

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Anthropologie, Inc.		08/01/2006	CORPORATION: PENNSYLVANIA

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Urban Outfitters (Delaware), Inc.
<b>Street Address:</b>	5000 Broad Street
<b>City:</b>	Philadelphia
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	19112-1495
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 72**

Property Type	Number	Word Mark
Registration Number:	3114746	MAEVE
Registration Number:	3107307	SPARKLE & FADE
Registration Number:	3107286	LITTLE YELLOW BUTTON
Registration Number:	3104221	UOD BDG GUARANTEED TOUGH
Registration Number:	3098559	RIC-RAC
Registration Number:	3093721	DELETTA
Registration Number:	3093654	KIMCHI & BLUE
Registration Number:	3090843	A LITTLE BIRDIE TOLD ME
Registration Number:	3081461	HAWKINGS MCGILL
Registration Number:	3069997	BRAND: ALL-SON
Registration Number:	2984297	
Registration Number:	2981579	HEI-HEI
Registration Number:	2972453	FIELD FLOWER
Registration Number:	2957649	URBAN RENEWAL

**OP \$1815.00 3114746**

Registration Number:	2722127	CHARACTER HERO
Registration Number:	2675484	LUCKY PENNY
Registration Number:	2599039	NAP TIME
Registration Number:	2588172	ANTHROPOLOGIE
Registration Number:	2583580	IDRA
Registration Number:	2518432	URBN.COM
Registration Number:	2412456	URBAN RENEWAL
Registration Number:	2278800	STAPLEFORD
Registration Number:	2174296	UO
Registration Number:	2102347	365 DAYS
Registration Number:	1960552	FINK
Registration Number:	1929824	SLANT
Registration Number:	1763514	URBAN RENEWAL
Registration Number:	1711868	CO-OPERATIVE
Registration Number:	1627271	ECOTE
Registration Number:	1491196	ODILE LANCON
Serial Number:	76564319	FIELD TRIP
Serial Number:	76564322	HEI-HEI
Serial Number:	76570811	KNITTED & KNOTTED
Serial Number:	76573747	CHARLIE & ROBIN
Serial Number:	76615858	URBAN RENEWAL
Serial Number:	76633682	SPARROW
Serial Number:	76633683	OISEAU
Serial Number:	76633685	HOMAGE
Serial Number:	76645455	SPARROW
Serial Number:	76645456	SPARROW CLASSIC
Serial Number:	78747354	A JANELA
Serial Number:	78747361	BICA CHEIA
Serial Number:	78747363	ALLIHOP
Serial Number:	78747369	ETT TWA
Serial Number:	78747372	SATU
Serial Number:	78748143	FAIRYTALES ARE TRUE
Serial Number:	78748146	KOTO
Serial Number:	78748148	SILENCE & NOISE
Serial Number:	78748150	DEENA & OZZY

Serial Number:	78789040	SLEEPING ON SNOW
Serial Number:	78790349	4040 LOCUST
Serial Number:	78790356	KITTY STITCHES
Serial Number:	78790359	ASTROFRUIT
Serial Number:	78790578	THE CHARMER
Serial Number:	78790599	DARLING BLUE
Serial Number:	78790612	FLAMING JUNE
Serial Number:	78790617	WOMAN IN YELLOW
Serial Number:	78799166	THIS TREE NEEDS YOU
Serial Number:	78805494	ELEVENSES
Serial Number:	78805500	ELOISE
Serial Number:	78805502	MOTH
Serial Number:	78805509	SITWELL
Serial Number:	78805515	SUNDAY MONDAY TUESDAY WEDNESDAY THURSDAY FRIDAY SATURDAY
Serial Number:	78805521	ZOEY
Serial Number:	78805524	ODILLE
Serial Number:	78811088	
Serial Number:	78817973	LAUREATE LANE
Serial Number:	78821345	PURE & GOOD
Serial Number:	78836808	BUILDING 10
Serial Number:	78836822	MOULINETTE SOEURS
Serial Number:	78843349	STANDARD CLOTH WASHINGTON STREET
Serial Number:	78843359	TAOS WESTERN

**CORRESPONDENCE DATA**

Fax Number: (215)988-2757  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 215-988-2938  
Email: William.Lehane@dbr.com  
Correspondent Name: William J. Lehane  
Address Line 1: One Logan Square  
Address Line 2: 18th & Cherry Streets  
Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER:	William J. Lehane
Signature:	/William J. Lehane/

