

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	04/19/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Europe Craft Imports, Inc.		05/21/2007	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Members Only Licensing Group LLC
Street Address:	525 Seventh Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10010
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1376674	
Registration Number:	1086489	MEMBERS ONLY

CORRESPONDENCE DATA

Fax Number: (212)813-9600
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: lsmith@creativity-law.com
 Correspondent Name: Laura E. Smith Kalow & Springut
 Address Line 1: 488 Madison Avenue
 Address Line 2: 19th Floor
 Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	MEMBERS 019
NAME OF SUBMITTER:	Laura E. Smith

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**TRADEMARK
 REEL: 003641 FRAME: 0528**

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Signature:

/LES/

Date:

10/17/2007

Total Attachments: 3

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TRADEMARK ASSIGNMENT

WHEREAS, Europe Craft Imports, Inc. a corporation organized and existing under the laws of New Jersey having a principal place of business at 525 Seventh Avenue, New York, New York 10010 (“Assignor”), is the owner of the “MEMBERS ONLY” trademark and the registration(s) listed in Schedule A attached hereto (the “Trademarks”).

WHEREAS, Members Only Licensing Group, LLC, a Limited Liability Company organized and existing under the laws of the State of New York having a principal place of business at 525 Seventh Avenue, New York, New York 10010 (“Assignee”), is desirous of acquiring the right, title and interest in, to and under the Trademarks and the goodwill of the business and concerning the goods and services relating thereto.

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, as of April 19, 2007, Assignor has sold, assigned, transferred and set over, and does hereby sell, assign, transfer and set over to the Assignee the Trademarks and the goodwill of the business symbolized thereby, the same to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor, if the assignment and sale had not been made; together with all claims for damages by reason of past infringement of the Trademarks with the right to sue for, and

collect the same for its own use and enjoyment, and for use and enjoyment of its successors, assigns or other legal representatives.

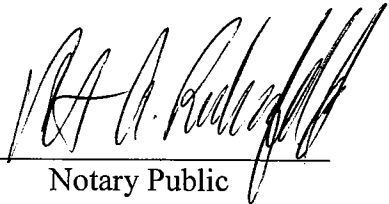
EUROPE CRAFT IMPORTS, INC.

By: Paul Specter
Authorized Agent

Dated: May 21, 2007

UNITED STATES OF AMERICA)
STATE OF NEW YORK) ss:
CITY OF NEW YORK)

BE IT REMEMBERED, that on the 21st day of May 2007, before me personally appeared Paul Spector, to me known, who acknowledged to me that he is the authorized agent of Europe Craft Imports, Inc. and that he executed the foregoing instrument on behalf of Europe Craft Imports, Inc. with full authority to do so.



Notary Public

ROBERT A. RUBENFELD
Notary Public, State of New York
No. 02RU4626020
Qualified in Westchester County
Certificate Filed in New York County
Commission Expires March 30, 2010