U.S. Department of Commerce 11-19-2003 FORM PTO-1618A Patent and Trademark Office **TRADEMARK** 2013 MAY 27 M 11:(3) 102604426 RECORDATION FORM COVER SHEET TRADEMARKS ONLY TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies). Submission Type Conveyance Type 5-27-03 License ✓ New Assignment Resubmission (Non-Recordation) Security Agreement **Nunc Pro Tunc Assignment** Document ID # **Effective Date** Month Day Year Merger **Correction of PTO Error** Reel # Frame # **Change of Name Corrective Document** Reel # Frame # Other Conveying Party Mark if additional names of conveying parties attached **Execution Date** Month Day Year Name Accessory Network Group, Inc. 2003 80 Formerly Individual Limited Partnership General Partnership Corporation **Association** Other Citizenship/State of Incorporation/Organization **Receiving Party** Mark if additional names of receiving parties attached Name ANG Acquistion LLC DBA/AKA/TA Composed of Address (line 1) 350 Fifth Avenue Address (line 2) Address (line 3) | New York New York 10118 State/Country Zip Code Individual If document to be recorded is an **Limited Partnership** General Partnership assignment and the receiving party is not domiciled in the United States, an Corporation **Association** appointment of a domestic representative should be attached. Other Limited Liability Company (Designation must be a separate document from Assignment.) Citizenship/State of Incorporation/Organization New York 05/28/2003 LMUELLER 00000215 76459391 FOR OFFICE USE ONLY

Public burten reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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| FORM PTO-1 | 618B | Page 2 | U.S. Department of Commerce Patent and Trademark Office TRADEMARK |
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| Domestic Re | presentative Name | e and Address Enter for the first Rec | ceiving Party only. |
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| Address (line 2) | | | |
| Address (line 3) | | | |
| Address (line 4) | | | |
| Correspond | ent Name and Add | ress Area Code and Telephone Number 21 | 2-684-3900 |
| Name [| Gottlieb, Rackma | n & Reisman P.C. | |
| Address (line 1) | 270 Madison Aven | nue | |
| Address (line 2) | 8th Floor | | |
| Address (line 3) | New York, New Yo | ork 10016 | |
| Address (line 4) | Attn: David S. | Kashman | |
| Pages | | r of pages of the attached conveyance doc nents. Attorney Docket No. 1966/14 | |
| Trademark A | including any attachm | | Mark if additional numbers attached |
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| | emark Application Nu | | ration Number(s) |
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| 76/459,392 | 76/108,159 | 76/407,273 2,200,231 2 | 1,385,237 |
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| attac | | and belief, the foregoing information is true and of the original document. Charges to deposit Ad | |
| | David S. Kashman | Xavid N Coslin | ion MAY 22,2003 |
| Name | of Person Signing | Signature ["] | Date Signed |

FORM PTO-1618C Expires 06/30/99 OMB 0651-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

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| Trademark Application Number(s) 76/282,835 76/379,031 76/282,834 75/495,755 | Registration Number 1,542,088 1,997,303 2,006,569 | 1,924,340 |
| Trademark Application Number(s) 76/282,835 76/379,031 76/282,834 75/495,755 76/216,872 76/331,709 | Registration Number 1,542,088 1,997,303 1,323,255 2,006,569 1,547,387 2,605,582 | (r(s) 1,901,208 1,924,340 1,882,088 |
| Trademark Application Number(s) 76/282,835 76/379,031 76/282,834 75/495,755 76/216,872 76/331,709 76/158,917 78/224,640 | Registration Number 1,542,088 1,997,303 1,323,255 2,006,569 1,547,387 2,605,582 2,276,531 1,972,242 | 1,901,208 1,924,340 1,882,088 2,090,700 |

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| Corporation Association | not domiciled in the United States, an appointment of a domestic |
| Other | representative should be attached (Designation must be a separate document from the Assignment.) |
| Citizenship/State of Incorporation/Organization | |
| Trademark Application Number(s) or Registra | ition Number(s) Mark if additional numbers attached |
| | Number (DO NOT ENTER BOTH numbers for the same property). |
| Trademark Application Number(s) | Registration Number(s) |
| | 2,636,663 1,880,639 2,184,967 |
| | 1,898,960 2,564,589 2,290,499 |
| | 2,302,835 2,298,966 1,784,227 |
| | 2,302,834 2,037,808 2,276,390 |
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| | 1,843,650 1,869,684 2,408,948 |
| | 1,843,650 1,869,684 2,408,948 1,797,923 2,554,047 2,227,451 |

