

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM594728

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
<b>SEQUENCE:</b>	2

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bluestem Brands, Inc.		08/28/2020	Corporation: DELAWARE
Northstar Holdings Inc.		08/28/2020	Corporation:
Orchard Brands Corporation		08/28/2020	Corporation:
Blair LLC		08/28/2020	Corporation:
Gold Violin LLC		08/28/2020	Limited Liability Company:
Draper's & Damon's LLC		08/28/2020	Limited Liability Company:
Orchard Brands Sales Agency, LLC		08/28/2020	Limited Liability Company:
Home Forever LLC		08/28/2020	Limited Liability Company:
Orchard Brands International, Inc.		08/28/2020	Corporation:
Haband Company LLC		08/28/2020	Limited Liability Company:
Appleseed's Holding, Inc.		08/28/2020	Corporation:
Johnny Appleseed's, Inc.		08/28/2020	Corporation:
Norm Thompson Outfitters LLC		08/28/2020	Limited Liability Company:
Wintersilks, LLC		08/28/2020	Corporation:
Value Showcase LLC		08/28/2020	Limited Liability Company:
Bluestem Sales, Inc.		08/28/2020	Corporation:

## RECEIVING PARTY DATA

<b>Name:</b>	BLST Holding Company LLC
<b>Street Address:</b>	13300 Pioneer Trail
<b>City:</b>	Eden Prairie
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	55347
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

## PROPERTY NUMBERS Total: 262

Property Type	Number	Word Mark
<b>Serial Number:</b>	77963385	AHORA SI PUEDES

OP \$6565.00 77963385

Property Type	Number	Word Mark
Serial Number:	75406940	BACKYARD LIVING
Serial Number:	86227036	ALCOVE
Serial Number:	77963410	BLUESTEM BRANDS, INC.
Serial Number:	77963432	BLUESTEM BRANDS, INC.
Serial Number:	77963397	BLUESTEM BRANDS, INC.
Serial Number:	77566576	CAREFREE LIVING
Serial Number:	73701228	CAREFREE LIVING
Serial Number:	75341842	CHEF'S MARK
Serial Number:	75980599	CHEF'S MARK
Serial Number:	86052942	CHEF'S MARK
Serial Number:	75980739	CHEF'S MARK PREFERRED QUALITY
Serial Number:	75341494	CHEF'S MARK PREFERRED QUALITY
Serial Number:	86053098	CHEF'S MARK PREFERRED QUALITY
Serial Number:	77695060	
Serial Number:	77805693	
Serial Number:	77805695	
Serial Number:	77805696	
Serial Number:	77805707	
Serial Number:	77805703	
Serial Number:	77805697	
Serial Number:	77963419	DIGITAL ZONE
Serial Number:	77295842	DIGITAL ZONE
Serial Number:	75638137	DIGITAL ZONE
Serial Number:	85359524	EASY SHOPPING, WORRY-FREE PAYMENTS
Serial Number:	78533161	FINGERHUT
Serial Number:	72428394	FINGERHUT
Serial Number:	72465973	FINGERHUT
Serial Number:	77197768	FINGERHUT FINDS
Serial Number:	85115142	FINGERHUT FRESHSTART
Serial Number:	77963506	FINGERHUT FRESHSTART
Serial Number:	77646363	GETTINGTON
Serial Number:	77695056	GETTINGTON.COM
Serial Number:	77695057	GETTINGTON.COM
Serial Number:	77695050	GETTINGTON.COM
Serial Number:	77695055	GETTINGTON.COM
Serial Number:	77796259	GETTINGTON
Serial Number:	75699395	GOOD DEALS, GREAT BUYS
Serial Number:	77795304	GOODIE BAG

