

TRADEMARK ASSIGNMENT

Electronic Version v1.1

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SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Nevada Apparel Corp.		08/28/2006	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Arcadia Group Brands Limited
Street Address:	Colegrave House, 70 Berners Street
City:	London
State/Country:	UNITED KINGDOM
Postal Code:	W1T 3NL
Entity Type:	COMPANY: UNITED KINGDOM

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	78190311	TOPSHOP
Serial Number:	78784641	T'S BY TOPSHOP

CORRESPONDENCE DATA

Fax Number: (312)577-8994

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312-902-5200

Email: deborah.wing@kattenlaw.com

Correspondent Name: Katten Muchin Rosenman LLP

Address Line 1: 525 West Monroe Street

Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER:

333842-7/NEVADA-ARCADIA

DOMESTIC REPRESENTATIVE

Name: Katten Muchin Rosenman LLP

Address Line 1: 525 West Monroe Street

900056805

TRADEMARK
REEL: 003379 FRAME: 0815

CH \$65.00 78190311

Address Line 4: Chicago, ILLINOIS 60661

NAME OF SUBMITTER:

Deborah Wing

Signature:

/DAW/

Date:

08/29/2006

Total Attachments: 2

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ASSIGNMENT

This Assignment is effective this 28 day of August, 2006 ("Effective Date"), between **NEVADA APPAREL CORP.** ("Assignor") and **ARCADIA GROUP BRANDS LIMITED** ("Assignee").

RECITALS

A. **WHEREAS**, Assignor has adopted and used the marks TOPSHOP and T'S BY TOPSHOP (collectively, the "Marks") in the United States in connection with apparel since at least as early as 2001;

B. **WHEREAS**, Assignor owns the entire right, title and interest in and to the following trademark applications (the "Applications") in the United States Patent and Trademark Office ("USPTO") and the Canadian Trade-marks Office:

(i) U.S. Application Serial Number 78/190,311 for the mark TOPSHOP in connection with "women's clothing, namely skirts dresses, pants, tops and jackets";

(ii) U.S. Application Serial Number 78/784,641 for the mark T'S BY TOPSHOP in connection with "T-shirts, tops and other women's apparel"; and

(iii) Canadian Application Serial Number 1,294,134 for the mark TOPSHOP in connection with "women's clothing, namely skirts, dresses, pants and jackets;"

C. **WHEREAS**, Assignor and/or a third party under its control own(s) the entire right, title and interest in and to the domain names TOPSHOPUS.COM, TS-BY-TOPSHOP.COM, and TOPSHOPWHOLESALE.COM (collectively, the "Domain Names"); and

D. **WHEREAS**, Assignee desires to acquire from Assignor, and Assignor desires to grant to Assignee, all of Assignor's right, title and interest in and to the Marks, the Applications and the Domain Names, together with any and all goodwill of Assignor symbolized by same and connected with the use thereof, and all rights to assign and transfer interest thereto;

NOW, THEREFORE, in consideration of the mutual promises, covenants, representations, and agreements contained herein, and for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

Assignor hereby grants, conveys, assigns, transfers and quitclaims to Assignee (or Assignee's nominated designee), by execution hereof, any and all of Assignor's right, title and interest in and to the Marks, the Applications and the Domain Names, together with any and all goodwill of Assignor symbolized by same and connected with the use thereof, the goodwill of the portion of Assignor's business to which the Marks relate as successor thereto, the right to sue and recover for past infringements thereof, the right and interest in and to any and all proceeds therefrom, and the right to assign and transfer any rights and interests thereto.

NEVADA APPAREL CORP.

Signed: _____

Name: _____

Title: _____

Date: _____

SUBSCRIBED AND SWORN TO
before me this 28th day of August, 2006.

Rosemary C. O'Neill
Notary

ROSEMARY C. O'NEILL
NOTARY PUBLIC, State of New York
No. 010N5039914
Qualified in Kings County
Commission Expires _____

ROSEMARY C. O'NEILL
NOTARY PUBLIC, State of New York
No. 010N5039914
Qualified in Kings County
Commission Expires 3/12/07