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To the Honorable Commissioner (

101004193

with attached original documents or copy thereof.

1. Name of conveying party(ies):
WARNACO INC.

- Individual(s)
- General Partnership
- Corporation-State - Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: WARNACO U.S., Inc.

Internal Address: _____

Street Address: 325 Lafayette Street

City: Bridgeport State: CT ZIP: 06601

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 30, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

SEE ATTACHED

B. Trademark Registration No.(s)

SCHEDULE A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Beth Kotran, Esq.

Internal Address: _____

AMSTER, ROTHSTEIN & EBENSTEIN

Street Address: 90 Park Avenue

City: New York State: NY ZIP: 10016

6. Total number of applications and registrations involved: _____

538

7. Total fee (37 CFR 3.41).....\$ 13,465.00

Enclosed, and if necessary

Authorized to be charged to deposit account

8. Deposit account number:

01-1785

(Attach duplicate copy of this page if paying by deposit account)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Beth Kotran

Name of Person Signing

Beth Kotran
Signature

03/26/98

Date

Total number of pages including cover sheet, attachments, and document: _____

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
A'LURE	303,763	06JE1933
A'LURE	1,974,640	21MY1996
ACTIVISTS	982,298	16AP1974
AHORA! DO IT NOW A WARNACO COMPANY	2,084,056	29JL1997
ALPACA DEL CIELO	1,563,473	31OC1989
ANY WHICH WAY BRA	1,585,784	06MR1990
BABY 'N ME	1,799,451	19OC1993
BABY 'N' ME	1,369,148	05NO1985
BARE IS BACK!	1,773,685	25MY1993
BARE-IS-BACK!	1,784,226	27JL1993
BEAUTIFUL ANSWERS	1,370,290	12NO1985
BEAUTIFUL BOTTOMS COLLECTION	2,120,827	16DE1997
BECAUSE KNOWBODY UNDERSTANDS YOUR BODY BETTER	1,961,063	05MR1996
BECAUSE YOU LOVE NICE THINGS	544,657	03JL1951
BELLY BUSTER BOYLEG	2,137,277	17FE1998
BELLYBUSTER	1,986,735	16JL1996
BETTER BOTTOMS	1,091,468	16MY1978
BIDDEFORD POPLIN	1,309,145	11DE1984
BIG IDEA	1,084,063	31JA1978
BIRTHDAY SUIT	744,519	29JA1963
BLANCHE	1,157,399	09JE1981
BODY COSMETICS	1,140,879	28OC1980
BODY CREMES	986,483	18JE1974
BODY ICING	1,253,849	11OC1983
BODY RIBS COLLECTION	2,142,830	10MR1998
BODY SLICKS	1,151,792	21AP1981
BODY STRIPE	1,584,795	27FE1990

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
BODYMIST	1,493,253	21JE1988
BODYSATIN STRETCH	1,589,010	27MR1990
BODYSATIONAL	1,456,624	08SE1987
BODYSILK	1,324,662	12MR1985
BODYSLIMMERS	1,713,807	08SE1992
BRASS	1,203,688	03AU1982
BRIGHT IDEA!	1,042,984	06JL1976
BRIGHT LACE	1,957,656	20FE1996
BRIGHT SHINE	2,012,797	29OC1996
BRIGHT STRIPES	1,564,701	07NO1989
BUSTBOOSTING BODYSLIP	2,190,467	22SE1998
BUTT BOOSTER	1,986,736	16JL1996
BUTT BOOSTER	2,137,278	17FE1998
BUTT BOOSTER THIGHSLIMMER	2,138,879	24FE1998
CASUAL SOLUTIONS	2,117,004	25NO1997
CHAFEZE	352,033	16NO1937
COMFORT BACK	2,214,803	29DE1998
COMFORT MESH	1,146,658	03FE1981
COMFORT'S BACK!	1,495,898	12JL1988
COOL AND LACY	1,563,487	31OC1989
COTTON EXCHANGE	1,495,171	05JL1988
COTTON EXCHANGE & DESIGN	1,660,912	15OC1991
COTTON GEMS	2,079,498	15JL1997
COTTON KISSES	1,160,130	07JL1981
COTTON LACINGS	1,905,032	11JL1995
COTTON LITES	1,257,652	15NO1983
COTTON PLEASURE	1,588,984	27MR1990

