

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM434330

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF 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>
Hampshire Group Limited		04/18/2017	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	The Fashion Exchange LLC		
<b>Street Address:</b>	1 West 34th Street		
<b>City:</b>	New York City		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10001		
<b>Entity Type:</b>	Limited Liability Company: NEW YORK		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3939197	SCOTT JAMES	
<b>Registration Number:</b>	4337772	SCOTT JAMES	
<b>Serial Number:</b>	86337407	SCOTT JAMES	
<b>Registration Number:</b>	3124175	SPRING + MERCER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7326343511		
<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>			
<b>Phone:</b>	7326343520		
<b>Email:</b>	trademarks@ezrasutton.com		
<b>Correspondent Name:</b>	Joseph E Sutton, Esq.		
<b>Address Line 1:</b>	900 US Highway 9 N		
<b>Address Line 2:</b>	Suite 201		
<b>Address Line 4:</b>	Woodbridge, NEW JERSEY 07095		
<b>NAME OF SUBMITTER:</b>	Joseph E Sutton		
<b>SIGNATURE:</b>	/JS/		
<b>DATE SIGNED:</b>	07/10/2017		
<b>Total Attachments: 3</b>			
source=Assignment of Scott James marks and Spring Mercer mark to The Fashion Exchange April 2017#page1.tif			
source=Assignment of Scott James marks and Spring Mercer mark to The Fashion Exchange April 2017#page2.tif			

OP \$115.00 3939197



**UNITED STATES MASTER TRADEMARK ASSIGNMENT**

WHEREAS, Hampshire Group, Limited, a Delaware corporation, (“Assignor”), is the owner of the United States trademarks, trademark applications, and trademark registrations listed on Schedule A attached hereto (collectively, the “Marks”);

WHEREAS, The Fashion Exchange LLC, a New York limited liability company (“Assignee”), having a place of business at 1 West 34<sup>th</sup> Street, 10<sup>th</sup> Floor, New York, New York 10001, is desirous of acquiring the Marks and the goodwill associated therewith;

WHEREAS, Assignor has entered into a certain Asset Purchase Agreement dated January 13, 2016 by and among Assignor and Assignee (the “Purchase Agreement”); and

WHEREAS, pursuant to the Purchase Agreement, among other things, the parties hereto are to execute and deliver this United States Master Trademark Assignment in connection with the closing of the transactions contemplated thereunder.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all of Assignor’s right, title and interest in and to the Marks, together with the goodwill symbolized by such Marks, and the right to sue for and take action with respect to past infringements.

Assignor and Assignee agree that this United States Master Trademark Assignment is subject to the terms and conditions of the Purchase Agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor and Assignee have signed this United States  
Master Trademark Assignment as set forth below.

ASSIGNOR:

HAMPSHIRE GROUP, LIMITED

By: 

Name: William Drozdowski

Title: Interim CFO

Date: 4-18-17

ASSIGNEE:

THE FASHION EXCHANGE LLC

By: 

Name: Jack SARDIN

Title: President

Date: 4-18-2017

*Signature Page to U.S. Master Trademark Assignment*

**SCHEDULE A**

**The Marks**

<u>Mark</u>	<u>Country</u>	<u>Registration No.</u> or (Application No.)	<u>Registration Date</u> or (Application Date)
SCOTT JAMES	United States	3,939,197	03/29/2011
SCOTT JAMES	United States	4,337,772	05/21/2013
SCOTT JAMES	United States	(86/337407)	(07/15/2014)
SPRING + MERCER	United States	3,124,175	08/01/2006

104854179v.2