

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM322475

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wal-Mart Stores, Inc.		10/31/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Sasson Jeans, LLC		
Street Address:	801 S. Figueroa Street, Suite 2500		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90017		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	1174308	SASSON	
Registration Number:	1290164	OO LA LA!	
Registration Number:	1307158	SASSON	
Registration Number:	1307159	SASSON	
Registration Number:	2952528		
CORRESPONDENCE DATA			
Fax Number:	3102283953		
<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:	310.228.3700		
Email:	rwalsh@smrh.com		
Correspondent Name:	Jill M. Pietrini		
Address Line 1:	1901 Avenue of the Stars, Suite 1600		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
NAME OF SUBMITTER:	Jill M. Pietrini, Esq.		
SIGNATURE:	//jmp//		
DATE SIGNED:	11/06/2014		
Total Attachments: 8			
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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (this “**Agreement**”), dated as of October 31, 2014 (the “**Effective Date**”), is executed and delivered by WAL-MART STORES, INC., a Delaware corporation having its principal place of business at 702 SW 8th Street, Bentonville, Arkansas 72716 (the “**Assignor**”) and SASSON JEANS, LLC, a California limited liability company having its principal place of business at 801 S. Figueroa Street, Suite 2500, Los Angeles, California 90017 (the “**Assignee**”).

WHEREAS, Assignor and Assignee have entered into that certain Trademark Assets Purchase Agreement dated as of the date hereof (the “**Purchase Agreement**”), providing for, among other things, the sale, assignment, transfer, conveyance, and delivery by the Assignor of all of the Assignor’s right, title and interest in, to and under the trademarks listed on the attached Schedule A (“**United States Trademarks**”) and Schedule B (“**Foreign Trademarks**”; and collectively with the United States Trademarks, the “**Purchased Trademarks**”).

NOW, THEREFORE, in consideration of the representations, warranties and covenants contained in the Purchase Agreement and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto hereby agree as follows:

1. Trademark Assignment; Rights and Privileges. The Assignor hereby distributes, transfers, assigns, conveys and delivers to the Assignee all of the Assignor’s right, title and interest in, to and under the Purchased Trademarks. All rights and privileges held by the Assignor in the Purchased Trademarks will be held and enjoyed by the Assignee and its successors and assigns.

2. Transfer Forms; Further Assurances. The Assignor agrees to complete, execute, notarize (as necessary) and deliver at any future date any additional documents that the Assignee reasonably determines are necessary to perfect the Assignee’s ownership of the Purchased Trademarks including, but not limited to, any United States Patent and Trademark Office transfer documents for the United States Trademarks.

3. Authorization. The Assignor authorizes and requests the applicable registration authority to transfer the Purchased Trademarks from the Assignor to the Assignee.

4. Choice of Law and Venue. The parties agree that this Agreement will be construed pursuant to, and enforced and governed in accordance with, the laws of the State of Arkansas, without regard to its conflicts of law provisions, to the extent not preempted by federal law. The parties agree that they will first attempt to resolve any disputes arising under this Agreement through good faith negotiations that any litigation hereunder shall be brought in the U.S. District Court for the Western District of Arkansas or a state court of competent jurisdiction in Benton County, Arkansas, and that venue and jurisdiction in those courts shall be proper.


5. Entire Agreement. This Agreement, together with the Purchase Agreement, including the schedules and exhibits thereto, constitutes the sole and entire agreement of the parties to this Agreement with respect to the subject matter contained herein and therein.

6. Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same agreement. A signed copy of this Agreement delivered by facsimile, e-mail or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Agreement.

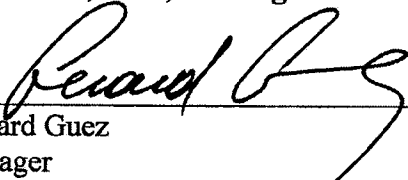
[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have executed this Trademark Assignment Agreement as of the date first written above.

WAL-MART STORES, INC., as Assignor

By: 
Name: Andy Barron
Title: EVP, Softlines, Walmart U.S.