Property Type	Number	Word Mark
Serial Number:	75498298	HOLIDAY BIG BOOK
Serial Number:	75838383	HOME DEALS
Serial Number:	74709163	LIFEMAX
Serial Number:	75983415	MASTER CRAFT
Serial Number:	74497165	MASTER CRAFT
Serial Number:	74399282	MASTER CRAFT
Serial Number:	75490305	MASTER CRAFT PRO
Serial Number:	77609530	MCLELAND DESIGN
Serial Number:	77633772	MORE4LIFE
Serial Number:	77084311	NOW YOU CAN!
Serial Number:	75501267	OUTDOOR SPIRIT
Serial Number:	75738979	OUTDOOR SPIRIT
Serial Number:	75501273	OUTDOOR SPIRIT
Serial Number:	75501272	OUTDOOR SPIRIT
Serial Number:	85359371	PAYCHECK DIRECT
Serial Number:	77589934	SAFELINE
Serial Number:	75659741	SPRING BIG BOOK
Serial Number:	75981566	ST. CROIX COLORS
Serial Number:	77978377	SUMMER BIG BOOK
Serial Number:	77295353	SUMMER BIG BOOK
Serial Number:	74376304	SUPER CHEF
Serial Number:	86422874	TREMONT
Serial Number:	77295364	WINTER BIG BOOK
Serial Number:	76351903	ADJUST-A-BAND
Serial Number:	73153946	AMBASSADOR
Serial Number:	78382773	BEDFORD FAIR
Serial Number:	85844105	BEDFORD FAIR
Serial Number:	78382765	BEDFORD FAIR LIFESTYLES
Serial Number:	85720906	BEDFORD FAIR LIFESTYLES
Serial Number:	78382774	BFA CLASSICS
Serial Number:	75028617	BLAIR
Serial Number:	77058143	BLAIR
Serial Number:	73450549	BLAIR
Serial Number:	77086960	BLAIR
Serial Number:	78617467	BLAIR
Serial Number:	75008109	BLAIR
Serial Number:	75097096	BLAIR
Serial Number:	73780989	BLAIR

Property Type	Number	Word Mark
Serial Number:	73402356	BLAIR
Serial Number:	74031929	BLAIR
Serial Number:	74013171	BLAIR BOUTIQUE
Serial Number:	85216117	BLAIR OUTLET
Serial Number:	73073546	BLAIRGUARD
Serial Number:	85538773	BLAIRWIK
Serial Number:	72463633	BROWNSTONE STUDIO
Serial Number:	78400389	CLOTHES THAT DO MORE FOR LESS
Serial Number:	75390967	DAVID CALAIS
Serial Number:	72308038	DRY DOCK BY SERBIN
Serial Number:	73647797	EASY LIVING
Serial Number:	73813427	ELISABETH WILLIAMS
Serial Number:	73505011	HEAVENLY COMFORT
Serial Number:	73732092	IMPROVED LIVING
Serial Number:	74145319	INTIMATE APPEAL
Serial Number:	78310426	INTIMATE APPEAL
Serial Number:	85743148	INTIMATE APPEAL
Serial Number:	73781458	IRVINE PARK
Serial Number:	72363565	JB
Serial Number:	72381037	JOHN BLAIR
Serial Number:	72200200	JOHN BLAIR
Serial Number:	85761520	JOHN BLAIR
Serial Number:	72362270	JOHN BLAIR
Serial Number:	78861661	JUDY BOND
Serial Number:	73731687	LEW MAGRAM
Serial Number:	86313317	MONTEREY BAY
Serial Number:	78242057	MONTEREY BAY CLOTHING COMPANY
Serial Number:	73508538	OLD PUEBLO TRADERS
Serial Number:	78366105	OLD PUEBLO TRADERS
Serial Number:	73525941	PERSONAL CHOICE
Serial Number:	74020955	REGALIA
Serial Number:	73658667	SCANDIA WOODS
Serial Number:	86116324	SCANDIA WOODS
Serial Number:	73687002	SERBIN SPORT
Serial Number:	73171435	SERENDIPITY
Serial Number:	78842093	SIGNATURE COLLECTION BY VICKI WAYNE
Serial Number:	74457519	SILHOUETTE SLIMMER
Serial Number:	77411053	SMART FIT