Date:

08/08/2006

**Total Attachments: 7**

source=Anthro to Delaware#page1.tif

source=Anthro to Delaware#page2.tif

source=Anthro to Delaware#page3.tif

source=Anthro to Delaware#page4.tif

source=Anthro to Delaware#page5.tif

source=Anthro to Delaware#page6.tif

source=Anthro to Delaware#page7.tif

## ASSIGNMENT OF RIGHTS

This Assignment of Rights (the "Assignment") is made by ANTHROPOLOGIE, INC., a Pennsylvania corporation with a place of business at 5000 South Broad Street, Philadelphia, PA 19112-1495 ("Assignor") in favor of URBAN OUTFITTERS (DELAWARE), INC. (a related company), a Pennsylvania corporation with a place of business at 5000 South Broad Street, Philadelphia, PA 19112-1495 ("Assignee").

WHEREAS, Assignor is the owner of certain intellectual property rights in the United States including, but not limited to, internet domain name registrations, copyrights, common law trade names, trademarks and service marks, and the trademarks and service marks listed on Schedule A attached hereto which are registered in the U.S. Patent and Trademark Office, or for which registration has been applied (collectively, the "Rights"), and owns all right, title and interest to the same, including the goodwill associated therewith; and

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to the Rights, including the goodwill associated therewith and the registrations and applications therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which Assignor acknowledges:

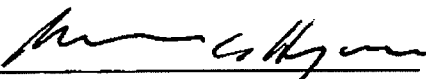
1. Assignor hereby assigns to Assignee all of its rights, title and interest in and to the Rights, including the U.S. registrations and applications therefor and the goodwill of the business symbolized thereby.
2. Assignor further assigns to Assignee all rights to sue, bring actions for and recover and hold damages, profits and other compensation for any and all past and future infringements and unauthorized uses of the Rights.

3. Assignor covenants and agrees that, upon the request of Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee, furnish such documents, materials, information and/or assistance, and do all other lawful acts necessary to perfect the assignment of the Rights to Assignee and otherwise carry out the intent of this Assignment.

4. This Assignment shall be binding upon Assignor, Assignor's successors and assigns, and upon all others acting by, through, with or under Assignor's direction or control, and all those in privity therewith.

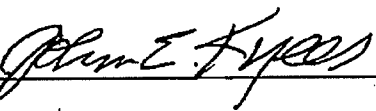
IN WITNESS WHEREOF, Assignor has executed this Assignment this 1st  
day of August, 2006.

ANTHROPOLOGIE, INC.

By:   
Name: Richard A. Hayne  
Title: President

Acknowledged:

URBAN OUTFITTERS (DELAWARE), INC.

By:   
Name: John E. Kyees  
Title: Chief Financial Officer

## SCHEDULE A

<b>Trademark</b>	<b>Number</b>	<b>Status Class(es)</b>
365 DAYS	2102347	Registered 25 Int.
ANTHROPOLOGIE	2588172	Registered 18 Int., 25 Int.
BDG BRAND GUARANTEED TOUGH & DESIGN	3104221	Registered 25 Int.
CHARACTER HERO	2722127	Registered 25 Int.
CHARLIE AND ROBIN	76/573747	Pending 18 Int., 25 Int.
CO-OPERATIVE	1711868	Registered 25 Int.
DELETTA	3093721	Registered 25 Int.
ECOTE	1627271	Registered 25 Int.
FIELD FLOWER	2972453	Registered 25 Int.
FINK	1960552	Registered 25 Int.
HEI-HEI	2981579	Registered 25 Int.
IDRA	2583580	Registered 25 Int.
KIMCHI & BLUE	3093654	Registered 25 Int.
KNITTED & KNOTTED	76/570811	Pending 25 Int.
LITTLE YELLOW BUTTON	3107286	Registered 25 Int.
LUCKY PENNY	2675484	Registered 25 Int.

