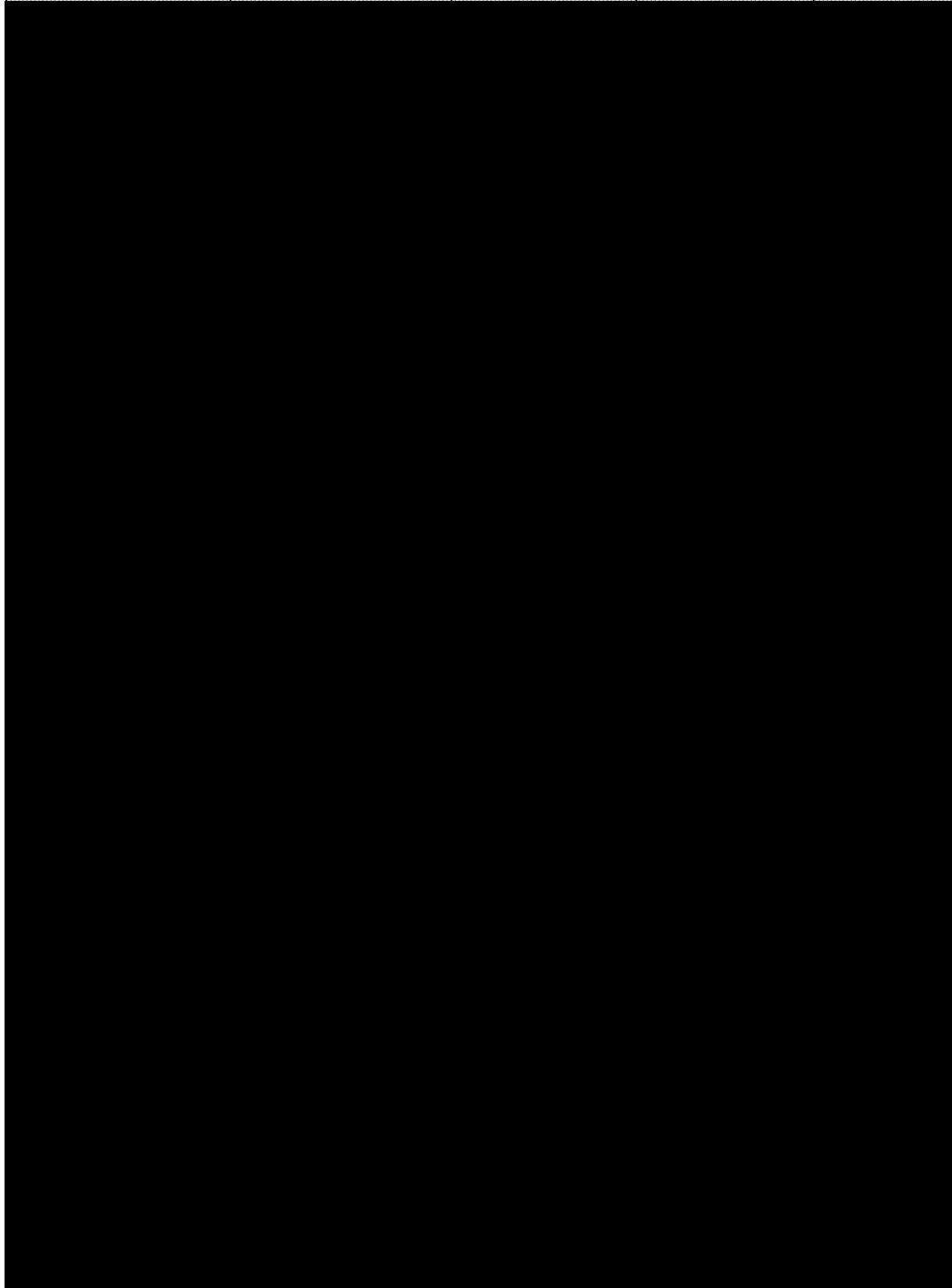
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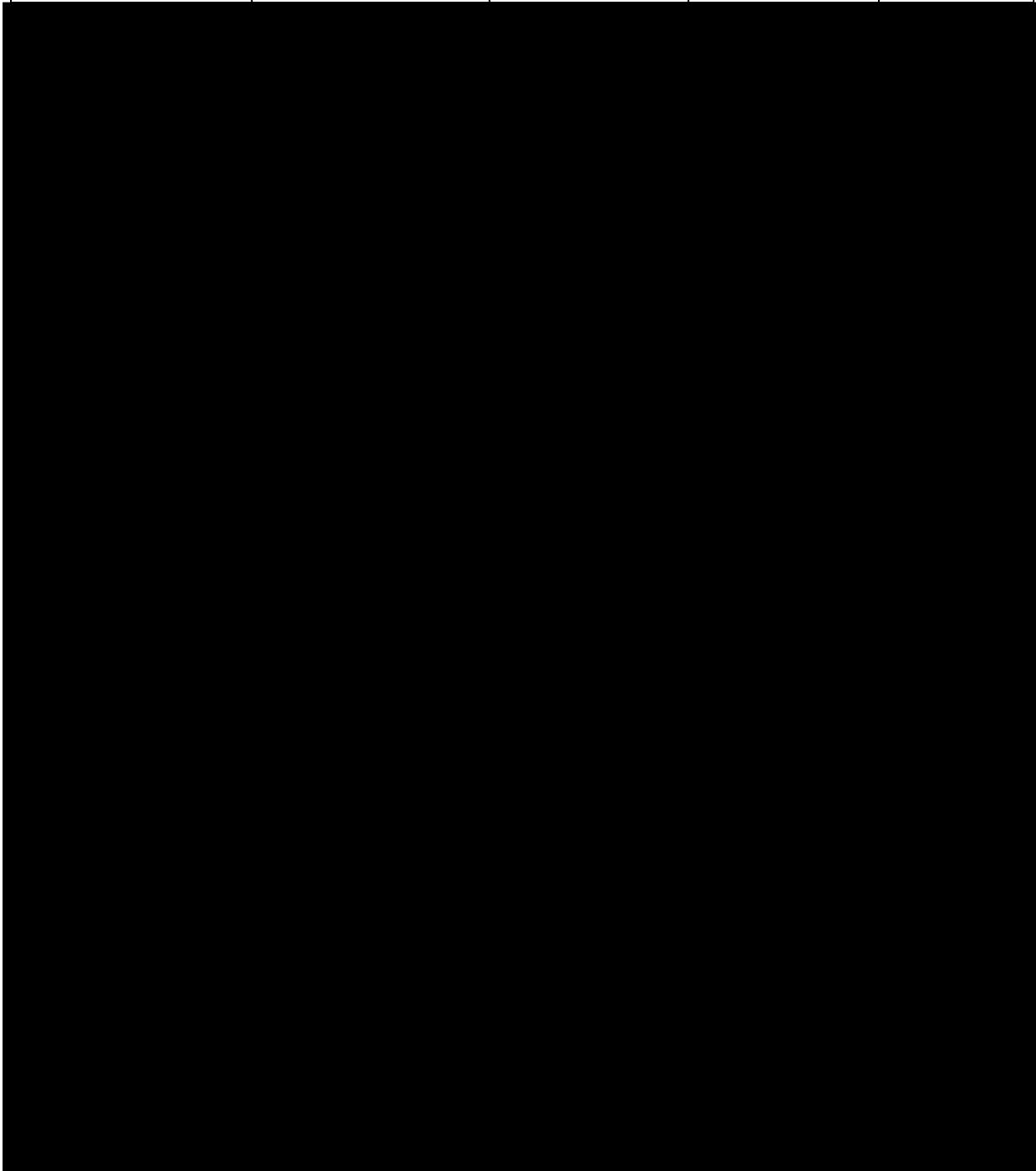
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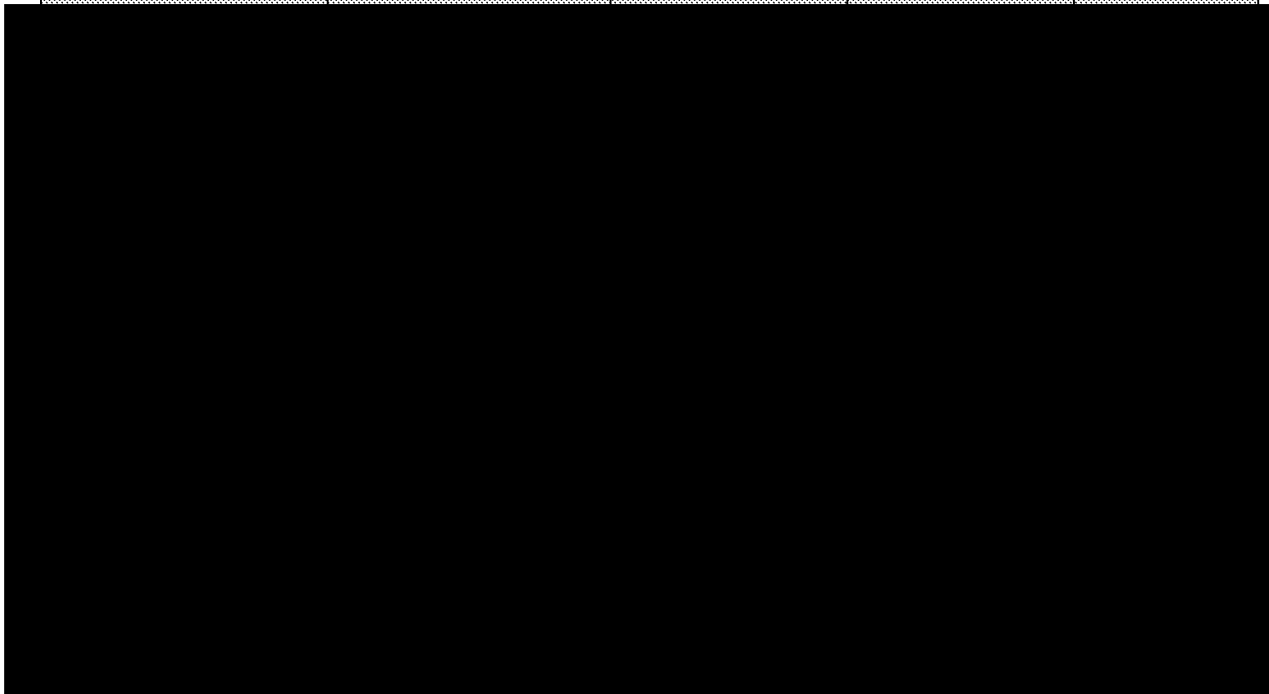
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EXPRESS	United States of America	78/897,749	3,222,813	Mar/27/2007
EXPRESS	United States of America	85/361593	4094721	Jan/31/2012
EXPRESS	United States of America	73/138,519	1120073	Jun/12/1979
EXPRESS	United States of America	75/449,351	2,290,570	Nov/02/1999
EXPRESS	United States of America	78/897,740	3797700	Jun/01/2010
EXPRESS	United States of America	85/873,688	4,418,412	Oct/15/2013