Property Type	Number	Word Mark
Serial Number:	77801841	SMARTFIT
Serial Number:	74573523	STIK-TITE
Serial Number:	73658671	TROPICOOOL
Serial Number:	85725229	TWO TWENTY
Serial Number:	73683187	UNIQUE PETITE
Serial Number:	73778622	VALUE SHOWCASE
Serial Number:	78979626	VICKI WAYNE
Serial Number:	78897880	VICKI WAYNE
Serial Number:	73508579	VICKI WAYNE'S
Serial Number:	75127842	VICKI WAYNE'S
Serial Number:	73465909	OLD PUEBLO TRADERS VICKI WAYNE'S
Serial Number:	78811142	WILLOW RIDGE
Serial Number:	73230817	BROWNSTONE STUDIO
Serial Number:	78270022	CLASSIC COMFORT
Serial Number:	75696012	D & D
Serial Number:	78371377	DD
Serial Number:	78371401	DD
Serial Number:	78371352	DRAPER'S & DAMON'S
Serial Number:	75640364	DRAPER'S & DAMON'S
Serial Number:	78193608	DRAPER'S STUDIO
Serial Number:	85728633	FOR A LIFE WELL FASHIONED
Serial Number:	78512989	SIGNATURE KNITS
Serial Number:	86118335	SLIMTACULAR
Serial Number:	86202831	SLIMTACULAR
Serial Number:	76316150	GOLD VIOLIN
Serial Number:	75871713	GOLD VIOLIN
Serial Number:	76316134	GOLD VIOLIN
Serial Number:	77777631	ACTIVE JOE
Serial Number:	76527698	ADJUST-O-PEDIC
Serial Number:	75897003	ADRIAN DELAFIELD
Serial Number:	74271881	AMERICAN SWEETHEART
Serial Number:	75896701	CASUAL JOE
Serial Number:	75896702	EXECUTIVE DIVISION
Serial Number:	77777639	FIT FOREVER
Serial Number:	77807284	H SALON BY HABAND!
Serial Number:	76357469	HABAND
Serial Number:	86059311	HABAND
Serial Number:	75896703	HABAND TRAVELERS

Property Type	Number	Word Mark
Serial Number:	76596792	HEALTHRITE
Serial Number:	86067345	INSTADRY
Serial Number:	75897002	JACK FROST
Serial Number:	77777655	LION'S DEN
Serial Number:	77777700	MOONBEAMS
Serial Number:	75896700	STAG HILL
Serial Number:	74303455	APPLESEED'S
Serial Number:	78860243	FITS YOU. FITS YOUR LIFESTYLE.
Serial Number:	73700086	FRANCISCA
Serial Number:	74691983	KORAPEL
Serial Number:	75786041	KORET
Serial Number:	78382771	KORET SOLOS
Serial Number:	77734116	LESTER SQUARE
Serial Number:	74667674	
Serial Number:	75310903	SEPARATE IMPRESSIONS BY KORET
Serial Number:	75104571	SOLOS KORET
Serial Number:	85825109	STUDIO STYLE
Serial Number:	75279150	THE KORET PERFECT FIT
Serial Number:	76339685	THE TOG SHOP
Serial Number:	74318388	THE TOG SHOP
Serial Number:	75618722	YUMMY
Serial Number:	76069582	A WORLD OF UNFORGETTABLE GIFTS
Serial Number:	74391242	ALWAYS- FIT
Serial Number:	74802278	AUTO-SIZER
Serial Number:	74391243	AUTO-SIZER
Serial Number:	75892180	CITY EXPRESS
Serial Number:	72317616	DEPARTURE
Serial Number:	74647880	DEPARTURES
Serial Number:	73194311	EARLY WINTERS
Serial Number:	73318776	EARLY WINTERS
Serial Number:	72390844	ESCAPE FROM THE ORDINARY
Serial Number:	73404671	ESCAPE FROM THE ORDINARY
Serial Number:	85844102	ESCAPE FROM THE ORDINARY
Serial Number:	75980635	FLY RIGHT
Serial Number:	74592966	FREQUENT FLYER
Serial Number:	74259147	FURNACE SHIRT
Serial Number:	77048617	GETTING OFF THE BEATEN PATH
Serial Number:	73265673	LIGHTNING BUG