<b>MISCELLANEOUS DESIGN</b>	2984297	Registered (Supplemental) 25 Int.
<b>NAPTIME</b>	2599039	Registered 25 Int.
<b>RIC-RAC</b>	3098559	Registered 25 Int.
<b>SLANT (STYLIZED)</b>	1929824	Registered 16 Int.
<b>SPARKLE &amp; FADE</b>	3107307	Registered 25 Int.
<b>STAPLEFORD</b>	2278800	Registered 25 Int.
<b>UO AND DESIGN</b>	2174296	Registered 35 Int.
<b>URBAN RENEWAL</b>	1763514	Registered 42 Int.
<b>URBAN RENEWAL</b>	2957649	Registered 02 Int.
<b>URBAN RENEWAL</b>	2412456	Registered 25 Int.
<b>URBAN.COM</b>	2518432	Registered 35 Int.
<b>+....</b>	78/811088	Pending 25 Int.
<b>4040 LOCUST</b>	78/790349	Pending 11 Int., 16 Int., 17 Int., 20 Int., 24 Int., 27 Int.
<b>WOMAN IN YELLOW</b>	78/790617	Pending 03 Int., 04 Int.
<b>A JANELA</b>	78/747354	Pending 25 Int.
<b>A LITTLE BIRDIE TOLD ME</b>	3090843	Registered 25 Int.
<b>ALLIHOP</b>	78/747363	Pending 25 Int.
<b>BICA CHEIA</b>	78/747361	Pending 25 Int.



<b>BRAND: ALL-SON</b>	3069997	Registered 25 Int.
<b>BUILDING 10</b>	78/836808	Pending 25 Int.
<b>DARLING BLUE</b>	78/790599	Pending 03 Int., 04 Int.
<b>DEENA &amp; OZZY</b>	78/748150	Pending 18 Int.
<b>ELEVENES</b>	78/805494	Pending 25 Int.
<b>ELOISE</b>	78/805500	Pending 25 Int.
<b>ETT TWA</b>	78/747369	Pending 25 Int.
<b>FAIRYTALES ARE TRUE</b>	78/748143	Pending 25 Int.
<b>FLAMING JUNE</b>	78/790612	Pending 03 Int., 04 Int.
<b>HAWKINGS MCGILL</b>	3081461	Registered 25 Int.
<b>HI-BROW</b>	78/746423	Pending 25 Int.
<b>HOMAGE</b>	76/633685	Pending 25 Int.
<b>KITTY STITCHES</b>	78/790356	Pending 24 Int., 27 Int.
<b>KOTO</b>	78/748146	Pending 25 Int.
<b>LAUREATE LANE</b>	78/817973	Pending 25 Int.
<b>LILKA</b>	78/790359	Pending 25 Int.
<b>MAEVE</b>	3114746	Registered 25 Int.
<b>MOTH</b>	78/805502	Pending 25 Int.

<b>MOULINETTE SOEURS</b>	78/836822	Pending 25 Int.
<b>ODILLE</b>	78/805524	Pending 25 Int.
<b>ODILE LANCON</b>	1491196	Registered 25 Int.
<b>OISEAU</b>	76/633683	Pending 03 Int., 04 Int.
<b>PURE &amp; GOOD</b>	78/821345	Pending 25 Int.
<b>SATU</b>	78/747372	Pending 25 Int.
<b>SILENCE &amp; NOISE</b>	78/748148	Pending 25 Int.
<b>SITWELL</b>	78/805509	Pending 25 Int.
<b>SLEEPING ON SNOW</b>	78/789040	Pending 25 Int.
<b>SPARROW</b>	76/645455	Pending 18 Int., 25 Int.
<b>SPARROW</b>	76/633682	Pending 03 Int., 04 Int.
<b>SPARROW CLASSIC</b>	76/645456	Pending 25 Int.
<b>STANDARD CLOTH WASHINGTON STREET</b>	78/843349	Pending 18 Int., 25 Int.
<b>SUNDAY MONDAY TUESDAY WEDNESDAY THURSDAY FRIDAY SATURDAY</b>	78/805515	Pending 25 Int.
<b>TAOS WESTERN</b>	78/843359	Pending 25 Int.
<b>THE CHARMER</b>	78/790578	Pending 03 Int., 04 Int.
<b>THIS TREE NEEDS YOU</b>	78/799166	Pending 28 Int.
<b>URBAN RENEWAL</b>	76/615858	Pending 20 Int.

**ZOEY**

**78/805521**

**Pending  
25 Int.**