PATENT ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

| SUBMISSION TYPE: | NEW ASSIGNMENT |
|-----------------------|----------------|
| NATURE OF CONVEYANCE: | ASSIGNMENT |

CONVEYING PARTY DATA

| Name | Execution Date |
|----------------------|----------------|
| Lisa A. Hendrickson | 07/30/2007 |
| James H. Gardner III | 07/30/2007 |
| Richard Adelman | 07/20/2007 |

RECEIVING PARTY DATA

| Name: | Mothers Work, Inc. |
|-----------------|------------------------|
| Street Address: | 456 North Fifth Street |
| City: | Philadelphia |
| State/Country: | PENNSYLVANIA |
| Postal Code: | 19123 |

PROPERTY NUMBERS Total: 1

| Property Type | Number |
|---------------------|----------|
| Application Number: | 11756242 |

CORRESPONDENCE DATA

Fax Number: (215)979-1020

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

Phone: 215-979-1863

Email: mlagrange@duanemorris.com

Correspondent Name: Gerald K. Kita, Customer No. 08933

Address Line 1: 30 South 17th Street

Address Line 4: Philadelphia, PENNSYLVANIA 19103-4196

| ATTORNEY DOCKET NUMBER: | D8114-00369 |
|-------------------------|----------------|
| NAME OF SUBMITTER: | GERALD K. KITA |

Total Attachments: 5

source=369Assign#page1.tif source=369Assign#page2.tif

PATENT 500331066 REEL: 019670 FRAME: 0495

796711.

JUPS HO

source=369Assign#page3.tif source=369Assign#page4.tif source=369Assign#page5.tif

Attorney Docket: D8114--00369

| | oner of Patents and Trademarks ginal documents or copy thereof. | |
|--|--|--|
| Name of conveying party(ies): | 2. Name and address of receiving party(ies): | |
| Lisa A. Hendrickson James H. Gardner, III | Name: Mothers Work, Inc. Internal Address: | |
| Richard Adelman Additional name(s) of conveying party(ies) attached? () Yes (x) No | Street Address: 456 North Fifth Street | |
| 3. Nature of conveyance: | Philadelphia, PA 19123 | |
| (X) Assignment () Merger () Security Agreement () Change of Name () Other | Additional name(s) and address(es) attached? () Yes (x) No | |
| Execution Date: 1) 7/30/07; 2) 7/30/07; 3) 7/20/07 | | |
| 4. Application number(s) or patent number(s): | | |
| If this document is being filed together with a new applic 1) 7/30/07; 2) 7/30/07; | | |
| A. Patent Application No.(s) | B. Patent No.(s) | |
| Additional numbers attac | ched: () Yes (x) No | |
| Name and address of party to whom correspondence concerning document should be mailed: | 6. Total number of applications and patents involved: (1) One | |
| Name: Gerald K. Kita | 7. Total fee (37 CFR 3.41)\$\frac{40.00}{20.00} | |
| Internal Address: | () Enclosed | |
| Street Address: Duane Morris LLP | (XX) Authorized to be charged to deposit account | |
| 30 South 17 th Street | 8. Deposit account number; 04-1679 | |
| City: Philadelphia State: PA ZIP: 19103-4196 | Attach duplicate copy of this page if paying by deposit account | |
| DO NOT USE THIS SPACE | | |
| copy of the original document. | nformation is true and correct and any attached copy is a true **Ref: August 8, 7007* **Date** | |
| Total number of pages includin | g cover sheet, attachments, and document (5) | |

Mail documents to be recorded with required cover sheet information to:

MS Assignments

MS Assignments
Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

ASSIGNMENT

We, Lisa A. Hendrickson, James H. Gardner III, and Richard Adelman, hereby declare that we are the inventors of the invention relating to "Belly Covering Garment", described in an application for Letters Patent of the United States of America described as U.S. Application Serial No: 11/756,242, and filed May 31, 2007.