Property Type	Number	Word Mark
Serial Number:	78095548	MILE MATES
Serial Number:	73249574	NORM THOMPSON
Serial Number:	73382473	NORM THOMPSON
Serial Number:	75290594	
Serial Number:	78318795	PERFECT-FIT
Serial Number:	85106284	PERFECT-FIT
Serial Number:	76338287	PRODUCTS THAT MAKE LIFE EASIER
Serial Number:	78306912	SAHALIE
Serial Number:	75868242	SAVE YOUR BACK
Serial Number:	75892183	SCOZIES
Serial Number:	75290595	SHEEPKINS
Serial Number:	75326211	SHIKARI
Serial Number:	75892182	SLUMBER SOCKS
Serial Number:	75813468	SOLTEX
Serial Number:	75501536	SOLUTIONS
Serial Number:	73591350	SOLUTIONS
Serial Number:	73806146	THE PRIMARY LAYER
Serial Number:	75892181	TRAVELER'S SUEDE
Serial Number:	76262301	WATERFRONT LIVING
Serial Number:	77465824	WOOPY
Serial Number:	75813469	ZIP DRY
Serial Number:	77797863	ORCHARD BRANDS
Serial Number:	74503005	WINTERSILKS
Serial Number:	86348647	BEDFORD FAIR
Serial Number:	86363367	BLAIR
Serial Number:	86416913	DIAMOND DENIM
Serial Number:	86348738	FIT-TACULAR
Serial Number:	86348757	FIT-TACULAR BY DRAPER'S & DAMON'S
Serial Number:	85798726	COMFORT CORNER
Serial Number:	86591410	COMFORT CORNER
Serial Number:	85768429	JACK FROST
Serial Number:	86277343	HOME FOREVER
Serial Number:	86277367	HOME FOREVER
Serial Number:	86261414	K KORET
Serial Number:	86261436	K KORET
Serial Number:	86146009	KORET SPORT
Serial Number:	86313278	WINTERSILKS
Serial Number:	87362863	ACTIVE@EASE

Property Type	Number	Word Mark
Serial Number:	86926352	ALCOVE
Serial Number:	86976753	ALCOVE
Serial Number:	87509881	AVGO
Serial Number:	86843051	COMFORT EASE
Serial Number:	87509883	GURUGEAR
Serial Number:	86933142	LIFEMAX
Serial Number:	87382845	MARK REED
Serial Number:	87216156	MONTEREY BAY
Serial Number:	87362870	NEAT-FIT
Serial Number:	87509891	NUVANO
Serial Number:	87954341	BRIGHTSIDERS
Serial Number:	86926361	OUTDOOR SPIRIT
Serial Number:	87116542	OUTDOOR SPIRIT
Serial Number:	86823575	PERSONAL CHOICE
Serial Number:	87509888	PREVARI
Serial Number:	87323716	WINTERSILKS
Serial Number:	88378588	OAK + EDISON
Serial Number:	88567560	STAR HOLLOW
Serial Number:	88364713	SUPRASUEDE BY DRAPER'S & DAMON'S
Serial Number:	88378590	THIMBLE 48
Serial Number:	88574714	TRUETT
Serial Number:	88574725	TRUETT PLUS
Serial Number:	88378581	CROSBY CHURCH
Serial Number:	88567539	GILBY + MOON
Serial Number:	87616114	HAYMAKER
Serial Number:	88619350	JJ KIDSBY
Serial Number:	88378597	NEVER MONDAY
Serial Number:	88607671	REBEL & RISE
Serial Number:	88378571	RUBY FINCH
Serial Number:	88378583	RUE VALENTINA
Serial Number:	88567314	RUE VALENTINA
Serial Number:	88413214	SATURDAY MARKET
Serial Number:	88378593	WYSH LIMITED

**CORRESPONDENCE DATA**

Fax Number: 3104079090

*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.*

Phone: 3104074000



**Email:** nmaoz@ktbslaw.com  
**Correspondent Name:** N. Maoz; KTBS Law LLP  
**Address Line 1:** 1999 Avenue of the Stars  
**Address Line 2:** 39th Floor  
**Address Line 4:** Los Angeles, CALIFORNIA 90067

<b>NAME OF SUBMITTER:</b>	Nir Maoz
<b>SIGNATURE:</b>	/Nir Maoz/
<b>DATE SIGNED:</b>	08/28/2020

**Total Attachments: 17**

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TRADEMARK ASSIGNMENT AGREEMENT

This TRADEMARK ASSIGNMENT AGREEMENT (“Agreement”) is made and entered into as of August 28, 2020, by and among Northstar Holdings Inc., Bluestem Brands, Inc., the other entities identified as “Assignors” on the signature pages hereto (each an “Assignor” and collectively, “Assignors”), and BLST Holding Company LLC (“Assignee”).

