

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------------|----------|----------------|-----------------------|
| The Timberland Company | | 09/19/2011 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------------------------|
| Name: | Timberland LLC |
| Street Address: | 200 Domain Drive |
| City: | Stratham |
| State/Country: | NEW HAMPSHIRE |
| Postal Code: | 03885 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 34

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------|
| Registration Number: | 3855077 | EARTHKEEPERS |
| Registration Number: | 3909389 | MEASURE UP |
| Registration Number: | 2585760 | MOUNTAIN ATHLETICS |
| Registration Number: | 2884510 | PRO |
| Registration Number: | 3046505 | SMART COMFORT |
| Registration Number: | 2112526 | TBL |
| Registration Number: | 2469758 | TBL |
| Registration Number: | 1840628 | TIMBER TRAIL |
| Registration Number: | 3308738 | TIMBERLAND |
| Registration Number: | 1588288 | TIMBERLAND |
| Registration Number: | 2932268 | TIMBERLAND |
| Registration Number: | 2786701 | TIMBERLAND |
| Registration Number: | 1300704 | TIMBERLAND |
| Registration Number: | 1849012 | TIMBERLAND |

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| | | |
|----------------------|---------|-------------------------|
| Registration Number: | 1355531 | TIMBERLAND |
| Registration Number: | 1502204 | TIMBERLAND |
| Registration Number: | 1523598 | TIMBERLAND |
| Registration Number: | 1600223 | TIMBERLAND |
| Registration Number: | 1592927 | TIMBERLAND |
| Registration Number: | 3687531 | TIMBERLAND BOOT COMPANY |
| Registration Number: | 2764528 | TIMBERLAND PRO |
| Registration Number: | 1435776 | TIMBERTRAIL |
| Registration Number: | 2979812 | TITAN |
| Registration Number: | 1607768 | |
| Registration Number: | 2947228 | |
| Registration Number: | 1502205 | |
| Registration Number: | 1607424 | |
| Registration Number: | 1843478 | |
| Registration Number: | 1610987 | |
| Registration Number: | 3235977 | |
| Registration Number: | 2786702 | |
| Registration Number: | 1552963 | |
| Registration Number: | 1075061 | |
| Registration Number: | 1704991 | WEATHERGEAR |

CORRESPONDENCE DATA

Fax Number: (302)477-3932

Phone: 302-477-3930

Email: Helen_Winslow@vfc.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Helen L. Winslow

Address Line 1: 3411 Silverside Road

Address Line 2: 200 Hanby Building

Address Line 4: Wilmington, DELAWARE 19810

NAME OF SUBMITTER:

Helen L. Winslow

Signature:

/hlw/

Date:

01/09/2012

Total Attachments: 2

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TRADEMARK

REEL: 004694 FRAME: 0448

ASSIGNMENT

This Assignment is made effective the 19th day of September, 2011 by The Timberland Company, having a business address of 200 Domain Drive, Stratham, New Hampshire 03885, and being a corporation organized under the laws of the State of Delaware ("Assignor") in favor of Timberland LLC, having a business address of 200 Domain Drive, Stratham, New Hampshire 03885, and being a limited liability company organized under the laws of the State of Delaware ("Assignee").

WITNESSETH:

WHEREAS, Assignor is the owner of all right, title, and interest in, to, and under the trademarks set forth on Exhibit A hereto (collectively, the "Trademarks");

NOW, THEREFORE, in consideration of the sale of the Trademarks, and other good and valuable consideration, the receipt of which is acknowledged, Assignor hereby assigns to Assignee all right, title, and interest in, to or arising under the Trademarks, together with the goodwill of the business symbolized thereby.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed as of the day and year first written above.

THE TIMBERLAND COMPANY

By: [Signature]
Name: Kristine E. Marvin
Title: Vice President

TIMBERLAND LLC

By: [Signature]
Name: Kristine E. Marvin
Title: Vice President

State of New Hampshire : ss.
County of Rockingham :

Signed and sworn to before me on this 6th
day of January, 2012 by Kristine E. Marvin.

[Signature]
NOTARY PUBLIC



EXHIBIT A

SCHEDULE OF TRADEMARK REGISTRATIONS AND APPLICATIONS

| <i>Country</i> | <i>Trademark</i> | <i>Application No</i> | <i>Registration No</i> | <i>Class</i> |
|----------------|--------------------------------|-----------------------|------------------------|---------------|
| United States | EARTHKEEPERS | 78/863,631 | 3,855,077 | 18, 25 |
| United States | MEASURE UP | 78/927,458 | 3,909,389 | 25 |
| United States | MOUNTAIN ATHLETICS | 75/651,637 | 2,585,760 | 25 |
| United States | PRO & Tree Design | 75/684,893 | 2,884,510 | 25 |
| United States | SMART COMFORT | 76/174,086 | 3,046,505 | 25 |
| United States | TBL | 75/248,973 | 2,112,526 | 25 |
| United States | TBL | 76/095,918 | 2,469,758 | 25 |
| United States | TIMBER TRAIL | 74/434,237 | 1,840,628 | 25 |
| United States | TIMBERLAND | 78/667,480 | 3,308,738 | 6, 18, 21, 24 |
| United States | TIMBERLAND | 73/778,473 | 1,588,288 | 42 |
| United States | TIMBERLAND | 76/381,864 | 2,932,268 | 25 |
| United States | TIMBERLAND | 75/504,013 | 2,786,701 | 20 |
| United States | TIMBERLAND | 73/453,075 | 1,300,704 | 25 |
| United States | TIMBERLAND | 74/083,462 | 1,849,012 | 9 |
| United States | TIMBERLAND & Tree Design | 73/508,847 | 1,355,531 | 25 |
| United States | TIMBERLAND (Stylized) | 73/701,652 | 1,502,204 | 18 |
| United States | TIMBERLAND (Stylized) | 73/721,904 | 1,523,598 | 25 |
| United States | TIMBERLAND (Stylized) | 73/789,928 | 1,600,223 | 3 |
| United States | TIMBERLAND (Stylized) | 73/789,751 | 1,592,927 | 14 |
| United States | TIMBERLAND BOOT COMPANY | 78/705,168 | 3,687,531 | 25 |
| United States | TIMBERLAND PRO | 75/651,639 | 2,764,528 | 25 |
| United States | TIMBERTRAIL | 73/621,361 | 1,435,776 | 25 |
| United States | TITAN | 78/364,933 | 2,979,812 | 25 |
| United States | Tree Design | 73/778,475 | 1,607,768 | 42 |
| United States | Tree Design | 76/381,869 | 2,947,228 | 25 |
| United States | Tree Design | 73/701,653 | 1,502,205 | 18 |
| United States | Tree Design | 73/824,199 | 1,607,424 | 14 |
| United States | Tree Design | 74/083,463 | 1,843,478 | 9 |
| United States | Tree Design | 73/831,211 | 1,610,987 | 3 |
| United States | Tree Design | 78/667,488 | 3,235,977 | 6, 18, 21, 24 |
| United States | Tree Design | 75/504,014 | 2,786,702 | 20 |
| United States | Tree Design | 73/721,905 | 1,552,963 | 25 |
| United States | Tree Design (Outlined Version) | 73/074,773 | 1,075,061 | 25 |
| United States | WEATHERGEAR | 74/056,552 | 1,704,991 | 18, 25 |