ASSIGNMENT OF U.S. TRADEMARKS

WHEREAS, ACCESSORY NETWORK GROUP, INC., a corporation organized and existing under the laws of the State of New York, U.S.A. (hereinafter "Assignor"), conducts an ongoing and existing business, with its chief executive office at 350 Fifth Avenue, New York, New York 10118, U.S.A., and is the owner of the entire right, title and interest in and to certain trademarks, including the U.S. applications and registrations therefor, as listed in Schedule A attached hereto (hereinafter referred to

whereas, ANG ACQUISITION LLC, a limited liability company organized and existing under the laws of the State of New York, U.S.A. (hereinafter "Assignee"), with its chief executive office at 350 Fifth Avenue, New York, New York 10118, U.S.A., is the successor to the ongoing and existing business of Assignor, and is desirous of acquiring all of the right, title and interest of ASSIGNOR in and to the U.S. TRADEMARKS and the U.S. applications and registrations therefor, together with the goodwill of the business symbolized by the U.S. TRADEMARKS;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor has sold, assigned and transferred, and by these presents does hereby sell, assign and transfer unto Assignee, its successors, assigns or other legal representatives, Assignor's entire right, title and interest, including

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collectively as the "U.S. TRADEMARKS"); and

common law rights, in and to said U.S. TRADEMARKS and the U.S. applications and registrations therefor, together with the goodwill of the business in connection with which the U.S. TRADEMARKS are used, including the right to sue for and collect damages for past infringement of said U.S. TRADEMARKS.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed by a duly authorized corporate officer, as of the date written below.

ACCESSORY NETWORK GROUP, INC.

By:____

Name:

(-95 F

Dated: April , 2003

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

On this Shh day of April, 2003, before me personally came

Told Wahn, to me known, who, being duly sworn, did depose and say
that he is the Itesident of ACCESSORY NETWORK GROUP, INC., the
corporation described in and which executed the foregoing instrument; and that he
signed his name thereto by authority of the Board of Directors of said corporation.

Notary Public

CHESTER P. LUSTGARTEN
Notary Public, State of New York
No. 2LU4649104
Qualified in Kings County
Commission Expires June 30, 2003

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SCHEDULE A

Trademark Report by Mark

Country: US

LIST OF TRADEMARKS AND APPLICATIONS

Printed: 4/3/2003

| COUNTRY | REFERENCE# | FILED | APPL# | REGDT | REG# | STATUS | CLASSES |
|-----------------------------|----------------|--------------|--------------------------------------|------------|------------|-------------|---------------|
| 0.1 | | | | | | | |
| UNITED STATES | T23567U900 | 10/15/2002 | 76/459,391 | | | PENDING | 18,26 |
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| 03 | | 10/15/50 | | | | | |
| UNITED STATES | T23566US00 | 10/15/2002 | 76/459,392 | | | PENDING | 18,25 |
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| UNITED STATES | T23585US00 | 10/15/2002 | 78/469,393 | | | PENDING | 18,25 |
| ACCESSORY HE | ADQUARTERS | | | | | | |
| UNITED STATES | 1966/0083 | 4/1/1997 | 75/267,534 | 7/2/2002 | 2,588,672 | REGISTERED | 18,25 |
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| UNITED STATES | 1966/0021 | 8/30/1996 | 75/159,848 | 10/27/1998 | 2,200,231 | REGISTERED | 18 |
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| UNITED STATES | 1966/0027 | 10/27/1992 | 326,087 | 11/14/1995 | 1,935,758 | REGISTERED | 18,26 |
| ACCESSORY ZO | NE | | | | | | |
| UNITED STATES | 1966/0084 | 4/1/1997 | 75/267,247 | 6/25/2002 | `2,585,582 | REGISTERED | 18,26 |
| UNITED STATES | 1966/0078 | 8/12/1998 | 75/535,077 | | | PENDING | 14.16,18 |
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| ANG & DESIGN | | | | | | | |
| UNITED STATES | 1966/0144 | 12/6/2000 | 76/176,794 | 10/15/2002 | 2,636,769 | REGISTERED | 18,25 |
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| UNITED STATES | 1966/0145 | 12/6/2000 | 76/175,795 | 10/15/2002 | 2,836,770 | REGISTERED | 18,25 |
| ANIMATIONS | | | | | | | |
| UNITED STATES | 1966/0095 | 7/25/1991 | 74/188,308 | 2/9/1993 | 1.761,945 | REGISTERED | 25 |
| UNITED STATES | T22083US1 | 8/14/2000 | 76/108,159 | | | PENDING | 18 |
| BAGLAND | | | | | | | |
| UNITED STATES | 1966/0004 | 7/26/1985 | 649,929 | 3/4/1986 | 1.385,237 | REGISTERED | 18 |
| BASIC FOURTH | Clauren. | | | | | | |
| BASIC EQUIPMI UNITED STATES | 1986/0003 | 5/1/1987 | 658,393 | 2/9/1988 | 4.475.020 | DE CONTROLL | |
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| UNITED STATES | 1966/0024 | 4/28/1986 | 73/725,236 | 6/30/1989 | 1,542,088 | REGISTERED | 18 |
| CARPETBAGS O | F AMERICA & DE | SIGN | | | | | |
| UNITED STATES | 1966/0026 | 4/8/1983 | 73/420,73 | 3/5/1985 | 1,323,256 | REGISTERED | 18 |
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| UNITED STATES | 1966/0026 | 9/22/1988 | 73/533,339 | 7/11/1989 | 1,547,387 | REGISTERED | 18 |