For valuable consideration received, we hereby sell, assign, and transfer to Mothers Work, Inc., a Delaware corporation, with its principal place of business located at 456 North Fifth Street, Philadelphia, PA 19123, duly organized and existing under the laws of Pennsylvania, its successors, and assigns, my entire right, title, and interest, for all countries in and to said inventions, and all the rights and privileges under any and all applications and Letters Patents that may be granted therefore, and any divisions, continuations, continuations-in-part, reissues, and extensions thereof.

We agree that, when requested, we will, without charge to said Corporation but at its expense, sign all papers, take all rightful oaths, make all rightful declarations, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents or other forms of protection for said inventions in any and all countries, and for vesting title thereto in said Corporation, its successors, assigns or nominees.

We agree that we will communicate to said Corporation or its representatives any facts known to us respecting said inventions and, when requested by said Corporation and at its expense, will testify in any legal proceedings, and generally do everything possible to aid said Corporation, its successors, assigns, and legal representatives or nominees, to obtain or enforce proper protection for said inventions in any and all countries.

We authorize and empower said Corporation, its successors, assigns or nominees, to make application for patent or other form of protection for said inventions in its or their own name, or in our names, in any and all countries, and to invoke and claim for any application for patent or other form of protection for said inventions filed by it or them, the benefit of the right or priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from us.

We hereby consent that a copy of this Assignment shall be deemed a full, legal, and formal equivalent of any Assignment, consent to file or like document, which may be required in any country for any purpose, and more particularly, in proof of the right of the said Corporation or its successors, assigns or nominees to apply for patent or other proper protection for said inventions, and to claim the aforesaid benefits of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it.

DM2\1204488.i

PATENT

We covenant with the Corporation, its successors, assigns, legal representatives, and nominees, that to the best of our knowledge, the right, title, and interest herein conveyed by us, is free and clear of any incumbrance, and that we have full right to convey the same as herein expressed.

Inventor No. 1

Signed at

456 N. Fifth St D

Dated 7 30 0

Inventor

Address:

791 Cornwallis Drive, Mount Laurel, NJ 08054

This 2007 day of 304, 2007, before me personally came the above-named Lisa A. Hendrickson, known as the individual who executed the foregoing Assignment, who acknowledged to me that she executed the same of her own free will for the purposes therein set forth.

Witness my hand and Notarial seal the day and year immediately above-written.

Notary Public

NOTARIAL SEAL
Tricia A. McCoy, Notary Public
City of Phila., Philadelphia County
My commission expires October 13, 2007

DM2\1204488.I

| Inventor | No. | 2 |
|----------|-----|---|
| | | |

Signed at

Dated 7/30/07

Inventor

James H. Gardner, III

Address:

1329 Squire Drive Ambler, PA 19002

This <u>3°</u> day of <u>July</u>, 2007, before me personally came the above-named James H. Gardner, III, known as the individual who executed the foregoing Assignment, who acknowledged to me that <u>he</u> executed the same of <u>his</u> own free will for the purposes therein set forth.

Witness my hand and Notarial seal the day and year immediately above-written.

Notary Public (

NOTARIAL SEAL Tricia A. McCoy, Notary Public City of Phila., Philadelphia County My commission expires October 13, 2007

| Inventor No. | |
|--|---|
| Signed at | MUT 45W5th Phil Pe Dated 750/07 |
| Inventor | Richard Adelman |
| Address: | 5 Sunfish Point, Greensboro, NC 27455 |
| Assignment, | This 20 day of 500, 2007, before me personally came the Richard Adelman, known as the individual who executed the foregoing who acknowledged to me that he executed the same of his own free will for the rein set forth. |
| | Witness my hand and Notarial seal the day and year immediately above-written. |
| | Notary Public |
| NOTARIAI Tricia A. McCoy, City of Phila., Phila My commission expires | L SEAL Notary Public delphia County |

DM2\1204488.1

RECORDED: 08/08/2007