



Schedule A

<u>MARK</u>	<u>SERIAL NO.</u>	<u>APPLICATION DATE</u>
A LITTLE NIGHT VELVET	75/661,198	March 16, 1999
DARING VELVET	75/661,195	March 16, 1999
FRESH SIZZLES	75/661,199	March 16, 1999
GOOD TIME COTTON	75/661,178	March 16, 1999
MERRY VELVET	75/661,196	March 16, 1999
NEW DIMENSIONS	75/669,560	March 29, 1999
NOT SO INNOCENT VELVET	75/661,194	March 16, 1999
SIZZLING FLOWERS	75/661,177	March 16, 1999
SOFT SIZZLES	75/661,175	March 16, 1999
THERMASPORT	75/661,180	March 16, 1999
VAN RAALTE SIZZLE SHAPES	75/661,176	March 16, 1999
WARNER'S A LITTLE VELVET	75/661,197	March 16, 1999
WARNER'S FRESH FLOWERS	75/649,199	March 3, 1999
WARNER'S SHEER BRILLIANCE	75/661,183	March 16, 1999
WARNER'S SIMPLE LUXURIES	75/661,184	March 16, 1999
WARNER'S SPORTY CASUALS	75/661,182	March 16, 1999
WARNER'S SPORTY COMFORT	75/661,181	March 16, 1999
WARNER'S SPORTY NATURALS	75/661,179	March 16, 1999

CONFIRMATORY 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, effective on and as of December 30, 1998, 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 30<sup>th</sup> day of December, 1998.

WARNAGO INC.

By: \_\_\_\_\_

Stanley P. Silverstein

Vice President, Secretary and General  
Counsel

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

ACKNOWLEDGMENT

On this 30<sup>th</sup> 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.

Linda Weinberger  
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

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