

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	10/14/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Calvin Clothing Company, Inc.		09/27/2006	CORPORATION: PENNSYLVANIA

**RECEIVING PARTY DATA**

Name:	Calvin Klein Trademark Trust
Composed Of:	COMPOSED OF Wilmington Trust Company, trustee, c/o Rodney Square N, 1100 N Market Street, Wilmington, DE 19890
Street Address:	c/o Calvin Klein, Inc.
Internal Address:	205 W. 39th Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	Business Trust: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	0933999	CALVIN

**CORRESPONDENCE DATA**

Fax Number: (202)530-1055  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 2027215448  
 Email: wolsen@fchs.com  
 Correspondent Name: Warren E. Olsen  
 Address Line 1: 30 Rockefeller Plaza  
 Address Line 2: 38th Floor  
 Address Line 4: New York, NEW YORK 10112-3801

ATTORNEY DOCKET NUMBER:	03199.000600
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NAME OF SUBMITTER:	Warren E. Olsen (Reg. No. 27,290)
Signature:	/warreneolsen/
Date:	11/07/2006
<b>Total Attachments: 9</b> source=3199.600 ASSIGN AGRMNT#page1.tif source=3199.600 ASSIGN AGRMNT#page2.tif source=3199.600 ASSIGN AGRMNT#page3.tif source=3199.600 ASSIGN AGRMNT#page4.tif source=3199.600 ASSIGN AGRMNT#page5.tif source=3199.600 ASSIGN AGRMNT#page6.tif source=3199.600 ASSIGN AGRMNT#page7.tif source=3199.600 ASSIGN AGRMNT#page8.tif source=3199.600 ASSIGN AGRMNT#page9.tif	

## AGREEMENT

Phillips-Van Heusen Corporation ("PVH"), Calvin Klein, Inc. ("CKI") and Calvin Klein Trademark Trust ("Trust" and together with PVH and CKI, "Plaintiffs"), James Alperin and Calvin Clothing Company, Inc. ("CCC" and together with Star Ride Kids, Inc., "Defendants"), enter into this agreement ("Agreement") on this \_\_\_ day of September, 2006 (the "Effective Date"), the foregoing parties hereto collectively, "Parties."

WHEREAS, Plaintiffs and Defendants are parties to a civil action, number 05 Civ. 6802, in the United States District Court, Southern District of New York before Judge Rakoff (the "Litigation");

WHEREAS, Judge Rakoff issued a decision and order ("Decision") in the Litigation on August 11, 2006 and judgment ("Judgment") has been entered therein on August 14, 2006;

WHEREAS, the Trust is title owner of registered "Calvin Klein" trademarks, as well as common law "Calvin" trademarks (collectively, "Calvin Klein" trademarks);

WHEREAS, CKI is the beneficial owner of such "Calvin Klein" trademarks for all goods and services other than men's underwear and women's intimate apparel;

WHEREAS, CCC is the owner of U.S. Registration No. 933,999 for "boys' and students' tailored clothing, consisting of pants, slacks, top coats and sport coats" and U.S. Registration No. 1,039,306 for "men's suits and sport coats", as well as certain other "Calvin"

trademark registrations and applications, namely U.S. Registration Nos. 2,453,672, 2,573,181, 2,573,182, and 2,573,183, and trademark applications Serial Nos. 76/029,753, 76/029,754, 75/447,627, 75/477,628, 76/365,813 and 76/365,814;

WHEREAS, the Decision, among other rulings, enjoins Defendants and those in privity with Defendants pursuant to Federal Rule of Civil Procedure 65 from use of any and all “Calvin” trademarks on or in association with any apparel other than the subject matter of Registration No. 933,999;

NOW, THEREFORE, for good and valuable consideration, the Parties agree as

follows:

3. Upon execution of this Agreement by the Parties, CCC shall file with the U.S. PTO an express abandonment, with prejudice, of its "Calvin" trademark applications Serial

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Nos. 76/029,753, 76/029,754, 75/447,627, 75/477,628, 76/365,813 and 76/365,814 and at the same time will request the U.S. PTO to cancel U.S. Registration Nos. 1,039,306, 2,453,672, 2,573,181, 2,573,182 and 2,573,183. CCC promptly shall furnish Plaintiffs' counsel with copies of the documents by which CCC complies with this Section 3.