<b>Trademark</b>	<b>Country</b>	<b>Application No.</b>	<b>Registration No.</b>	<b>Registration Date</b>
EXPRESS	United States of America	77/592,856	4016278	Aug/23/2011
EXPRESS	United States of America	88140101	5727877	Apr/16/2019
EXPRESS	United States of America	75/449,593	2484122	Sep/04/2001
EXPRESS	United States of America	97330593		



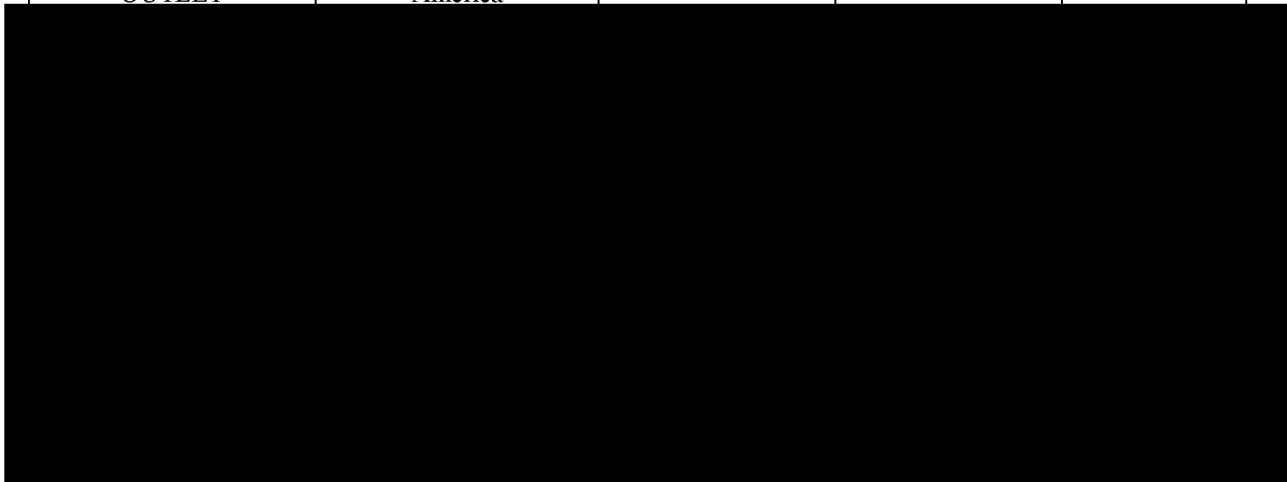
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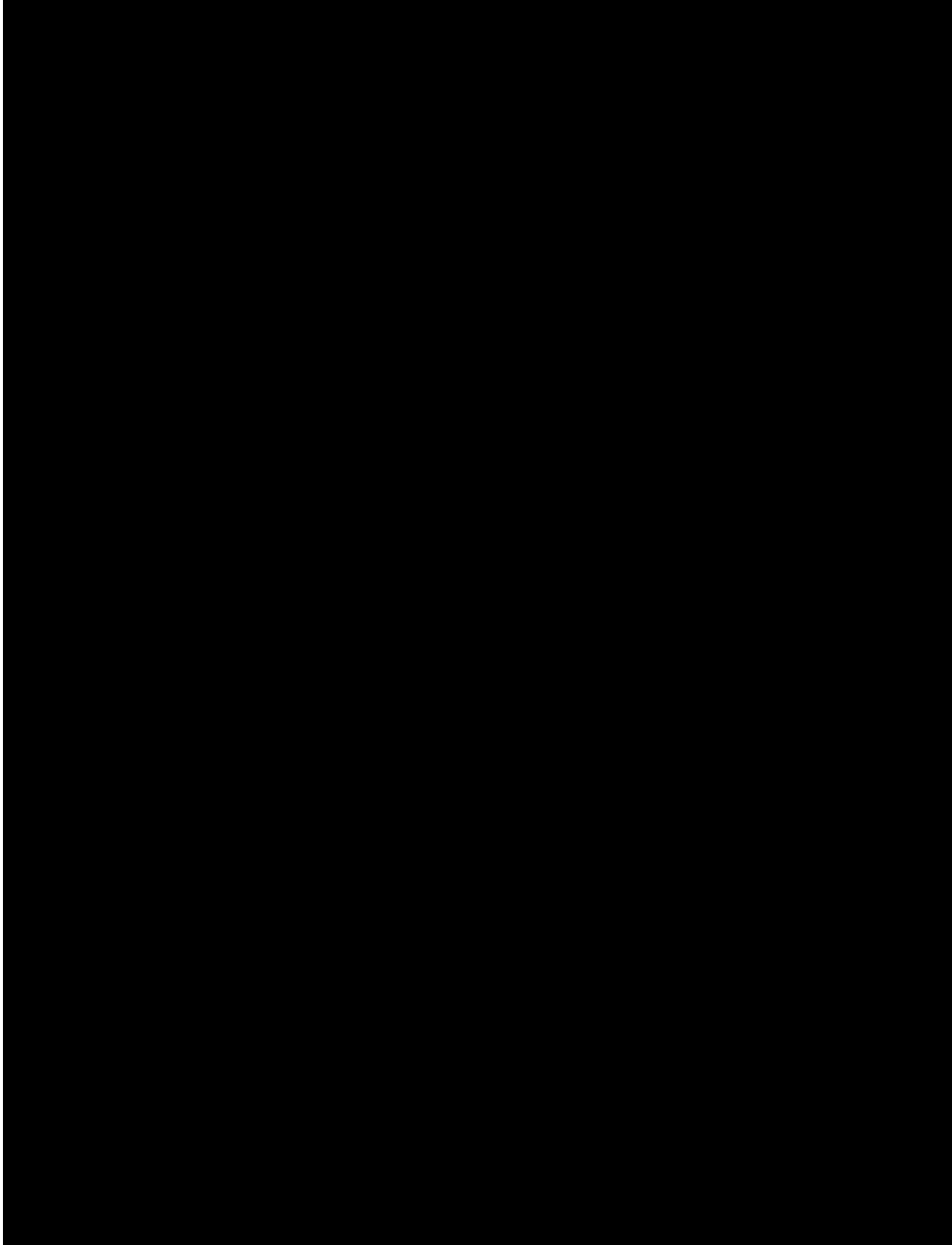
EXPRESS DREAM BIG. DRESS ACCORDINGLY.	United States of America	88780417		
EXPRESS EDIT	United States of America	90358854	6696632	Apr/12/2022
EXPRESS EDITION	United States of America	90638693		