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
CREPE EMBROIDERY	2,224,842	16FE1999
CULTURED PEARLS	1,987,214	16JL1996
DAY-SPAN ALL S-T-R-E-T-C-H	984,579	21MY1974
DESIGNER TREASURES	2,129,215	13JA1998
DEVONSHIRE	641,435	12FE1957
DO IT NOW A WARNACO COMPANY	2,038,507	18FE1997
DOUBLE PLAY	718,269	11JL1961
FANCYWORKS	2,014,018	05NO1996
FANCYWORKS	1,928,087	17OC1995
FASHION SCOOPS	2,145,562	24MR1998
FINE LINES	1,249,917	30AU1983
FITTING EASY	1,309,143	11DE1984
FLORAL LITES	1,564,716	07NO1989
FLOWER CHARMS	1,000,304	24DE1974
FLOWERING LACE	1,932,903	07NO1995
FREE-LIFT	821,997	10JA1967
FREEDOM FRONT	924,328	23NO1971
FRENCH BOUQUET	2,172,956	14JL1998
FRENCH FROSTINGS	2,081,346	22JL1997
FROSTED EMBROIDERIES	2,002,022	17SE1996
FROSTED SATIN 'N' LACE	1,966,012	02AP1996
FROSTED SATIN 'N' LACE	1,966,012	02AP1996
FROSTINGS	1,271,898	27MR1984
FULL-COMFORT BRA	1,039,450	11MY1976
GJM THE LINGERIE COLLECTION (STYLIZED)	2,157,041	12MY1998
GUARANTEED COMFORT	1,972,014	30AP1996
GUARANTEED COMFORT FOR THE FULLER FIGURE	1,972,013	30AP1996

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
HAPPY ENDING	794,098	10AU1965
HARBOUR AIRE	1,016,975	29JL1975
HARBOUR AIRE (STYLIZED)	1,990,481	30JL1996
HIDDEN POWERS	1,394,998	27MY1986
HIP SLIP	1,508,327	11OC1988
HIPSLIP (STYLIZED)	1,715,969	15SE1992
HIPSLIP UNDERGEAR FOR THE 90'S & DESIGN	1,727,723	27OC1992
ICED COTTON	1,916,604	05SE1995
ICED SATIN	1,918,085	12SE1995
IN CONTROL	2,042,672	11MR1997
INNOVATION STARTS HERE (SM)	2,055,451	22AP1997
INSPIRATION BY WARNER'S	995,879	15OC1974
INTIMATIONS	1,346,405	02JL1985
INVISIBLY LACE	2,220,670	26JA1999
IT'S REALLY SOMETHING	1,145,836	13JA1981
IT'S THE ONE	1,176,306	03NO1981
JERRY SILVERMAN	2,014,041	05NO1996
JUNIOR INTIMATES	981,177	26MR1974
JUST YOUR FIT	1,373,974	03DE1985
KENNEBEC FLANNEL	735,378	31JL1962
LACE DRESSING	1,600,121	05JE1990
LACE ELEGANCE	2,021,555	10DE1996
LACY LUXURIES	1,952,806	30JA1996
LADY LONG LEGS	701,858	26JL1960
LAMBLEND	1,180,283	01DE1981
LAVISH LACE	1,615,816	02OC1990
LENGTH MEASURE DESIGN	1,950,536	23JA1996

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
LITTLE GODIVA	729,770	10AP1962
LOCHLANA	778,817	20OC1964
LOGAN	642,986	19MR1957
LOVE THAT COTTON	1,581,639	06FE1990
LOVE TOUCH	1,010,158	06MY1975
LUXE-WEAVE	1,131,833	11MR1980
MAGIC POWER	965,636	07AU1973
MEASURED LENGTH	1,610,295	14AU1990
MEASURED SOLUTIONS	1,577,879	16JA1990
MERRY WIDOW	1,938,921	28NO1995
MISS LEJABY	2,128,909	13JA1998
MY SKIN	1,145,089	30DE1980
NAUGHTY GIRL!	1,082,710	17JA1978
NEW DIMENSION	712,902	21MR1961
NEW FEELINGS	1,375,990	17DE1985
NIGHT DIMENSIONS	1,818,511	25JA1994
NIGHT DIMENSIONS	2,109,418	28OC1997
NIP, TUCK AND BOOST	2,137,616	17FE1998
NO CLING EVER!	1,962,547	12MR1996
NO EXAGGERATION	1,136,278	27MY1980
NOT SO INNOCENT NUDES	1,889,964	18AP1995
NOT-A-STITCH-ON.	1,088,201	28MR1978
NOT-A-STRAP-ON	1,165,624	18AU1981
NOT-ALL-THAT-BRA	1,092,856	06JE1978
O & DESIGN	780,384	17NO1964
OLGA	883,813	06JA1970
OLGA & DESIGN	780,385	17NO1964