SASSON JEANS, LLC, as Assignee

By: 
Name: Gerard Guez
Title: Manager

SCHEDULE A



UNITED STATES TRADEMARKS

OO LA LA!	Word - Standard Character	United States of America	73/416397	08 Mar 1983	14 Aug 1984	1290164	25 - Women's and Children's Jeans and Pan Women's Shirts and Intimate Apparel-Namely, Panties, Brassieres, Garte Belts, Garters, Half Slips, Camisoles, Teddies, Chemises, Pantaloons, Te Pants, Tank Tops and Petticoats; Boys' and Girls Swimwear; and Girls' Jerseys, Knit Tops and Pants
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SASSON (Stylized)		United States of America	73/448318	17 Oct 1983	27 Nov 1984	1307159	25 - men`s, women`s and children`s jeans, slacks, pants and shorts; men`s and women`s jackets, suit and shirts; men`s and children`s coats; women`s and girls` dresses and skirts; women`s and children`s socks and belts men`s sweatshirts, t-shirts polo shirts, warm-up and jogging suits, sport coats and underwear - namely briefs; women`s blazers and intimate apparel - namely panties and brassieres; girls` jumpers; an children bathing suits and sleepwe - namely pajamas and nightgowns
OK Hand Design		United States of America	76/482908	16 Jan 2003	17 May 2005	2952528	25 - Women`s t-shirts; women`s shirts.
SASSON	Word - Standard Character	United States of America	73/448317	17 Oct 1983	27 Nov 1984	1307158	25 - women`s jeans, pants and skirts; men`s and women`s shirts; and men`s boys` and girls` coats and jackets
SASSON (Stylized)		United States of America	73/190409	23 Oct 1978	20 Oct 1981	1174308	25 - Women`s pants.

SCHEDULE B



FOREIGN TRADEMARKS

SASSON (Stylized)		Word - Stylized	Brazil	818945877	22 Nov 1995	07 Jul 1998	818945877	25 - (25.20/30) Cloths and clothing accessories of common use. Clothes and clothing accessories for practice sports. Clothes and clothing accessories and clothing accessories of common use, for sports, for professional use. 18 - Bags, wallets, and backpacks.
SASSON		Word - Standard Character	Brazil	822929210	04 Jul 2000	12 Jun 2007	822.929.210	
OK Hand Design		Word & Design	Brazil	817548874	23 Sep 1993	31 Dec 1996	817548874	25 - (25.10, 25.20, 25.30) Clothes and clothing accessories of common use; clothes and clothing accessories for practice sports; clothes and clothing accessories for professional use. 14 - Jewelry, bijouteries & watches.
SASSON		Word - Standard Character	Brazil	822929201	04 Jul 2000	12 Jun 2007	822.929.201	
SASSON		Word - Standard Character	Brazil	822928949	04 Jul 2000	12 Jun 2007	822.928.949	25 - Clothing, namely, skirts, blouses, handkerchiefs, stockings, ties, jackets, coats, underwear, pants, jeans, shorts, hats, and footwear. 101 - Manicure kits, nail polishes, base coats.
O-O-OH-LA-LA		Word - Standard Character	Canada	631336	05 May 1989	17 Aug 1990	372140	3 - perfumes and skin care products namely, lotions, bath foaming beauty bars
OO LA LA		Word - Standard Character	Canada	727141	20 Apr 1993	10 Jan 2001	539537	14 - jewelry & watches 18 - handbags, wallets, backpacks 25 - men's, women's and children's clothing, namely pants, jeans, shirts, T-shirts, pullovers, vests,
SASSON		Word - Standard Character	Canada	1065690	30 Jun 2000	02 May 2002	561272	


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sweatshirts, blouses, hosiery, scarves, ties, gloves, jackets, coats, undergarments, trousers, jeans, shorts, skirts, hats, and footwear, namely shoes, boots, sandals, and slippers.

SASSON		Canada	513457	15 Dec 1983	12 Oct 1984	296006	25 - Men's, women's and children's pants, jeans, shirts, T-shirts, pullovers, vests and sweatshirts.
SASSON AND OK HAND DESIGN		Canada	750685	05 Apr 1994	24 Mar 1995	441089	25 - Clothing, namely, jeans, skirts, and shorts.
OO LA LA SASSON Postmark Design		Chile	240916	20 May 1993	24 Mar 1997	787724	25 - Clothing, footwear, headgear.
SASSON		Chile	371358	14 Mar 1997	25 Nov 1997	810.658	25 - Clothing, footwear, and headgear.
SASSON		Mexico	438922	27 Jul 2000	08 Jun 2007	987690	25 - Dresses, footwear, headgear.
SASSON		Mexico	438921	27 Jul 2000	28 Oct 2002	764859	18 - Leather and imitation: of leather, and goods made of these materials and not included in other classes; animal skins, hides; trunks and traveling bags; umbrellas, parasols and walking sticks; whips, harness and saddlery.

SASSON
Word - Standard Character
Mexico
438920
27 Jul 2000
31 May 2004
834541
14 - Precious metals and their alloys and goods in precious metals or coated therewith, not included in other classes; jewellery, precious stones; horologic and chronometric instruments.

SASSON AND OK HAND DESIGN

Word & Design
Venezuela
569-91
16 Jan 1991
19 Jan 2001
app. no. 882-11
25 - All articles of clothing, including hats and footwear