EXPRESS FACTORY OUTLET	United States of America	97400983		
EXPRESS FACTORY OUTLET	United States of America	85/982,302	4602797	Sep/09/2014

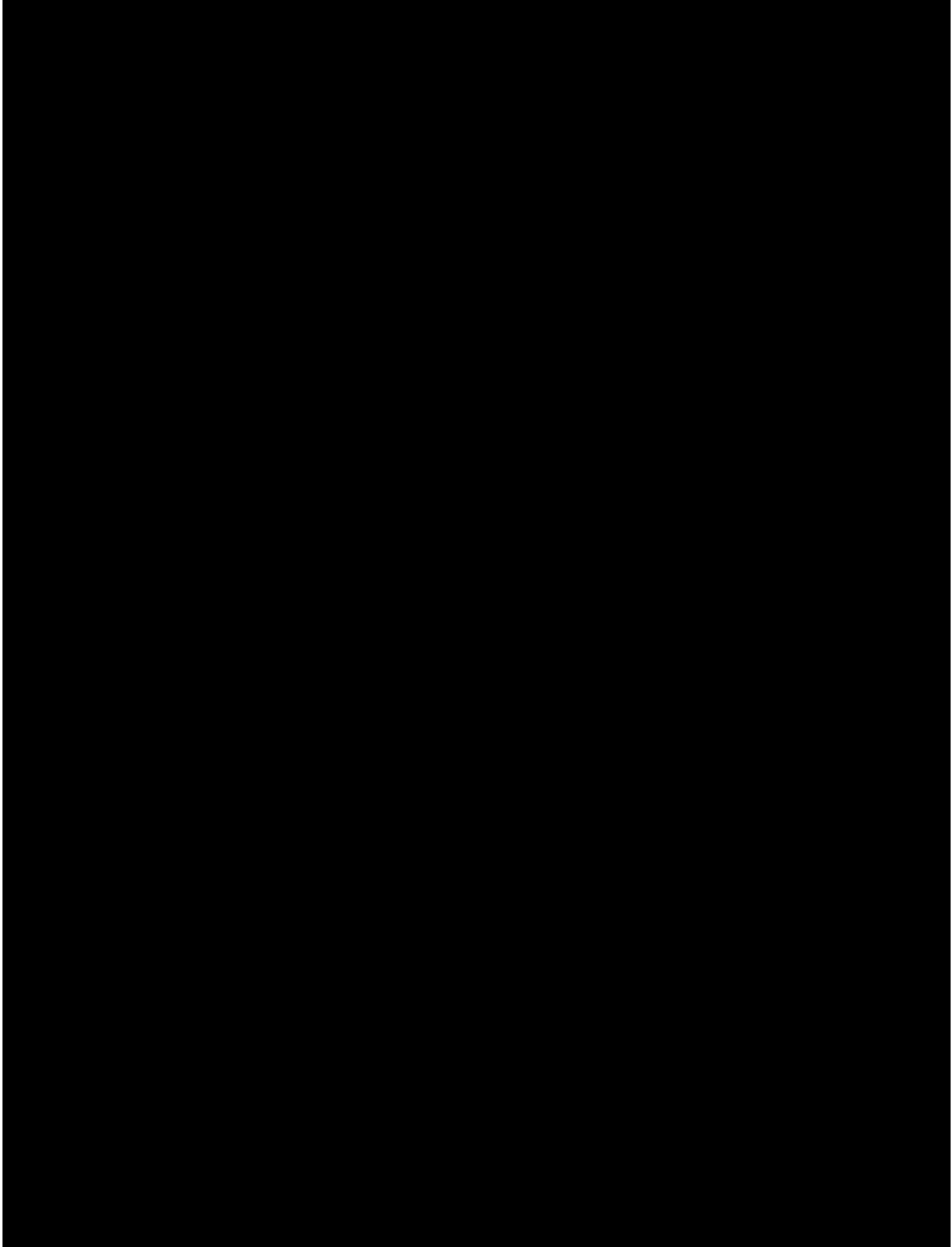


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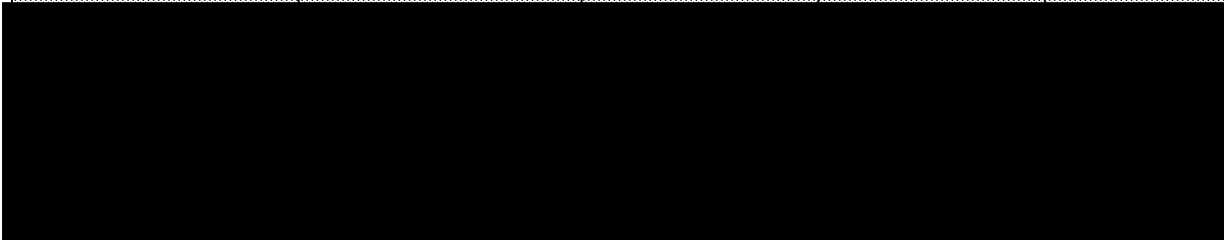