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
OLGA BARE-IS-BACK!	1,788,244	17AU1993
OLGA COMFORT BACK	2,214,802	29DE1998
OLGA CULTURED PEARLS	1,999,532	10SE1996
OLGA FLAME	1,795,938	28SE1993
OLGA FROSTED EMBROIDERIES	2,002,912	24SE1996
OLGA HOLIDAY HOLOGRAM	2,031,579	21JA1997
OLGA HOLIDAY VELVETS	2,031,580	21JA1997
OLGA INSPIRATION	2,127,440	06JA1998
OLGA LACE ROYALE	2,215,537	29DE1998
OLGA LACE-EDGINGS	2,041,767	04MR1997
OLGA LACY TEXTURES	2,103,698	07OC1997
OLGA PLUS	2,155,616	05MY1998
OLGA SATIN SHADOWS	2,097,339	16SE1997
OLGA SENSUOUS SOLUTION	2,169,796	30JE1998
OLGA TAILORED SHEERS	2,032,482	21JA1997
OLGA TREASURES	2,030,948	14JA1997
OLGA WONDER-WEAR	2,031,528	21JA1997
OLGA'S CHRISTINA	1,344,640	25JE1985
OLGA'S CHRISTINA	1,605,670	10JL1990
OLGA'S SENSUOUS BODY GOWNS	2,077,937	08JL1997
OLGA-BRIGHTS	1,989,730	30JL1996
OLGA-LITES	1,494,339	28JE1988
OLGA-PETITES	1,994,756	20AU1996
OLGALACE	1,784,896	27JL1993
OLGALON	1,114,545	06MR1979
PARKSBURY	1,990,301	30JL1996
PERFECT CHOICE	1,566,101	14NO1989

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
PERFECT LENGTH	1,868,913	20DE1994
PERFECT MEASURE	1,457,559	15SE1987
PERFECT MEASURE LENGTH MEASURE	1,413,458	14OC1986
PERFECT SUPPORT	1,694,478	16JE1992
PERFECTLY BEAUTIFUL	2,067,458	03JE1997
PIMA PIN POINT (SUPPLEMENTAL)	1,606,998	17JL1990
POLYULTRA	1,044,261	20JL1976
POWERLASTIC	422,807	13AU1946
PRESCRIPTION FOR WHEN YOUR EYES ARE BIGGER	2,116,465	25NO1997
PRETTIES	1,145,838	13JA1981
PRIVATE PLEASURES	1,816,953	18JA1994
PRIVATE PLEASURES	2,120,139	09DE1997
PRIVATE PLEASURES (STYLIZED)	2,166,633	16JE1998
Q.V.V.	1,122,830	24JL1979
R EYES ARE BIGGER PRESCRIPTION FOR WHEN YOU	2,116,465	25NO1997
REAL MCCOY	992,577	03SE1974
RX PRESCRIPTION KIT & DESIGN	2,078,723	15JL1997
SATIN DIAMONDS	1,905,033	11JL1995
SATIN DIMENSIONS	2,032,764	21JA1997
SATIN FANCIES	1,870,630	27DE1994
SATIN KISSES	1,916,605	05SE1995
SATIN PETALS	1,913,397	22AU1995
SCARDIGAN	676,050	24MR1959
SCROLL EMBROIDERIES	1,870,622	27DE1994
SECRET HUG	1,669,540	24DE1991
SECRET SHAPERS	1,973,050	07MY1996
SELECT-A-SHAPE	1,008,598	08AP1975

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
SENSUOUS BODY GOWNS	2,027,878	31DE1996
SENSUOUS SOLUTION	1,953,727	30JA1996
SHADOW	236,950	27DE1927
SHAPESTITCH	1,096,113	11JL1978
SHAPEWEAR	913,831	08JE1971
SHEER EMBROIDERIES	1,961,175	05MR1996
SHIMMER & SHINE	2,034,330	28JA1997
SHIMMER-ON	1,576,520	09JA1990
SHIMMERLILIES	1,608,328	31JL1990
SHOULDER SHAPERS	1,550,246	01AU1989
SHOW OFF SHOULDER	1,022,091	07OC1975
SILKY EMBROIDERIES	1,979,038	04JE1996
SIMPLY SHINY	1,610,635	21AU1990
SIMPLY SUPER	1,224,356	18JA1983
SIZZLES	1,294,446	11SE1984
SIZZLES BY WARNER'S	1,252,319	27SE1983
SMART STRAPS	1,496,844	19JL1988
SMOOTH 'N SLEEK	1,593,112	24AP1990
SMOOTH IMAGES	1,491,224	07JE1988
STA-UP-TOP	369,850	01AU1939
STARKERS BY WARNER'S	1,906,625	18JL1995
STRETCH 'N LACE	1,584,796	27FE1990
STRETCH 'N SHINE	1,349,573	16JL1985
STRETCH APPEAL	978,189	05FE1974
STRICTLY SECRET	1,164,736	11AU1981
STRIPE IT RICH	1,949,676	16JA1996
STRIPE UP THE BAND	1,564,700	07NO1989