5. Upon execution of this Agreement by the Parties, CCC and Mr. Alperin shall provide Plaintiffs' counsel with the original of an assignment, dated October 14, 2007, of U.S. Registration 933,999, its subject matter, any associated common law rights, and the goodwill associated therewith ("Assignment"). The Assignment shall transfer, assign and sell to the Trust, for no consideration other than as provided herein, all of CCC's and Mr. Alperin's interests and rights therein. The original executed Assignment is attached hereto as Exhibit 4.

9. Within 10 days of the Effective Date, CCC shall cease any and all use of "Calvin" as a tradename, and will change its name from "Calvin Clothing Company" to another name that does not contain "Calvin" or any other term that is confusingly similar to "Calvin" or "Calvin Klein." CCC promptly shall furnish Plaintiffs' counsel with copies of the documents by which CCC complies with this Section 9. If the Department of Customs notifies CCC that the name change required by this paragraph 9 will result in a forfeit of tariff rebates provided to CCC, then Plaintiffs will consider in good faith an alternate proposal, but Plaintiffs shall retain the sole discretion as to whether or not to agree to such proposal.

IN WITNESS WHEREOF, the Parties have caused this AGREEMENT to be

executed by their duly authorized representatives.

**PHILLIPS-VAN HEUSEN CORPORATION**

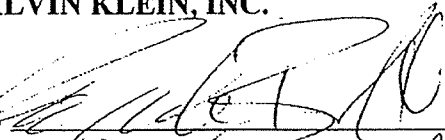
By: 

Printed Name: MARK D. FISCHER

Title: VICE PRESIDENT & GENERAL COUNSEL

Date: SEPTEMBER 25, 2006

**CALVIN KLEIN, INC.**

By: 

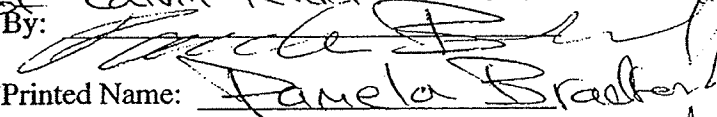
Printed Name: Pamela Bratton

Title: SVP & General Counsel

Date: Sept. 22, 2006

**CALVIN KLEIN TRADEMARK TRUST**

By: Calvin Klein, Inc. as signer for and under power of atty in fact of Calvin Klein Trademarks Trust

By: 

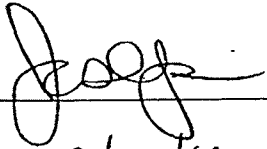
Printed Name: Pamela Bratton

Title: SVP & General Counsel

Date: Sept. 22, 2006

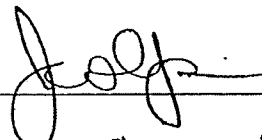


**JAMES ALPERIN**



Date: 9/27/06

**CALVIN CLOTHING COMPANY, INC.**

By: 

Printed Name: James Alperin

Title: President

Date: 9/27/06

EXHIBITS

4. Original assignment of U.S. Registration 933,999 dated October 14, 2007.

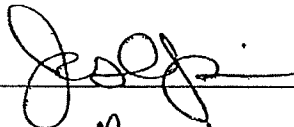
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EXHIBIT 4

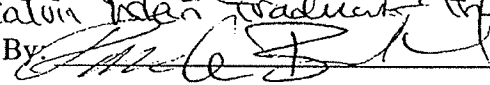
ASSIGNMENT

Calvin Clothing Company, Inc., a corporation of the Commonwealth of Pennsylvania, Mr. James Alperin, and Calvin Klein Trademark Trust, a Delaware corporation, hereby agree that Calvin Clothing Company and Mr. Alperin, for one dollar and good and valuable consideration, hereby assign all of their right, title and interest in and to United States Trademark Registration No. 933,999, the subject matter therein namely, "Calvin" for boys' and students' tailored clothing, consisting of pants, slacks, top coats and sport coats, as well as any and all common law rights that Calvin Clothing Company or Mr. Alperin may have in any "Calvin" trademark or service mark, together with the good will associated with such registered and common law marks, to the Calvin Klein Trademark Trust on this 14<sup>th</sup> day of October, 2007:

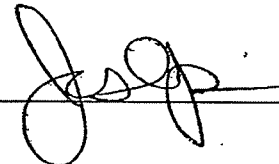
CALVIN CLOTHING COMPANY, INC.

By:   
Title: President

CALVIN KLEIN TRADEMARK TRUST

By: *By Calvin Klein, Inc. as Service forward under Power of Attorney of Calvin Klein Trademark Trust*  
  
Title: SVP & General Counsel

JAMES ALPERIN



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