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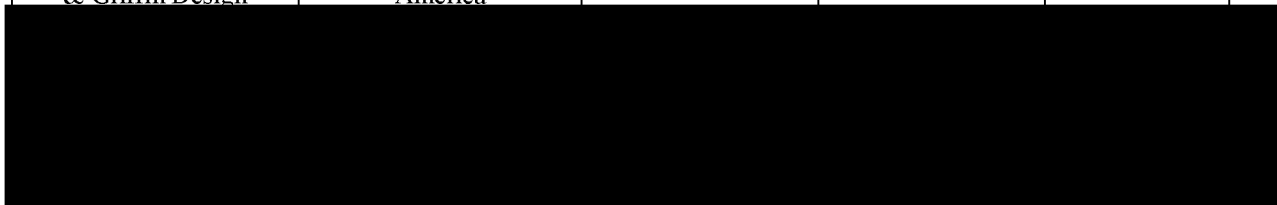
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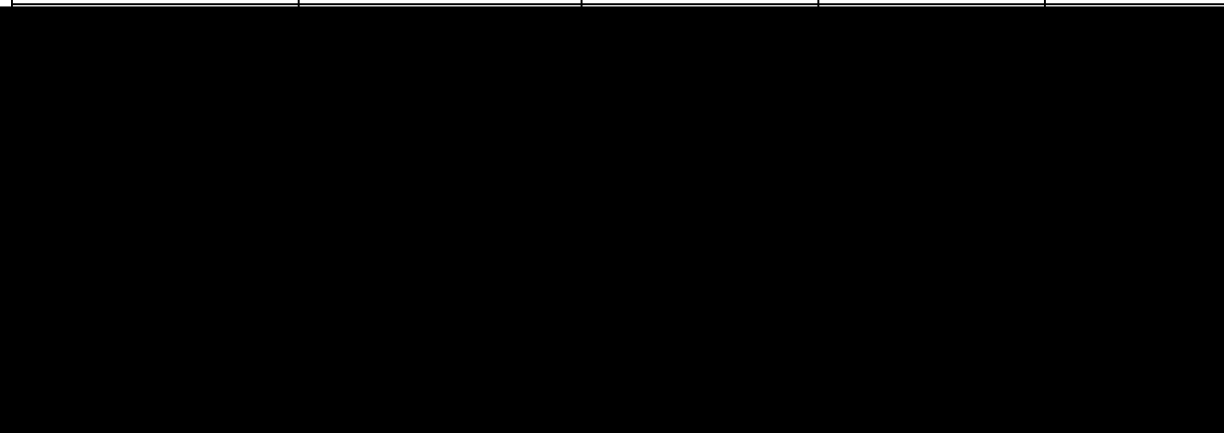
EXPRESS INSIDER	United States of America	88883859	6230140	Dec/22/2020
EXPRESS JEANS	United States of America	77/365,790	3,712,657	Nov/17/2009
EXPRESS LEGEND	United States of America	87/002,064	5,130,538	Jan/24/2017
EXPRESS LIVE! and Design	United States of America	87/323,677	5,344,848	Nov/28/2017