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
SUDDENLY SHAPELY	1,920,943	19SE1995
SUDDENLY SLIM	726,021	02JA1962
SUDDENLY SMOOTH	976,882	15JA1974
SUPER CROSS	1,192,566	23MR1982
SUPPORT STRETCH	1,601,663	12JE1990
SW LTD	1,140,434	14OC1980
TENNIS CLASSIC	1,044,927	27JL1976
THANE	728,323	06MR1962
THANE AIROWISP	1,090,958	09MY1978
THE ALL WAYS FITTING BRA	1,475,081	02FE1988
THE ALWAYS FITTING BRA	2,072,096	17JE1997
THE BODY SOLUTION	1,145,837	13JA1981
THE END!	1,057,722	01FE1977
THE GRAND 'OL FLAG SHIRT COMPANY	2,120,156	09DE1997
THE GRAND 'OL FLAG SHIRT COMPANY (TM & SM)	1,973,513	07MY1996
THE OLGA TOUCH	1,016,968	29JL1975
THE PERFECTIONISTS	1,918,086	12SE1995
THE SIZZLER	964,232	17JL1973
THE SIZZLER	2,027,358	31DE1996
TOMORROW	712,179	07MR1961
TRULY FITTING	1,296,398	18SE1984
TUMM-EE-BREEF	810,156	21JE1966
ULTRA BRA	1,018,580	19AU1975
ULTRA-WIRE	1,697,001	23JE1992
ULTRALASTIC	1,177,395	10NO1981
ULTRALINER	1,518,958	03JA1989
V.R. DOUBLES	624,545	03AP1976

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
VAN RAALTE	2,139,340	24FE1998
VAN RAALTE	2,063,546	20MY1997
VAN RAALTE & DESIGN	1,260,986	13DE1983
VAN RAALTE & DESIGN	154,726	18AP1922
VAN RAALTE CASUAL COTTON COLLECTION	2,086,611	05AU1997
VAN RAALTE NUDES COLLECTION	2,097,849	16SE1997
VANAIRE	869,029	06MY1969
VANILON	878,747	14OC1969
W WITH STAR	690,961	05JA1960
WARNACO	984,559	21MY1974
WARNER'S	1,524,600	14FE1989
WARNER'S	179,292	05FE1924
WARNER'S	197,535	21AP1925
WARNER'S	50,062	27FE1906
WARNER'S BODY BEWARE	2,035,808	04FE1997
WARNER'S BODY LACE	2,045,929	18MR1997
WARNER'S BRIGHT LACE	1,964,020	26MR1996
WARNER'S BRIGHT SHINE	2,049,666	01AP1997
WARNER'S DELICATE PLEASURES	1,960,088	05MR1996
WARNER'S GOLD	1,993,584	13AU1996
WARNER'S HAS A FIT	1,183,909	29DE1981
WARNER'S ICE FLOWERS	1,947,580	09JA1996
WARNER'S IN CONTROL	1,044,218	20JL1976
WARNER'S IN CONTROL	2,051,840	15AP1997
WARNER'S JUST YOUR LENGTH	2,088,022	12AU1997
WARNER'S LACE CHARMERS	1,927,870	17OC1995
WARNER'S LACE PASSION	2,050,288	08AP1997

TRADEMARK -----	CURR REG NO -----	CUR REG DT -----
WARNER'S LACE ROYALE	1,957,655	20FE1996
WARNER'S MERRY WIDOW	1,951,052	23JA1996
WARNER'S NOT SO INNOCENT NUDES	1,894,158	16MY1995
WARNER'S PRIVATE PLEASURES	1,816,952	18JA1994
WARNER'S REACTION	1,044,922	27JL1976
WARNER'S SIMPLY PERFECT	1,918,084	12SE1995
WARNER'S THE BETTER BODY PEOPLE	1,955,791	13FE1996
WARNER'S THE NAKED TRUTH	2,144,772	17MR1998
WARNER'S ULTRA STRAP	1,960,192	05MR1996
WARNER'S UNMENTIONABLES	2,114,486	18NO1997
WARNER'S W WITH STAR	690,962	05JA1960
WARNER'S WHAT A BODY!	2,109,344	28OC1997
WARNER'S X-APPEAL	2,092,140	26AU1997
WEAR ME BRIGHTLY	1,232,010	22MR1983
WHAT A BODY!	2,109,345	28OC1997
WHOLE NEW DIMENSION	1,974,249	14MY1996
WONDER-WEAR	61,489	26MR1907
WONDER-WEAR	1,994,931	20AU1996
YOUNG ATTITUDES	1,894,638	16MY1995
YOUNG CURVE	1,077,949	22NO1977
YOUR DIMENSIONS	1,091,881	23MY1978