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| UNITED STATES | 1966/0112 | 9/2/1997 | 76/350,159 | 9/7/1999 | 2,276,531 | | REGISTERED | 14,28 |
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| UNITED STATES | 1968/0122 | 4/18/2000 | 76/027,917 | 7/3/2001 | 2,466,721 | | REGISTERED | 18 |
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| UNITED STATES | 1966/0096 | 8/9/1991 | 74/193,287 | 11/10/1992 | 1,731,219 | | REGISTERED | 25 |
| UNITED STATES | 1966/0097 | 10/24/1988 | 73/759,168 | 6/6/1989 | 1,542,670 | | REGISTERED | 26 |
| UNITED STATES | T22085US2 | 8/14/2000 | 76/108,158 | | | | PENDING | 18 |
| DURALON | | | | | | | | |
| UNITED STATES | 1966/0037 | 10/26/1993 | 74/452,066 | 8/27/1996 | 1,997,303 | | REGISTERED | 18 |
| EXCEEDING EXI | PECTATIONS | | | | | | | |
| UNITED STATES | T22827US01 | 9/23/2002 | 76/455,370 | | | | PENDING | 18 |
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| UNITED STATES | T23569US00 | 5/9/2002 | 76/407,273 | ~ | | | ALLOWED | 24 |
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| UNITED STATES | 1966/0098 | 2/22/1994 | 74/492,867 | 10/18/1998 | 2,006,569 | | REGISTERED | 25 |
| UNITED STATES | 1966/0142 | 8/14/2000 | 76/108,160 | 8/6/2002 | 2,605,582 | | REGISTERED | 18 |
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| UNITED STATES | T23572U900 | 9/4/2002 | 76/447,009 | | | | PENDING | 18,25 |
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| UNITED STATES | 1966/0132. | 7/10/2000 | 76/084,426 | 11/13/2001 | 2,608,168 | | REGISTERED | 26 |
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| UNITED STATES | 1966/0136 | 7/10/2000 | 76/084,425 | 3/12/2002 | 2,548,414 | L | REGISTERED | ę |
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| INITED STATES | T22832U90 | 7/11/2001 | 76/282,835 | | | | PENDING | 18,26 |
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| NITED STATES | 1 960 /0128 | 3/13/1991 | 74/147,317 | 10/3/1995 | 1,924,340 |) | REGISTERED | 09,14,26 |
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| AURA TYLER | | | | | | | | |
| UTED STATES | 1988/0099 | 2/25/1894 | 74/494,378 | 3/7/1995 | 1,882,088 | 3 | REGISTERED | 14,18,26 |