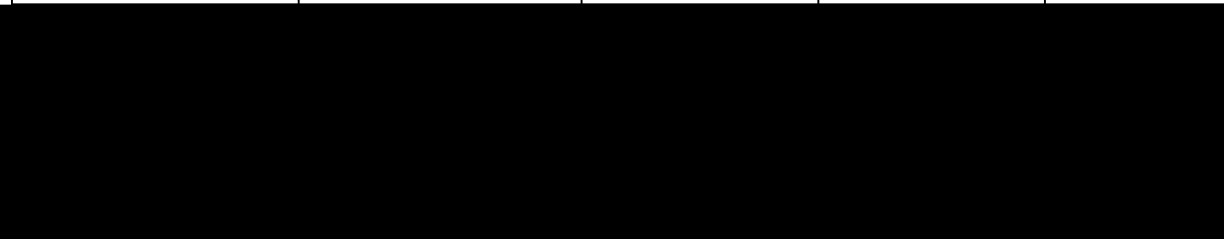
EXPRESS LOYALTY & Griffin Design	United States of America	85/526447	4362075	Jul/02/2013
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EXPRESS MEN	United States of America	76/975,362	2,754,311	Aug/19/2003
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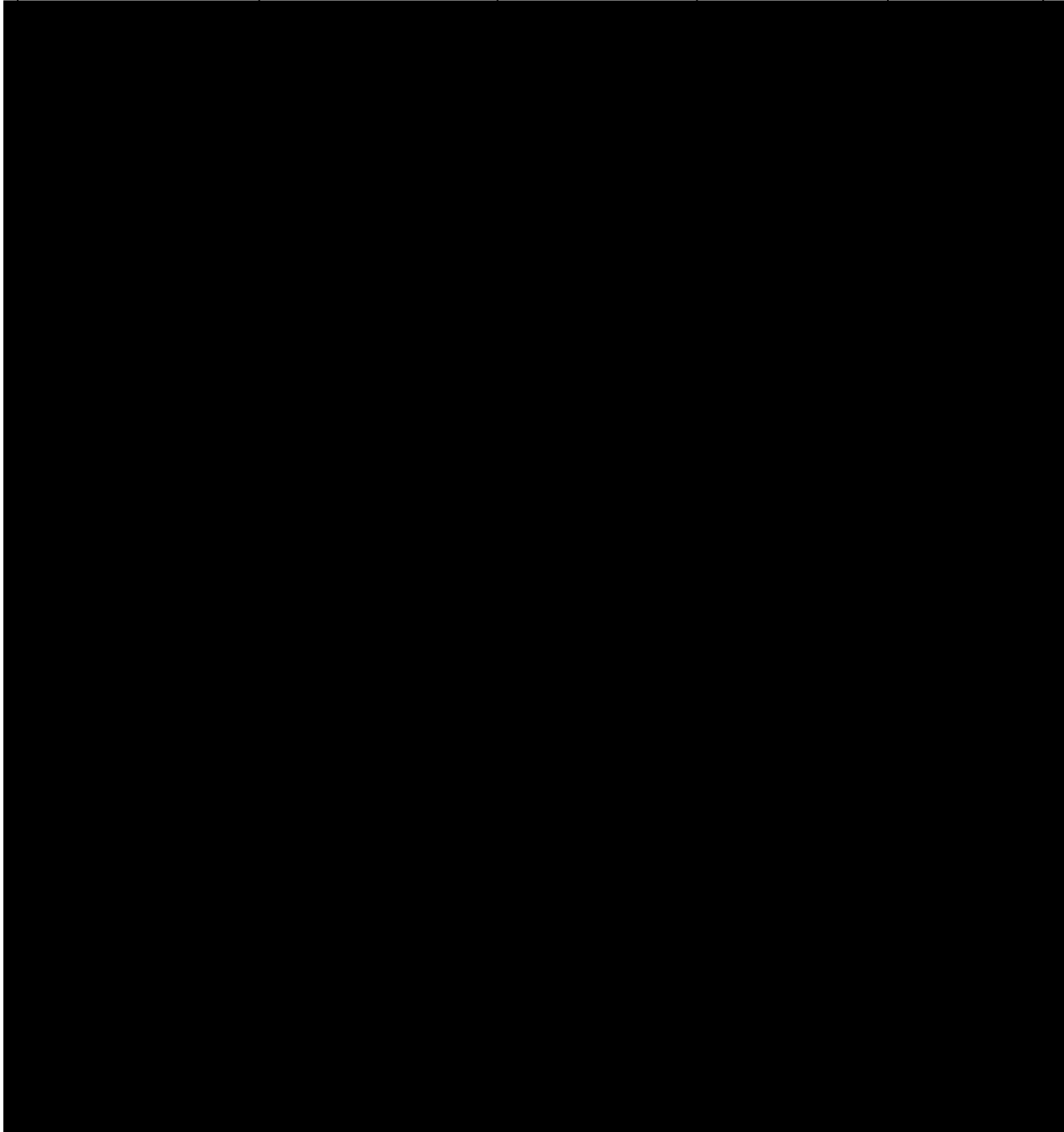
EXPRESS ONE ELEVEN	United States of America	86/497,421	4,978,986	Jun/14/2016
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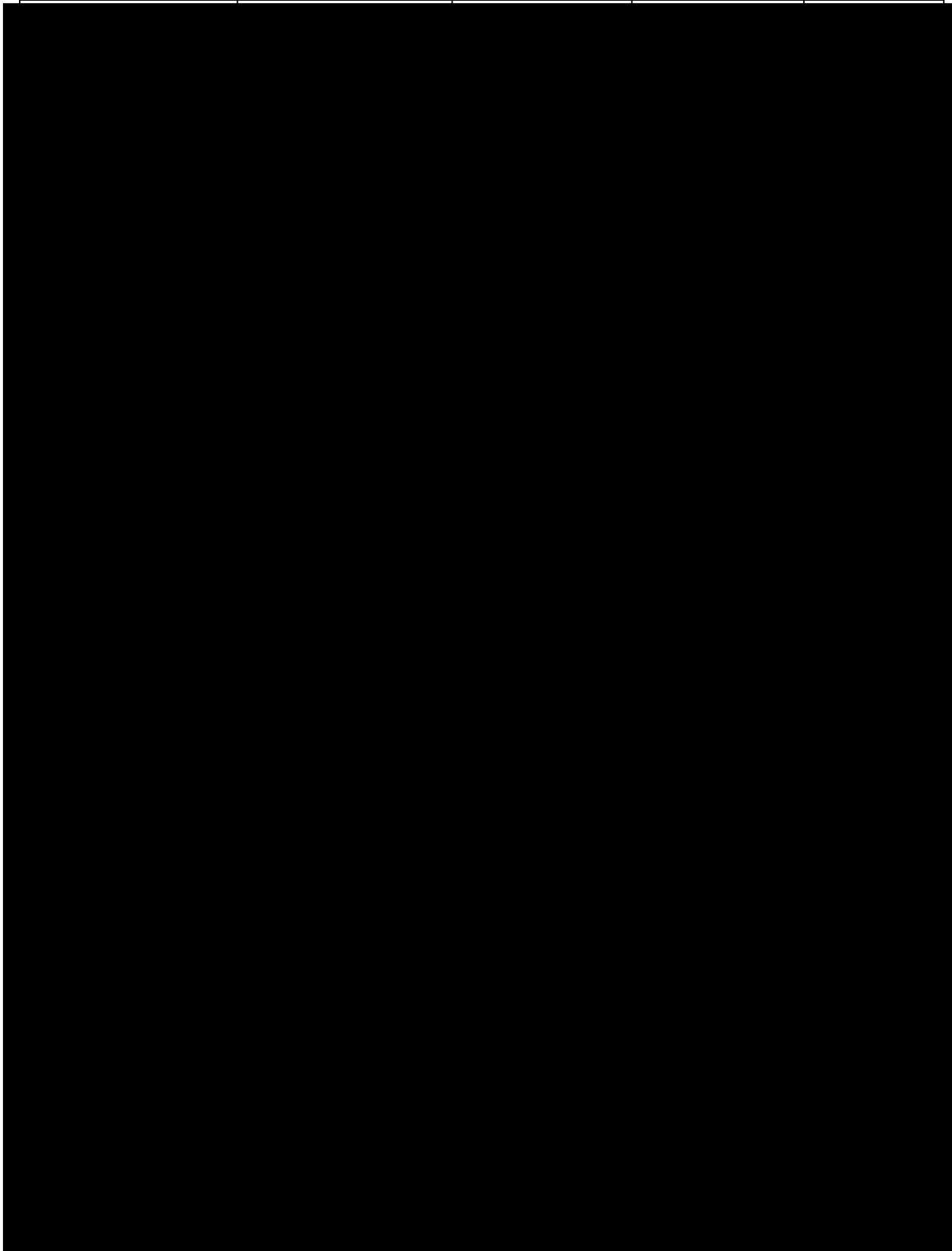
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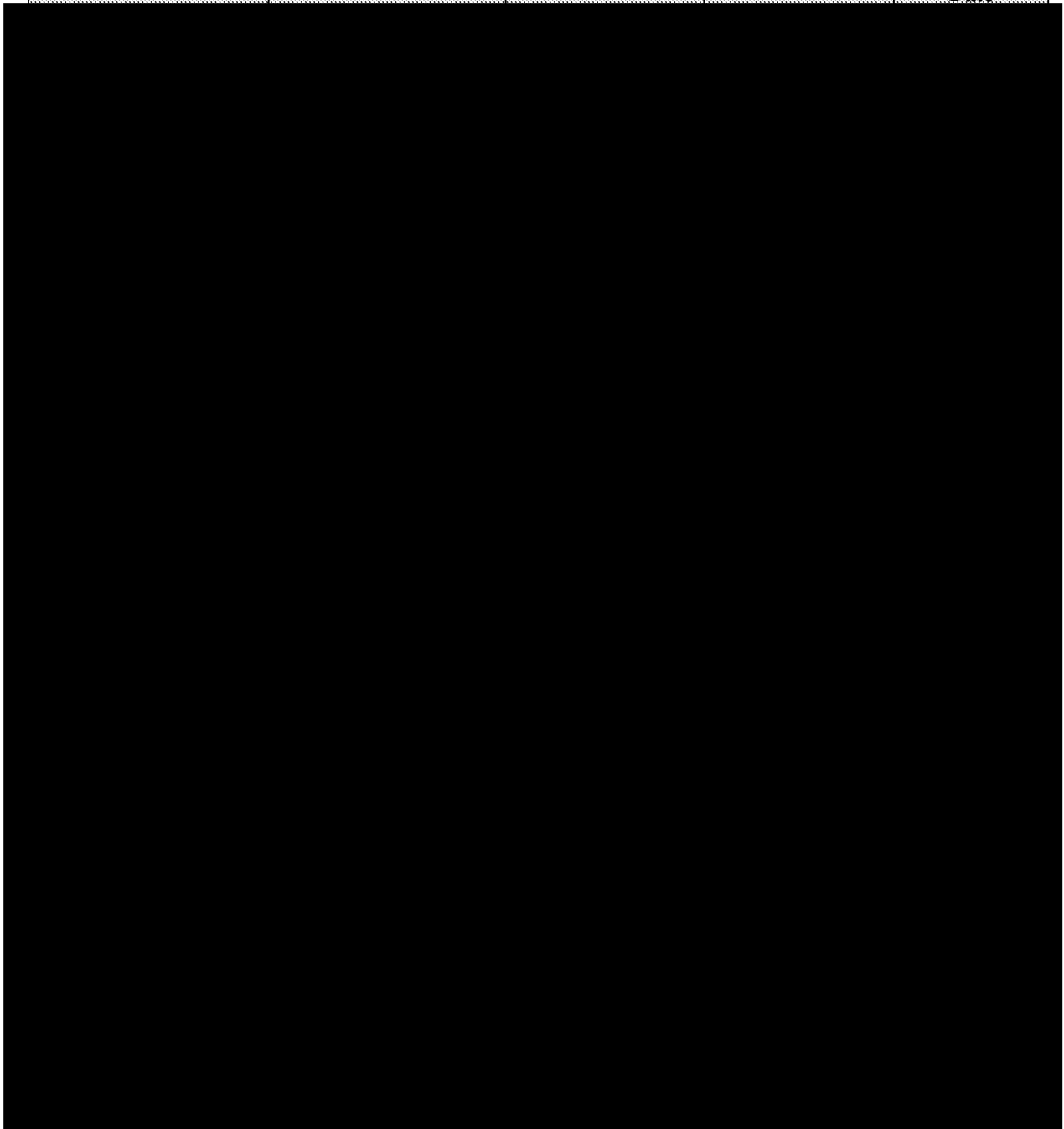
EXPRESS RESERVE	United States of America	77/979,799	3829646	Aug/03/2010
EXPRESS SHIRT SHOP	United States of America	77/048,489	3,886,535	Dec/07/2010
EXPRESS STYLE TRIAL	United States of America	88140064	5750882	May/14/2019