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TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
A LITTLE NUDE	75/519,920	16JL1998
ABFAB	75/032,024	13DE1995
ASSET MANAGEMENT	75/501,090	12JE1998
BELLY BAND	74/627,422	30JA1995
BODY BAR DESIGN (DOUBLE CONVEX)	75/300,714	30MY1997
BODY BAR DESIGN (DOUBLE S-SHAPED)	75/300,713	30MY1997
BODY BAR DESIGN (SINGLE)	75/300,715	30MY1997
BODY LOTIONS	75/626,506	21JA1999
BODYSLIMMERS NANCY GANZ SHIMMER SLIMMER	75/488,167	20MY1998
BODYSLIMMERS.COM	75/241,494	13FE1997
BRIGHT IDEA!	75/286,831	05MY1997
CAPRI SLIMMER	75/486,832	19MY1998
CASUAL CONTROL	75/463,751	07AP1998
CASUAL SOLUTIONS	75/038,375	26DE1995
DARE TO BE SQUARE-NECK	75/533,654	10AU1998
DEFY GRAVITY AND RAISE YOUR BOTTOM LINE	75/248,192	26FE1997
DELICATE CONTROL	75/534,087	10AU1998
DIMENSIONAL SUPPORT	75/512,412	02JL1998
DOUBLE AGENT	75/032,153	13DE1995
EASY FITTING	74/531,950	01JE1994
EGO BOOSTERS	75/248,191	26FE1997
ELEGANT CONTROL	75/464,116	07AP1998
ELEGANT TWIST	75/512,417	02JL1998
ELEVATE YOURSELF	75/501,089	12JE1998
FASHION CONTROLWEAR	75/110,184	03AP1996
FLORAL DIMENSIONS	75/512,410	02JL1998
FLOWER CLASSICS COLLECTION	75/649,179	03MR1999

TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
FRESH ATTITUDE	75/435,851	17FE1998
FRESH TWIST	75/512,416	02JL1998
FRIDAY'S BRA	75/115,077	06JE1996
FRIDAY'S BRA BY WARNER'S	74/678,603	22MY1995
FULL COMFORT	75/341,303	13AU1997
GET A GRIP SLIP	75/339,758	12AU1997
GO ALL THE WAY	75/501,074	12JE1998
HATHAWAY CASUAL SOLUTIONS	75/037,534	27DE1995
HIPSLIP.COM (SM)	75/241,506	13FE1997
INVISIBLE SHAPERS	75/553,606	15SE1998
JUNGLE STORY	75/649,955	01MR1999
KNEE BEATER	75/127,315	28JE1996
LACE EDITIONS	75/332,594	29JL1997
LACE EXPRESSIONS	75/486,831	19MY1998
LACE IMPRESSIONS	75/486,833	19MY1998
LACE TO LACE	75/553,603	15SE1998
LACY DIMENSIONS	75/632,156	26JA1999
LEJABY PARIS	75/606,989	17DE1998
LITTLE DECEIVERS	75/161,699	06SE1996
LITTLE FIBBERS	75/161,653	06SE1996
LUXURIOUS SHINE	75/512,400	02JL1998
MAD ABOUT COTTON	75/501,088	12JE1998
MAN BAND	75/023,331	22NO1995
MANUNDERCOVER	75/023,330	22NO1995
METALLICS	75/534,086	10AU1998
METALLICS: THE NEW NEUTRALS	75/534,084	10AU1998
MICRO SOLUTIONS	75/553,607	15SE1998

TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
MILK & COOKIES	75/054,718	07FE1996
NAKED END	75/499,472	10JE1998
NAKED LEAF	75/406,848	16DE1997
NAKED STRIPES	75/410,056	23DE1997
NAKED TRUTH	75/216,760	23DE1996
NANCY GANZ	74/712,708	08AU1995
NANCY GANZ BODY BAR	75/248,189	26FE1997
NANCYGANZ.COM	75/241,495	13FE1997
NETWORK NUDES	75/510,268	29JE1998
NIPTUCKANDBOOST.COM (SM)	75/241,493	13FE1997
NOT SO INNOCENT LACE	75/245,854	13FE1997
OLGA ABSOLUTE CONTROL	75/340,544	13AU1997
OLGA COTTON CHARMERS	75/562,300	01OC1998
OLGA COTTON SUPREME	75/553,994	16SE1998
OLGA COTTON TO GO	75/562,580	01OC1998
OLGA CREPE EMBROIDERY	75/363,913	26SE1997
OLGA DIMENSION AND SUPPORT	75/512,411	02JL1998
OLGA DOUBLE TAKE COTTON	75/562,301	01OC1998
OLGA FEATHERS	75/424,587	28JA1998
OLGA FLOWER COUNTRY	75/408,302	19DE1997
OLGA FLOWER GARDEN	75/408,300	19DE1997
OLGA FRENCH ACCENT	75/447,981	10MR1998
OLGA FROSTED LACE	75/384,195	03NO1997
OLGA GARDEN FANTASY	75/408,231	19DE1997
OLGA GRAND PROFILE	75/448,127	11MR1998
OLGA GREAT ASSETS	75/448,102	11MR1998
OLGA HEIRLOOM ROSES	75/650,150	01MR1999

TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
OLGA HOLIDAY PANTIES	75/624,425	21JA1999
OLGA HOLIDAY PANTS	75/624,504	21JA1999
OLGA LACE ROYALE	75/299,386	29MY1997
OLGA LACY SHEERS	75/384,197	03NO1997
OLGA MIXED BOUQUET	75/384,193	03NO1997
OLGA OPULENT SUPPORT	75/512,414	02JL1998
OLGA PAISLEY TWIST	75/512,413	02JL1998
OLGA PURE BRILLIANCE	75/424,588	28JA1998
OLGA ROSE BOUQUET	75/649,997	01MR1999
OLGA ROSE FOR ROMANCE	75/649,999	01MR1999
OLGA ROSE GARDEN	75/650,151	01MR1999
OLGA SECRET SHAPERS RIBBINGS	75/553,604	15SE1998
OLGA SHEER TAPESTRY	75/424,586	28JA1998
OLGA SIMPLY PERFECT	75/412,347	30DE1997
OLGA THE RICH LIFE	75/499,409	10JE1998
OLGA ULTIMATE SLEEK	75/499,407	10JE1998
OLGA VINTAGE LACE	75/091,423	19AP1996
OLGA VINTAGE LACE	75/471,918	22AP1998
OLGA ZIPPERS!	75/250,742	12FE1997
OLGA.COM	74/726,824	08SE1995
OLGACORP.COM	75/226,464	16JA1997
OPULENT SUPPORT	75/512,415	02JL1998
PLAID SATIN	75/341,306	13AU1997
PRESCRIPTION KIT	74/717,051	17AU1995
PRIVATE PLEASURES	74/692,055	22JE1995
PRIVATE PLEASURES (HOME ACCESSORIES)	75/493,661	22MY1998
PRIVATE PLEASURES (STYLIZED)	75/303,853	05JE1997

TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
PRIVATE PLEASURES (STYLIZED) (HOME ACCESSORIES)	75/466,101	08AP1998
PRIVATE PLEASURES/CONDOMS	75/642,066	17FE1999
PRIVATE-PLEASURES.COM	75/226,775	16JA1997
PRIVATEPLEASURES.COM	75/226,875	16JA1997
SATIN & DIAMONDS	75/527,588	28JL1998
SATIN AND PEARLS	75/341,305	13AU1997
SENSUOUS EMBROIDERY	75/477,856	01MY1998
SHAPEWEAR	75/553,996	16SE1998
SHEER ABANDON	75/341,304	13AU1997
SHEER EMBROIDERY	75/477,858	01MY1998
SHEER EXPRESSIONS	75/293,766	19MY1997
SHEER IMPRESSIONS	75/293,880	19MY1997
SHEER MARQUISETTE	75/527,788	30JL1998
SHEER POSSIBILITIES	75/340,744	13AU1997
SHEERIO	74/627,595	31JA1995
SHIMMER PETALS	75/384,196	03NO1997
SHIMMERFROST LACE	75/384,199	03NO1997
SHIMMERING LACE	75/384,194	03NO1997
SHIMMERLACE	75/553,993	16SE1998
SHIMMERSHINE LACE	75/499,477	10JE1998
SILK PETALS	75/358,298	17SE1997
SIMPLY CLASSIC	75/250,741	12FE1997
SIMPLY SENSATIONAL	75/316,898	30JE1997
SKIN IS IN	75/501,081	12JE1998
SKIN LITES	74/525,414	16MY1994
SKINLITES	74/524,878	16MY1994
STRIPE HAPPY	75/499,408	10JE1998

TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
SUGAR & STRIPES	75/499,497	10JE1998
SUPPORTING ROLE	75/448,132	11MR1998
SWEETSHINE LACE	75/499,478	10JE1998
TAKE THE HI-WAY	75/488,166	20MY1998
THE ELEGANT TWIST	75/514,150	07JL1998
THE GRAND 'OL FLAG "UNDERWEAR" COMPANY	75/494,718	01JE1998
THE NAKED TRUTH END SHAPER	75/521,366	20JL1998
THE NANCY GANZ BODYSLIMMING SYSTEM	75/248,198	26FE1997
THE NEW NEUTRALS	75/533,667	10AU1998
THE TUBE BY WARNER'S	74/678,602	22MY1995
THIGH SLIMMER UNDERWEAR FOR THE 90'S & DESIGN	74/134,306	25JA1991
ULTIMATE SLEEK	75/499,406	10JE1998
UNDER IT ALL	74/712,737	08AU1995
UNSLIPPABLES	75/161,655	06SE1996
V.R. DOUBLES	75/034,904	20DE1995
VAN RAALTE EMBROIDERED	75/477,857	01MY1998
VAN RAALTE FLOWER CLASSICS COLLECTION	75/649,196	03MR1999
VAN RAALTE FLOWER COUNTRY COLLECTION	75/649,195	03MR1999
VAN RAALTE FLOWER DELIGHTS COLLECTION	75/649,197	03MR1999
VAN RAALTE FLOWER TAPESTRY COLLECTION	75/649,194	03MR1999
VAN RAALTE LACY MESH	75/488,169	20MY1998
VAN RAALTE LUSTROUS LACE	75/486,830	19MY1998
VAN RAALTE MESH & LACE	75/488,398	20MY1998
VAN RAALTE SPORT	75/155,791	26AU1996
VAN RAALTE STRETCH EMBROIDERY COLLECTION	75/649,177	03MR1999
VAN RAALTE STRETCH SATIN COLLECTION	75/649,193	03MR1999
VANRAALTE.COM	75/226,776	16JA1997

TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
VIVA LA V-NECK	75/534,085	10AU1998
WARNER'S ABSOLUTE CONTROL	75/340,543	13AU1997
WARNER'S CANDIED DANDIES	75/351,779	04SE1997
WARNER'S COLORS TO GO	75/351,565	04SE1997
WARNER'S COLORS TO GO	75/591,629	19NO1998
WARNER'S COTTON BEWARE	75/391,256	04NO1997
WARNER'S COTTON CHARMERS	75/553,605	15SE1998
WARNER'S COTTON SUPREME	75/317,241	30JE1997
WARNER'S COTTON-TO-GO	75/510,058	29JE1998
WARNER'S DOUBLE TAKE COTTON	75/553,602	15SE1998
WARNER'S EASY FITTING	75/211,188	10DE1996
WARNER'S ESSENTIALLY PURE	75/435,050	17FE1998
WARNER'S FEATHERS	75/424,592	28JA1998
WARNER'S FLOWER COUNTRY	75/408,303	19DE1997
WARNER'S FLOWER GARDEN	75/408,301	19DE1997
WARNER'S FRIDAY'S BRA	75/155,900	26AU1996
WARNER'S FROSTED LACE	75/389,955	03NO1997
WARNER'S GARDEN FANTASY	75/408,232	19DE1997
WARNER'S GARDEN TAPESTRY	75/649,953	01MR1999
WARNER'S GRAND PROFILE	75/448,126	11MR1998
WARNER'S GREAT ASSETS	75/448,131	11MR1998
WARNER'S HOLIDAY PANTS	75/626,507	21JA1999
WARNER'S LACE BEWARE	75/389,958	04NO1997
WARNER'S LACY NUDES	75/248,504	12FE1997
WARNER'S LACY SHEER	75/385,416	03NO1997
WARNER'S LEAVE IT TO NATURE	75/649,956	01MR1999
WARNER'S MAKE MINE DIAMONDS	75/400,048	04DE1997

TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
WARNER'S METAL MANIA	75/649,954	01MR1999
WARNER'S MIXED BOUQUET	75/385,407	03NO1997
WARNER'S NAKED COTTON	75/503,139	16JE1998
WARNER'S NAKED COVER	75/403,541	02DE1997
WARNER'S NAKED LACE	75/403,542	02DE1997
WARNER'S NAKED LEAF	75/405,993	16DE1997
WARNER'S NAKED TRUTH	75/215,764	19DE1996
WARNER'S NET-WORK NUDES	75/510,267	29JE1998
WARNER'S NUDE EXPRESSIONS	75/389,495	04NO1997
WARNER'S ON THE DOUBLE	75/351,775	04SE1997
WARNER'S PETITES	75/553,995	16SE1998
WARNER'S PURE ADVANTAGES	75/435,850	17FE1998
WARNER'S PURE ADVANTAGES	75/977,869	17FE1998
WARNER'S PURE BENEFITS	75/435,051	17FE1998
WARNER'S PURE BRILLIANCE	75/424,724	28JA1998
WARNER'S PURE PLEASURES	75/435,052	17FE1998
WARNER'S SATIN STRIPES	75/334,069	01AU1997
WARNER'S SHEER & LACY	75/384,198	03NO1997
WARNER'S SHEER HEAVEN	75/248,423	12FE1997
WARNER'S SHEER TAPESTRY	75/424,585	28JA1998
WARNER'S SHEERS & STRIPES	75/499,487	10JE1998
WARNER'S SOMETHING COMFORTABLE	75/598,287	02DE1998
WARNER'S THE CHARMERS	75/649,198	03MR1999
WARNER'S TOMORROW'S BRA	75/161,697	06SE1996
WARNER'S TOTALLY SEAMLESS	75/400,046	04DE1997
WARNER'S VELVET BEWARE	75/245,853	13FE1997
WARNER'S VERY LACY	75/248,503	12FE1997

