

SCHEDULE OF TRADEMARKS
for assignment from
HANOVER CATALOG HOLDINGS, INC. to HANOVER DIRECT, INC.

Registrations:

MARK	REG. NO	CLASS	REG. DATE
COLONIAL GARDEN KITCHENS	968,358	42	September 11, 1973
DOMESTICATIONS	1,384,266	16	February 25, 1986
H.I.M.	1,421,579	16	December 16, 1986
THE COMPANY STORE'S WHITE EUROPEAN DOWN	1,770,809	22	May 11, 1993
YOUR SOURCE FOR THE UNIQUE	1,817,228	42	January 18, 1994

Applications:

MARK	APP. NO.	CLASS	APP. DATE
KEYSTONE FULFILLMENT	75/528,629	35, 38 and 39	July 31, 1998
KIDCALE	75/501,411	24	June 11, 1998

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CONFIRMATORY ASSIGNMENT

WHEREAS, Hanover Catalog Holdings, Inc., a Delaware corporation, with an address of 1500 Harbor Boulevard, Weehawken, New Jersey 07087 ("Assignor"), was the owner of the following trademark registrations and/or applications in the United States set forth in the attached schedule (the "Trademarks").

WHEREAS, Hanover Direct, Inc., a Delaware corporation, located and doing business at 1500 Harbor Boulevard, Weehawken, New Jersey 07087 ("Assignee"), acquired the Trademarks and all associated goodwill in the Trademarks, effective December 26, 1998;

WHEREAS, to the best of Assignor's knowledge no proceedings to cancel the Trademarks were or are pending and no other party makes a claim of ownership to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby confirms the assignment to Assignee, effective December 25, 1999, of all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and that portion of the business of Assignor to which the Trademarks pertain, and with all claims that could be asserted by Assignor arising out of or relating to the use or ownership of the Trademarks.

Dated: December 26, 1998

HANOVER CATALOG
HOLDINGS, INC.

By: 

Name: BRIAN C. HARRISS

Title: VICE PRESIDENT

CERTIFICATE OF TRANSMISSION

I hereby certify that the attached Assignment Document and Recordation Form Cover Sheet are being facsimile transmitted to: Assistant Commissioner for Trademarks, Patent and Trademark Assignment Systems, Facsimile No. (703) 306-5995 on the date indicated below.

2/05/01

February 5, 2001

Veronica Beyra