

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Betsey Johnson LLC		10/05/2010	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	BJ Acquisition LLC		
Street Address:	52-16 Barnett Avenue		
City:	Long Island City		
State/Country:	NEW YORK		
Postal Code:	11104		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	1509297	BETSEY JOHNSON	
Registration Number:	2706856	BETSEY JOHNSON	
Registration Number:	2855216	BETSEYVILLE BY BETSEY JOHNSON	
Registration Number:	3210939	BETSEYVILLE	
Registration Number:	3232866	BETSEY JOHNSON	
Registration Number:	3447088	BETSEY JOHNSON	
CORRESPONDENCE DATA			
Fax Number:	(202)739-3001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2027395987		
Email:	fgordon@morganlewis.com		
Correspondent Name:	Monique E. Liburd		
Address Line 1:	1111 Pennsylvania Avenue, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		

CH \$165.00 1509297

NAME OF SUBMITTER:	Felicia D. Gordon
Signature:	/Felicia D. Gordon/
Date:	10/08/2010
Total Attachments: 3 source=Trademark Assignment Betsey Johnson#page1.tif source=Trademark Assignment Betsey Johnson#page2.tif source=Trademark Assignment Betsey Johnson#page3.tif	

United States

TRADEMARK ASSIGNMENT

This Trademark Assignment is made by Betsey Johnson LLC, a limited liability company organized and existing under the laws of Delaware, U.S.A. and having its principal place of business at 498 Seventh Avenue, New York, NY 10018, U.S.A. (hereinafter "Assignor"), in favor of BJ Acquisition LLC, a limited liability company existing under the laws of Delaware, located at 52-16 Barnett Avenue, Long Island City, NY 11104, U.S.A. (hereinafter "Assignee").

WHEREAS, the Assignor was the owner of the Marks listed on the attached Schedule and the goodwill of the business associated with the Marks, and desires to confirm having assigned all of its right, title, and interest in and to the Marks along with the associated goodwill to Assignee, pursuant to a Restructuring Agreement among the Assignor, Assignee and other parties, dated October 5, 2010.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, transfers, and conveys, and confirms having assigned, transferred and conveyed, to Assignee, effective as of October 5, 2010, its entire right, title and interest in and to Marks, and their associated goodwill, including the right to sue for and receive all damages from past infringements of the Marks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

[Signature on the next page]

IN WITNESS WHEREOF, Assignor has executed this Assignment Agreement effective as of the Effective Date.

BETSEY JOHNSON LLC

By: Susan Falk

Name: SUSAN FALK

Title: CEO

State of New York)
County of New York)

On this 4 day of October, 2010, before me, the undersigned notary public, personally appeared Susan Falk, ~~proved to me through satisfactory evidence of identification, which was~~ who is personally known to me, to be the person whose name is signed on the preceding document, and acknowledged to me that he signed it voluntarily for its stated purpose.

[affix seal]

Notary Public Donna A. Russo

My commission expires: 8/15/2013

Donna A. Russo
Notary Public, State Of New York
No. 01RU6131616
Qualified in Kings County
Commission Expires 8/15/2013

SCHEDULE

Mark	Reg. No	Status
BETSEY JOHNSON	1,509,297	Registered
BETSEY JOHNSON	2,706,856	Registered
BETSEYVILLE BY BETSEY JOHNSON	2,855,216	Registered
BETSEYVILLE	3,210,939	Registered
BETSEY JOHNSON	3,232,866	Registered
BETSEY JOHNSON	3,447,088	Registered