| MAGIC GLOVE | Page 3 CLASSES 25 |
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| UNITED STATES 1968/0120 3/18/1896 76/074,539 8/26/1997 2.090,700 REGISTERED MAIN TERMINAL UNITED STATES 1998/0121 3/26/1999 78/668,224 1/8/2001 2,419,980 REGISTERED MODERN EDGE UNITED STATES 1968/0100 6/12/1997 76/290,420 8/16/1998 2,185,732 REGISTERED MODERNEDGE UNITED STATES 1968/0094 10/30/1997 75/391,869 12/31/2002 2,869,409 REGISTERED PAC GADGETS UNITED STATES T22839US0 2/28/2001 76/216,872 PENDING PACK N GO UNITED STATES T22840US0 11/8/2000 76/168,917 PENDING PLEASE KNOCK & DESIGN UNITED STATES T22830US0 9/14/2000 76/122,054 PENDING PLEASE KNOCK & DESIGN UNITED STATES T22830US0 9/14/2000 76/132,054 10/16/2002 2,836,663 REGISTERED POTTER & SMITH UNITED STATES 1968/0102 5/31/1994 74/531,351 6/13/1995 1,898,980 REGISTERED PROWORKS UNITED STATES 1968/0114 4/16/1998 76/466,180 12/21/1999 2,302,835 REGISTERED RUGGED FOR LIFE UNITED STATES T23570U900 76/379,031 ALLOWED SARAH MORGAN | 16 |
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| UNITED STATES T23570USQ0 76/379,031 ALLOWED SARAH MORGAN | |
| SARAH MORGAN | |
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| JNITED STATES 1966/0103 7/25/1991 74/188,306 7/5/1994 1,843,650 REGISTERED | |
| | 18 |
| JNITED STATES 1986/0104 1/25/1993 74/351,978 10/12/1993 1,797,923 REGISTERED | 25 |
| INITED STATES 1966/0106 7/5/1991 74/182,351 10/18/1894 1,858,182 REGISTERED | 25 |
| KID-FREES | |
| NITED STATES T22846US0 6/4/1998 75/495,755 PENDING | 2: |
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| LING SAC | |
| NITED STATES 1966/0043 11/18/1994 74/480,449 2/28/1995 1,860,639 REGISTERED | 11 |
| PLENDID STYLE | |
| HITED STATES 1966/0139 12/11/2000 76/178,289 4/23/2002 2,684,589 REGISTERED | |

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| Trademark Report by A | Mark | | A | | P | rinted: 4/3/2003 | Page 4 |
|-----------------------|-------------|---------------------------------------|---------------|------------|-----------|--------------------|----------|
| COUNTRY | REFERENCE# | FILED | APPL# | REGOT | REG# | SUTATE | CLASSES |
| SPRAY 'N PLAY | | | | | | | |
| UNITED STATES | 1966/0113 | 5/12/1998 | 75/483,798 | 12/7/1999 | 2,298,966 | REGISTERED | 21,26 |
| TECHSTATION | | | | | | | |
| UNITED STATES | T22848US0 | 10/31/2001 | 76/331,709 | | | PENDING | 09,16,18 |
| THE EAT MY FE | et friends | | | | | | |
| UNITED STATES | T23571US00 | 3/12/2003 | 78/224,640 | | | PENDING | 25 |
| THE ORIGINAL | MIRACLE BAG | | | | | | |
| UNITED STATES | 1966/0062 | 4/21/1995 | 74/682,116 | 2/11/1997 | 2,037,808 | REGISTERED | 18 |
| THE POWER OF | ME | | | | | | |
| UNITED STATES | T23568U900 | 8/19/2002 | 76/442,700 | | | PENDING | 18,26 |
| TRAIL'S END | | | | | | | |
| UNITED STATES | 1966/0107 | 7/12/1993 | 74/411,423 | 12/27/1994 | 1,869,884 | REGISTERED | 26 |
| UNITED STATES | 1966/0140 | 8/14/2000 | 76/108,162 | 3/26/2002 | 2,554,047 | REGISTERED | 18 |
| TRAIL'S END & I | DESIGN | | | | | | |
| UNITED STATES | 1966/0108 | 7/21/1987 | 73/673,598 | 2/23/1988 | 1,477,862 | REGISTERED | 25 |
| TRUNKABLES | | | | | | | |
| UNITED STATES | T22829US0 | 7/10/2000 | 76/084,500 | | | PENDING | 18 |
| URBAN COUNTE | RY | | | | | | |
| UNITED STATES | 1966/0119 | 1/21/1997 | 75/228,746 | 8/25/1998 | 2,184,967 | REGISTERED | 18,25 |
| URBAN PERFOR | MANCE | | | | | | |
| UNITED STATES | 1966/0116 | 10/30/1997 | 75/382,272 | 11/2/1999 | 2,290,499 | REGISTERED | 18 |
| XSRE | | | | | | | |
| UNITED STATES | 1966/023 | 12/3/1992 | 74/336,842 | 7/27/1993 | 1,784,227 | REGISTERED | 25 |
| UNITED STATES | 1966/0118 | 3/26/1997 | 75/264,126 | 9/7/1999 | 2,276,390 | REGISTERED | 26,21,25 |
| JNITED STATES | 1986/0023 | 2/9/1996 | 74/631,824 | 11/28/2000 | 2,408,948 | REGISTERED | 14,18 |
| XSRE & DESIGN | ſ | • | | | | | |
| INITED STATES | 1966/0117 | 7/17/1997 | 75/325,781 | 3/2/1999 | 2,227,451 | REGISTERED | 25,21,26 |
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RECORDED: 05/27/2003