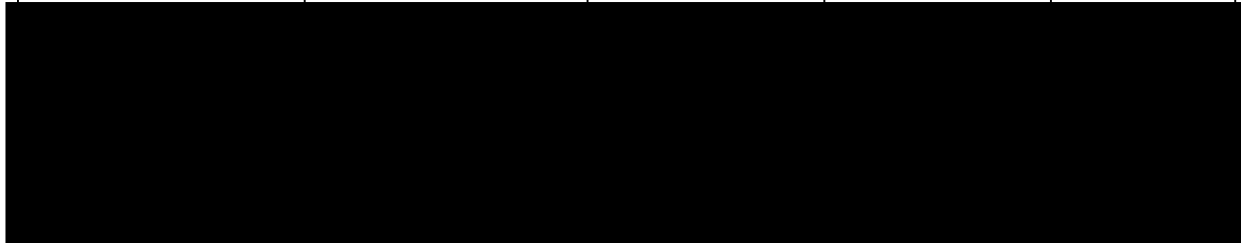
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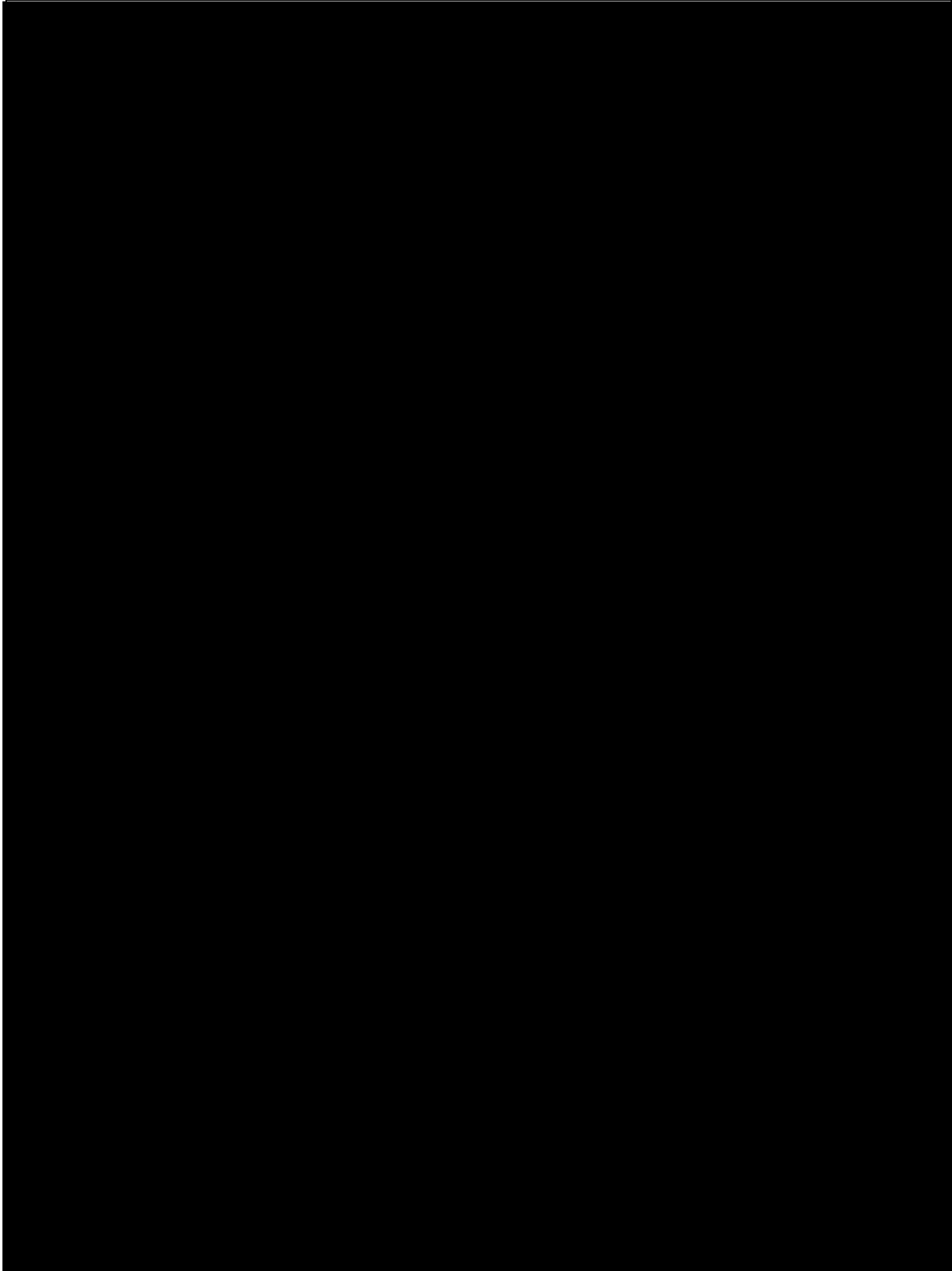