TRADEMARK -----	CURR APP NO -----	CUR APP DT -----
WARNER'S WAIST TRIMMER	75/325,379	16JL1997
WARNER'S.COM	74/726,811	08SE1995
WARNERS.COM	75/458,918	30MR1998
WHAT'S THE SCOOP?	75/501,067	12JE1998
WILD ABOUT U-NECK	75/488,168	20MY1998
WOMANUNDERCOVER	75/045,630	18JA1996

25MR1999 16 57 PAGE: 1

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TRADEMARK

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CUR APP DT

A LITTLE NIGHT VELVET

16MR1999

BODYSLIP

DARING VELVET

16MR1999

DELICATE CONTROL

FREESTYLE

FRESH SIZZLES

16MR1999

GOOD TIME COTTON

16MR1999

HOT HOT HOT PANTS (STYLIZED)

IT STARTED WITH THE HIPSLIP

MERRY VELVET

16MR1999

NEW DIMENSIONS

NOT SO INNOCENT VELVET

16MR1999

SIZZLING FLOWERS

16MR1999

SOFT SIZZLES

16MR1999

SPRINT

THERMASPORT

16MR1999

VAN RAALTE SIZZLE SHAPES

16MR1999

VINTAGE LACE

WARNER'S A LITTLE VELVET

16MR1999

WARNER'S FRESH FLOWERS

WARNER'S SHEER BRILLIANCE

16MR1999

WARNER'S SIMPLE LUXURIES

16MR1999

WARNER'S SPORTY CASUALS

16MR1999

WARNER'S SPORTY COMFORT

16MR1999

WARNER'S SPORTY NATURALS

16MR1999

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U.S. TRADEMARK ASSIGNMENT

WHEREAS, WARNACO INC., a corporation organized and existing under the laws of the State of Delaware, having a place of business and offices at 90 Park Avenue, New York, New York 10016 and 325 Lafayette Street, Bridgeport, Connecticut 06601 ("Assignor"), is the owner of all right, title and interest to the trademarks, service marks and trademark and service mark applications and registrations listed on Schedule A annexed hereto (collectively the "Trademarks") and all related goodwill; and

WHEREAS, WARNACO U.S., INC. (formerly ML, Inc.), a corporation organized and existing under the laws of the State of Delaware, having its principal place of business at 325 Lafayette Street, Bridgeport, Connecticut 06601 ("Assignee"), is desirous of acquiring the Trademarks and the goodwill associated therewith and all variations and combinations thereof, including all those not yet developed (hereinafter all collectively the "Marks");

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby sets over, assigns and transfers to Assignee, all right, title and interest in and to all of the Marks, together with the goodwill associated therewith, including the U.S. Applications and Registrations set forth on Schedule A, all income, royalties, damages and payments now or hereafter due or payable in respect to the Marks, and all causes of action (in law or in equity) and the right to sue, counterclaim and recover for past, present or future infringement of the Marks and the rights thereto.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be signed

in its corporate name by its duly authorized officer this 30th day of December, 1998.

WARNACO INC.

By: _____

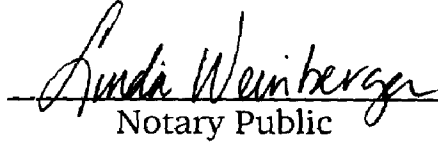
Stanley P. Silverstein

Vice President, Secretary and General
Counsel

STATE OF NEW YORK)
)ss.:
COUNTY OF NEW YORK)

ACKNOWLEDGMENT

On this 30th day of December, 1998, before me came Stanley P. Silverstein, who stated that he is the Vice President and Secretary of Warnaco Inc. and acknowledged that he executed the above instrument as the act and deed of Warnaco Inc. with full authority to do so.


Notary Public

LINDA WEINBERGER
Notary Public, State of New York
No. 31-4703579
Qualified in New York County
Certificate filed in New York County
Commission Expires July 31, 1999