

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM509777

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	COURT ORDER		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Veronica Faye Kirzhner		08/06/2018	INDIVIDUAL:
RECEIVING PARTY DATA			
Name:	Titan Footwear, LLC		
Street Address:	15342 Graham Street		
City:	Huntington Beach		
State/Country:	CALIFORNIA		
Postal Code:	92649-1111		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4835242	IVY KIRZHNER	
Registration Number:	5023872	IVY KIRZHNER	
CORRESPONDENCE DATA			
Fax Number:	7027963502		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	702-796-3476		
Email:	pto@johnlambertsen.com		
Correspondent Name:	John C. Lambertsen		
Address Line 1:	6900 Westcliff Drive, Suite 104		
Address Line 4:	Las Vegas, NEVADA 89145-0195		
NAME OF SUBMITTER:	John C. Lambertsen		
SIGNATURE:	/johnclambertsen/		
DATE SIGNED:	02/12/2019		
Total Attachments: 5			
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OP \$65.00 4835242

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

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In re:

SAINT & LIBERTINE NEW YORK LLC, *et al.*,

Debtors.

Chapter 11
Case No. 18-42000 (NHL)
(Jointly Administered)¹

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**ORDER APPROVING SALE AND ASSUMPTION AND
ASSIGNMENT OF IVY KIRZHNER TRADEMARK
AND RELATED LICENSE**

Upon the motion, dated June 20, 2018 (Docket No. 33 in the Saint & Libertine New York LLC Case and Docket No. 28 in the Veronica Faye Kirzhner Chapter 11 case) of Saint & Libertine New York (“S&L”) and Veronica Faye Kirzhner (“Kirzhner”), the debtors and debtors in possession in the above-captioned jointly administered case (the “Debtors”) seeking the entry of an order (i) approving the sale and assumption and assignment of S&Ls exclusive right to license (the “License Right”) the Ivy Kirzhner trademark (the “Trademark”) to Titan Footwear, LLC (“Titan”) or its assignee pursuant to section 365(a) of title 11 of the United States Code (the “Bankruptcy Code”); (ii) approving the sale of the Trademark to Titan or its assignee pursuant to section 363(b), (f) and (m) of the Bankruptcy Code; and (iii) granting the Debtors such other and further relief as is just and proper (the “Motion”); and no objections to the Motion having been filed; and upon the record of the hearing held before this Court on July 19, 2018 (the “Hearing”), at which appeared Veronica Kirzhner (Debtor), Joel M Shafferman (counsel for Debtor), Hartley Bernstein (special litigation counsel to Debtor), and Marylou Martin (U.S. Trustee); and the

¹ The other debtor in possession in these jointly administered cases is Veronica Faye Kirzhner, Chapter 11, Case No. 18-42002 (NHL).

Motion having been amended on the record of the Hearing to provide that the consideration to be paid by Titan shall total \$250,000, rather than \$200,000, of which \$50,000 shall be specifically allocated for the payment of (i) United States Trustee quarterly fees and any interest applicable thereto, and (ii) allowed administrative expenses, including attorneys' fees incurred in connection with the above-referenced jointly administered Chapter 11 case; and no other or further notice need be given with respect to the Motion; and after due deliberation and sufficient cause appearing to approve the relief requested in the Motion; and it is further

FOUND, that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157(a) and 1334(b); and it is further

FOUND, the statutory predicates for the relief sought in the Motion and the basis for the approvals and authorizations contained in this Order are sections 105, 363(b), (f) and (m), and 365(a) of the Bankruptcy Code, Rules 2002 and 6004 of the Federal Rules of Bankruptcy Procedure, and Rules 6004-1 and 9006-1 of the Local Rules for the United States Bankruptcy Court for the Eastern District of New York; and it is further

FOUND, this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (N) and (O); and it is further

FOUND, venue of this case and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409; and it is further

FOUND, sufficient notice of the relief sought in the Motion has been given, and no further notice is required. A reasonable opportunity to object or be heard regarding the relief requested in the Motion has been afforded to interested persons and entities, including, but not limited to: (i) the Office of the United States Trustee; (ii) all parties that filed a notice of appearance and demand

for service of papers in this bankruptcy case under Bankruptcy Rule 2002; (iii) the Debtors' known creditors; and (iv) all known parties with liens on the Trademark; and it is further

FOUND, the consideration to be paid by Titan constitutes adequate and fair value for the License Right and the Trademark; and it is further

FOUND, Titan is a good faith purchaser of the License Right and the Trademark, and is therefore entitled to the protections of a good faith purchaser under section 363(m) of the Bankruptcy Code; and it is further

FOUND, Titan will be acting in good faith within the meaning of section 363(m) of the Bankruptcy Code in closing the transaction contemplated by the Motion; and it is further

FOUND, that good and sufficient reasons for approval of the sale of the License Right and the Trademark has been articulated, and the relief requested is in the best interest of the Debtors, their estates, their creditors, and other parties in interest.

NOW, THEREFORE, IT IS HEREBY

ORDERED, that, pursuant to sections 105(a) and 363(b) and 365(a), the Debtors are authorized to sell, transfer and assign (i) all of Kirzhner's interests in the Trademark and (ii) all of S&L's interest in the License, free and clear of any and all encumbrances of whatever kind or nature, if any, with such liens, claims and interests, if any, to attach to the proceeds of sale to the same extent, priority, and validity and in the same amount as they existed as of the Petition Date, and subject to all claims and defenses of the Debtors and their estates for \$250,000 (the Proceeds"); and it is further

ORDERED, that upon entry of this Order (i) all of Kirzhner's interests in the Trademark shall be transferred to Titan and (ii) S&L's interest in the trademark shall be transferred to Titan and said license shall cease to exist; and it is further

ORDERED, that the Proceeds shall be held in escrow with Bernstein Cherney LLP, the Debtors' special counsel, and shall not be distributed or allocated between the S&L and Kirzhner estates until further order of this Court; and it is further

ORDERED, that the Debtors are authorized to take all actions and execute all documents necessary or appropriate to effectuate the sale of the Trademark and assignment of the License Rights to Titan, consistent with this Order; and it is further

ORDERED, that upon entry of this Order and the occurrence of the closing of the sale of the Trademark and assignment of the License Rights to Titan, Titan shall be entitled to the protection of section 363(m) of the Bankruptcy Code; and the sale of the Trademark and assignment of the License Rights to Titan shall constitute a purchase in good faith for fair value within the meaning of section 363(m) of the Bankruptcy Code; and it is further

ORDERED, that the Bankruptcy Court shall retain jurisdiction to enforce the provisions of this Order and to resolve any disputes concerning this Order, the rights and duties of parties under this Order, or any other issues relating to this Order; and it is further

ORDERED, that the provisions of this Order authorizing the sale of the Trademark free and clear of encumbrances of whatever kind or nature, if any, shall be self-executing, and neither the Debtors nor Titan, as the case may be, shall be required to execute or file releases, termination statements, assignments, consents, or other instruments in order to effectuate, consummate and implement the provisions of this Order. However, the Debtors or Titan, as the case may be, and

each of their respective officers, employees and agents are hereby authorized and empowered to take all actions and execute and deliver any and all documents and instruments that either the Debtors or Titan, as the case may be, deem necessary or appropriate to implement and effectuate the terms of this Order; and it is further

ORDERED, that since no personally identifiable information of any individuals is being transferred as part of this transaction, the Debtors' request for the appointment of a consumer privacy ombudsman is deemed to be withdrawn; and it is further

ORDERED, that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry and the requirements of Bankruptcy Rule 6004(h) are hereby waived.

Dated: August 6, 2018
Brooklyn, New York



Nancy Hershey Lord

Nancy Hershey Lord
United States Bankruptcy Judge