FORENZA	United States of America	97/680,446		
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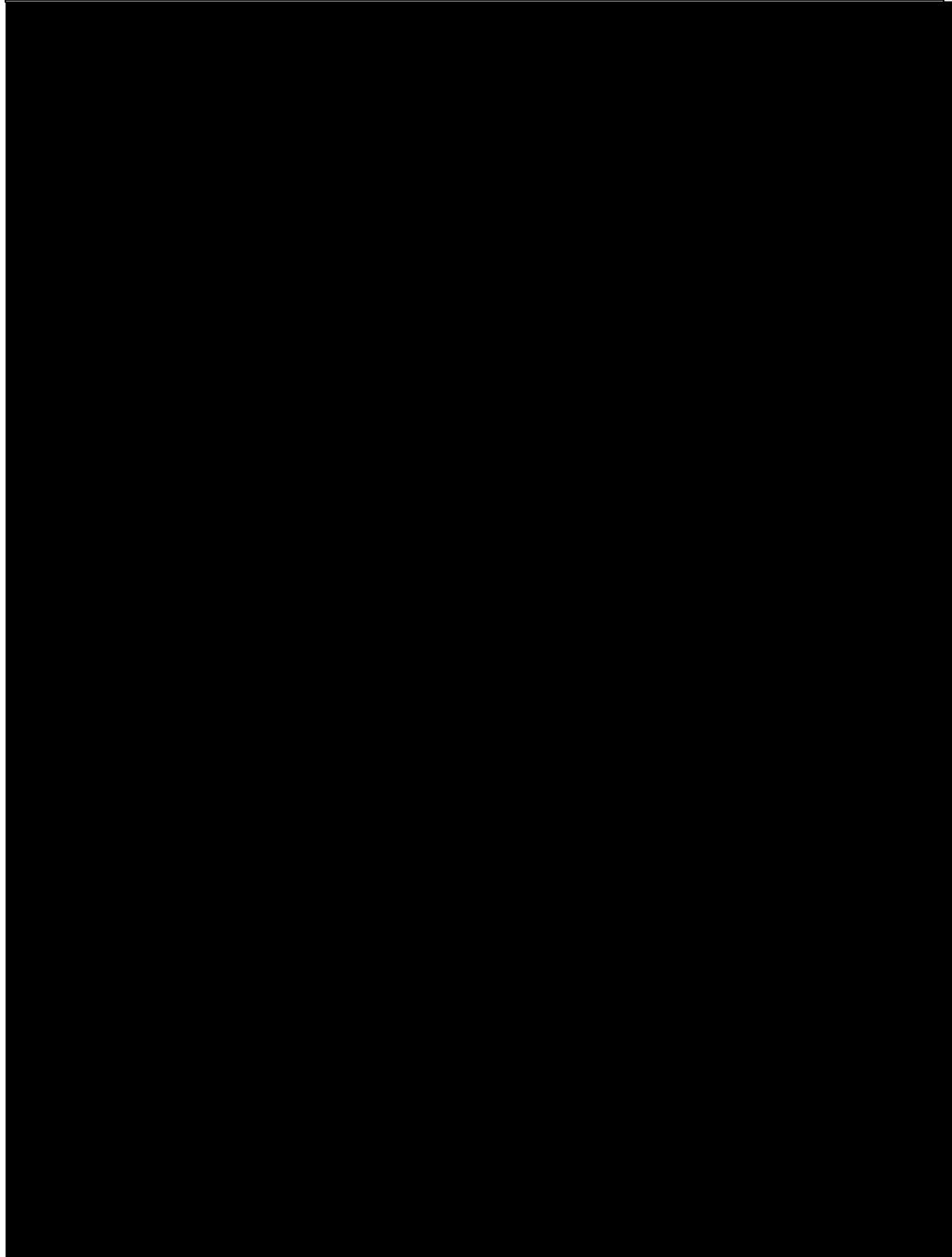


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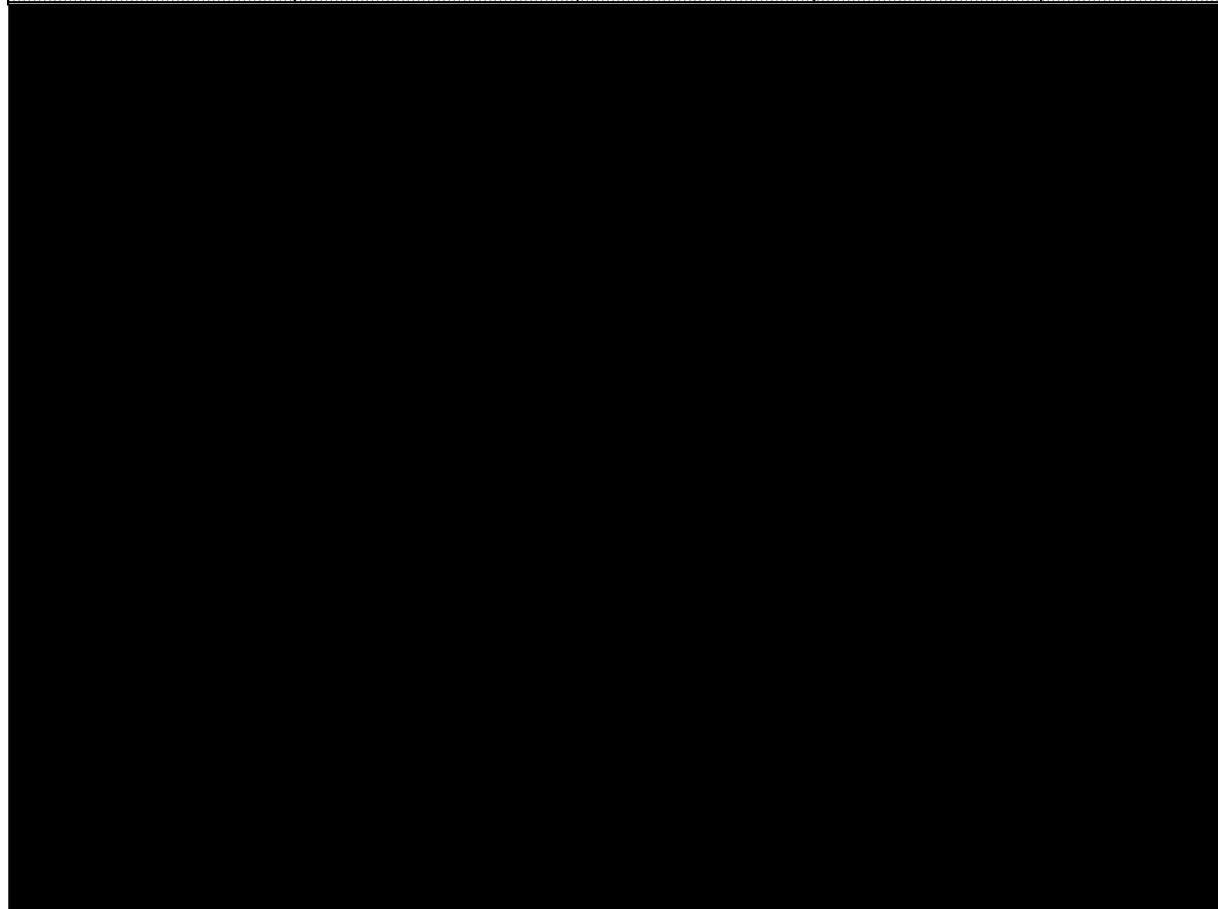
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Griffin Design	United States of America	78/636,766	3,090,209	May/09/2006
Griffin Design	United States of America	77/981,036	3,953,464	May/03/2011
Griffin Design	United States of America	85/526,906	4175749	Jul/17/2012