WHEREAS, Assignors are the owners, as applicable, of the entire right, title, interest and goodwill in and to all of their respective trademarks, either registered, pending or at common law, including, without limitation, the trademarks identified on Schedule A attached hereto (collectively, the “Trademarks”);

WHEREAS, this Agreement is made and entered into in connection with the Closing of the transactions contemplated by that certain Asset Purchase Agreement, dated as of March 8, 2020 (as amended, amended and restated, supplemented, or otherwise modified, the “Purchase Agreement”), by and among BLST Operating Company, LLC (“Purchaser”) and each other Person that is a signatory thereto, including, without limitation, Assignors;

WHEREAS, capitalized terms used but not defined herein shall have the respective meanings given to such terms in the Purchase Agreement;

WHEREAS, pursuant to the Purchase Agreement, each Assignor has agreed to sell, transfer, assign, convey and deliver to Purchaser, and Purchaser has agreed to purchase, acquire and accept from each Assignor, all of such Assignor’s direct or indirect right, title and interest in, to and under certain assets (including, without limitation, the Trademarks);

WHEREAS, pursuant to Section 11.9 of the Purchase Agreement, the Purchaser has designated the Assignee, and assigned to the Assignee certain rights under the Purchase Agreement, to acquire the Purchased Assets (including, without limitation, the Trademarks) of Assignors in accordance with that certain Assignment and Assumption of Asset Purchase Agreement, dated as of the date hereof, by and among the Purchaser, Assignee, and other parties thereto (the “Purchaser Assignment Agreement”);

WHEREAS, as provided in Section 11.9 of the Purchase Agreement, the assignments by Purchaser described in the preceding recital did not relieve Purchaser of liability for the Assumed Liabilities or any of Purchaser’s other obligations under the Purchase Agreement;

WHEREAS, the execution and delivery of this Agreement is required by Sections 3.2(d) and 3.3(c) of the Purchase Agreement; and

WHEREAS, this Agreement, as duly executed by each Assignee and each Assignor, is being delivered as of the date hereof by each party hereto to the other party effective as of the Closing.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Assignor hereby sells, transfers, assigns, conveys and delivers to Assignee, such Assignor’s entire worldwide right, title and interest in and to, including any and all common law rights thereto, as

well as the goodwill of the business symbolized by, the Trademarks, free and clear of all Encumbrances (other than Permitted Encumbrances), as well as any related trademark registrations, trade names, service marks, and/or trademark applications; together with all renewals thereof; all income, royalties, damages and payments now and hereafter due and/or payable with respect thereto, including, without limitation, damages and payments for past or future infringements thereof; and any and all United States and/or foreign trademark (or service mark) registrations which may be issued on same in the future except for any trademarks or related rights constituting Excluded Assets.

Together with each Assignor's worldwide right, title and interest in and to each of the Trademarks, as well as the goodwill of the business associated with said Trademarks being assigned to Assignee, are the rights to police, monitor and enforce said Trademarks against any and all past, current and future infringements (including, without limitation, the right to sue for and collect damages caused by any such infringement) which may have occurred at any time in the unlimited past, up to the date of this Agreement, together with any and all further privileges in the United States and throughout the world to establish use, ownership, and registration of the Trademarks.

In accordance with Section 8.10 of the Purchase Agreement, Assignors will cooperate with Assignee, as may be reasonably necessary or appropriate to assist and/or to enable Assignee to record or perfect the above-described transfer of Trademark rights, or to secure registration before the United States Patent and Trademark Office or any foreign trademark office, at Assignee's expense.

Each Assignor hereby further authorizes the Commissioner of Patents and Trademarks of the United States, and the appropriate official in any other country, to issue any and all trademark and service mark registrations, amended registrations and renewals that have been or may be granted upon any application or petition for same, to Assignee, and Assignee's successors and/or assigns.

