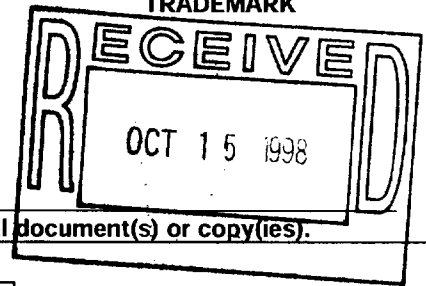


11-03-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



MRA 10/15/98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID # _____

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Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
05 22 98

Merger

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year
10 02 98

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from assignment.)

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TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

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Address (line 3)

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Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,697,698"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Stephen J. Quigley

10/5/98

Name of Person Signing

Signature

Date Signed

CONFIRMATORY ASSIGNMENT

WHEREAS, Hanover Holding Corp., a corporation organized and existing under the laws of the State of Delaware, with a place of business at 1500 Harbor Boulevard, Weehawken, New Jersey 07087 (hereinafter "Assignor"), adopted for its business the trademark TWEEDS which is the subject of United States Patent and Trademark Office Registration No.1,697,698 (hereinafter the "Mark").

WHEREAS, Hanover Catalog Holdings, Inc., a corporation organized and existing under the laws of the State of Delaware with a place of business at 1500 Harbor Boulevard, Weehawken, New Jersey 07087 (hereinafter "Assignee"), desired to acquire the Mark.

WHEREAS, on May 22, 1998, Assignor sold, assigned and transferred to Assignee its entire right, title and interest in and to the Mark, together with that part of the goodwill of the business in connection with which the Mark is used and which is symbolized by the Mark, and U.S. Trademark Registration No. 1,697,698.

WHEREAS, Assignee desires this Confirmatory Assignment for the purpose of recording its ownership of the Mark and registration therefor in the United States Patent and Trademark Office.


NOW, THEREFORE:

In consideration of and in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all rights, title and interest it may have in and to the Mark, together with any goodwill symbolized thereby and United States Registration No. 1,697,698.

Hanover Holding Corp.

Executed at New York, New York
this 2nd day of October, 1998

By: _____


Monte E. Wetzler
Secretary