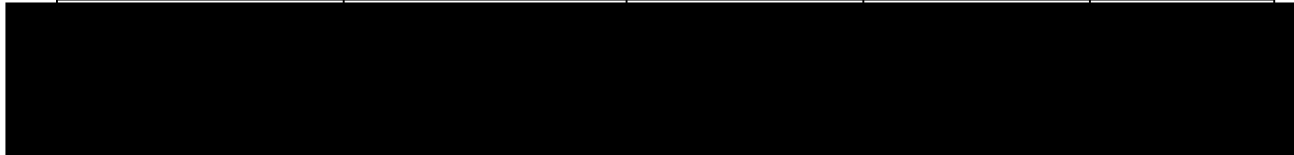
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HONOR	United States of America	77/944072	4342891	May/28/2013
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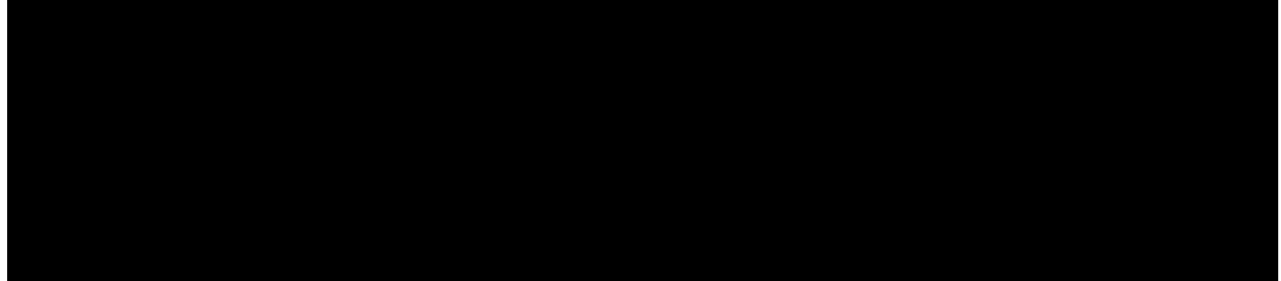


HONOR & DESIGN	United States of America	77/945,194	4342892	May/28/2013
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LOVE EXPRESS	United States of America	77/916,079	4342884	May/28/2013
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PEAK STITCHING DESIGN	United States of America	77/108,983	3,499,623	Sep/09/2008
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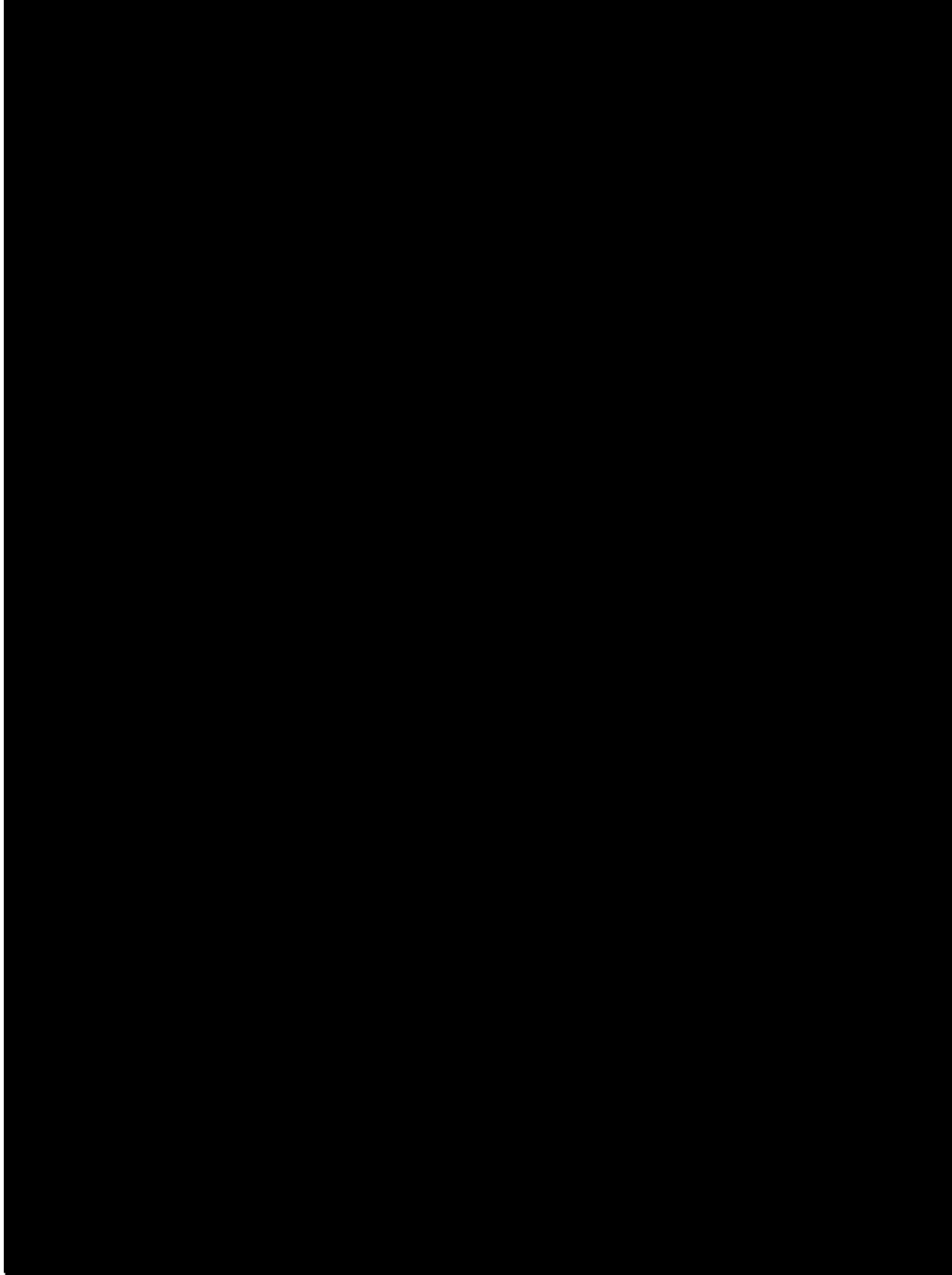


Trademark	Country	Application No.	Registration No.	Registration Date
PRODUCER	United Arab Emirates	231,656	231,656	Jul/27/2017
PRODUCER	United States of America	85/707,811	4,283,159	Jan/29/2013
PUBLICIST	United States of America	87/457,350	5,388,529	Jan/23/2018
STUDIO STRETCH	United States of America	76/233,323	2,817,874	Feb/24/2004
TAILORED EXPRESS	United States of America	88113623	5992036	Feb/18/2020
THE ALCHEMY CORNER	United States of America	90840661	6808581	Aug/02/2022
THE WORLD'S SEXIEST JEANS	United States of America	78/191,693	2,793,338	Dec/09/2003
WHITTIER	United States of America	86/074,117	5,306,784	Oct/10/2017
X	United States of America	97132311		
X	United States of America	90256801	6415935	Jul/13/2021
X	United States of America	97056575		

The following additional trademark applications and registrations, which may be redundant of the applications and registrations previously set forth herein, to the extent active:

Trademark	Country	Application No.	Registration No.	Registration Date
NORFOLK	United States of America	86074129	5086949	Nov/22/2016
	United States of America	85956908	4978371	Jun/14/2016
THE GIFT OF FASHION	United States of America	78064648	2650750	Nov/12/2002

Trademark	Country	Application No.	Registration No.	Registration Date
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Trademark	Country	Application No.	Registration No.	Registration Date
[REDACTED]				

Trademark	Country	Application No.	Registration No.	Registration Date
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