Each assignor hereby grants to the designated attorneys of each Assignee the authority and power to insert on this instrument any further identification which may be necessary or desirable for purposes of recordation by the United States Patent and Trademark Office or the trademark office of any other country throughout the world.

This Agreement is executed and delivered pursuant to the Purchase Agreement. In the event of a conflict between the terms and conditions of this Agreement and the terms and conditions of the Purchase Agreement, the terms and conditions of the Purchase Agreement shall govern, supersede and prevail. Notwithstanding anything to the contrary in this Agreement, nothing herein is intended to, nor shall it, extend, amplify or otherwise alter any representation, warranty, covenant or obligation contained in the Purchase Agreement.

This Agreement is to be governed by and construed in accordance with Federal bankruptcy law, to the extent applicable, and where state law is implicated, the laws of the State of New York shall govern, without giving effect to the choice of law principles thereof (except sections 5-1401 and 5-1402 of the General Obligations Law of the State of New York), including all matters of construction, validity and performance.

For the convenience of the parties hereto, this Agreement may be executed and delivered (by facsimile or PDF signature) in any number of counterparts, each such counterpart being deemed to be an original instrument, and all such counterparts shall together constitute the same agreement.

*[The remainder of this page is intentionally left blank.]*

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date first set forth above.

ASSIGNORS:

BLUESTEM BRANDS, INC.  
NORTHSTAR HOLDINGS INC.  
ORCHARD BRANDS CORPORATION  
BLAIR LLC  
GOLD VIOLIN LLC  
DRAPER'S & DAMON'S LLC  
ORCHARD BRANDS SALES AGENCY, LLC  
HOME FOREVER LLC  
ORCHARD BRANDS INTERNATIONAL, INC.  
HABAND COMPANY LLC  
APPLESEED'S HOLDING, INC.  
JOHNNY APPLESEED'S, INC.  
NORM THOMPSON OUTFITTERS LLC  
WINTERSILKS, LLC  
VALUE SHOWCASE LLC

By: 

Name: Brad T. Atkinson

Title: Authorized Signatory

BLUESTEM SALES, INC.

By: \_\_\_\_\_

Name: Christopher Tukua

Title: Authorized Signatory

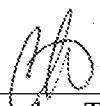
IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date first set forth above.

**ASSIGNORS:**

**BLUESTEM BRANDS, INC.  
NORTHSTAR HOLDINGS INC.  
ORCHARD BRANDS CORPORATION  
BLAIR LLC  
GOLD VIOLIN LLC  
DRAPER'S & DAMON'S LLC  
ORCHARD BRANDS SALES AGENCY, LLC  
HOME FOREVER LLC  
ORCHARD BRANDS INTERNATIONAL, INC.  
HABAND COMPANY LLC  
APPLESEED'S HOLDING, INC.  
JOHNNY APPLESEED'S, INC.  
NORM THOMPSON OUTFITTERS LLC  
WINTERSILKS, LLC  
VALUE SHOWCASE LLC**

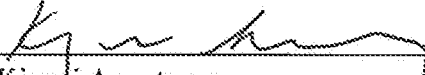
By: \_\_\_\_\_  
Name: Brad T. Atkinson  
Title: Authorized Signatory

**BLUESTEM SALES, INC.**

By:  \_\_\_\_\_  
Name: Christopher Tukua  
Title: Authorized Signatory

ASSIGNEE:

BLST HOLDING COMPANY LLC

By:   
Name: Kjersti Armstrong  
Title: Authorized Person

**SCHEDULE A**



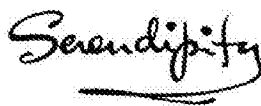
**Trademark Registrations**

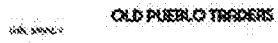
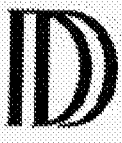

<b>Mark</b>	<b>Serial No.</b>	<b>Registration No.</b>	<b>Assignor</b>	<b>Assignee</b>
ALCOVE	86227036	5237387	Bluestem Brands, Inc.	BLST Holding Company LLC
BLUESTEM BRANDS, INC.	77963410	4,350,471	Bluestem Brands, