1/6/5

Form **PTO-1594** (Rev. 06/04) OMB Collection 0651-0027 (exp. 6/30/2005) 01-12-2005

U.S. DEPARTMENT OF COMMERCE
States Patent and Trademark Office

TR/						
To the Director of the U. S. Patent and Trademark Office.	nts or the new address(es) below.					
1. Name of conveying party(ies)/Execution Date(s):	2. Name and address of receiving party(ies)					
Badgley Mischka Licensing LLC	Additional names, addresses, or citizenship attached?					
	Name: UCC Funding Corporation					
Individual(s) Association	Internal Address:_40th Floor					
General Partnership Limited Partnership						
Corporation-e	Street Address: 1330 Avenue of the Americas					
Other Limited Liability Company	City: New York					
Citizenship (see guidelines)USA	State: New York					
Execution Date(s)11/09/2004	Country: DE/USA Zip: 16019					
Additional names of conveying parties attached? Yes						
	Limited Partnership Citizenship					
3. Nature of conveyance:	Corporation Citizenship Delaware					
Assignment Merger	Other Citizenship					
Security Agreement Change of Name	If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No					
XX Other Security Interest	(Designations must be a separate document from assignment)					
4. Application number(s) or registration number(s) and A. Trademark Application No.(s) 78/301,227 and 78/340,139	B. Trademark Registration No.(s)					
707301,227 and 707340,137	Additional sheet(s) attached? ₩ Yes No					
C. Identification or Description of Trademark(s) (and Filing "BADGLEY MISCHKA" and "BADGLEY MISCHKA" 09/16/2003 12/12/2003	Date if Application or Registration Number is unknown):					
5. Name & address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved:					
Name: Kristie Rubendunst, Legal Assistant						
Internal Address: Littman Krooks LLP	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00					
20th Floor	Authorized to be charged by credit card Authorized to be charged to deposit account					
Street Address: 655 Third Avenue	I Enclosed					
City: Nov. York	8. Payment Information:					
City: New York Zip: 10017	a. Credit Card Last 4 Numbers					
Phone Number: 212–490–2020						
Fax Number: 212-490-2990	b. Deposit Account Number					
Email Address: krubendunst@1k11p.com	Authorized User Name					
9. Signature: Fistic Fisher demot Signature	b. Deposit Account Number Authorized User Name January 5.2005 Date					
Talkristie Rubendunst, Legal Assistant						
Name of Person Signing	Total number of pages including cover sheet, attachments, and document:					

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 003103 FRAME: 0709

A. NAME & PHONE OF C	CONTACT AT FILE			v.	C.C	DEPARTMENT : FILING SEC 06:41 PM 11/0	TION	
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Badgley Mis	chka Licensii	ng LLC						
OR 16. INDIVIDUAL'S LAST	NAME		FIRST NAME		MIDDLE NAME		SUF	FFIX
215 West 40th			New York	N	NY 10018		U.	UNTRY S
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	10. TYPE OF ORGANIZATION LLC	11. JURISDICTION OF ORGANI Delaware		ORGA 3707	NIZATIONAL ID#, if any 730		NON
2. ADDITIONAL DEBTO 28. ORGANIZATIONS		LEGAL NAME - insert only one o	lebtor náme (2s or 2b) - do not abb	reviste or combine names				
OR 26 INDIVIDUAL'S LAS	T NAME		FIRST NAME	MIC	DOLE N	IAME	SUF	FFIX
2c MAILING ADDRESS			ату	STA	ATE	POSTAL CODE	COI	UNTRY
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3. SECURED PARTY	NAME		P) - insert only <u>que</u> secured party nerr	ne (3a or 3b)				
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5. ALTERNATIVE DESIGNATION [if applicable]: LESSEFILESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER	AG. LIEN NON-UCC FILING
6. This PINANCERS STATEMENT is to be filed flor record) (or recorded) in the REAL /7, Check to REQUEST SEARCH REPORT(5) on Obition(8) ESTATE RECORDS. Affect Addendum [If estaticable] ADDITIONAL FEEL Joctional	All Debtors Debtor 1 Debtor 2
8. OPTIONAL FILER REFERENCE DATA	F#108148
Filed with: DE - Secretary of State	A#187296

FILING OFFICE COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

SCHEDULE A

The Collateral includes all assets of Debtor, including the following Badgley Mischka trademark applications/registrations:

<u>Mark</u>	Class	App.#	App. Date
Badgley Mischka	3	78/340,139	12/12/2003
Badgley Mischka	25	78/301,227	09/16/2003
Badgley Mischka	25	52911/94	05/31/1994

RECORDED: 01/06/2005

TRADEMARK REEL: 003103 FRAME: 0711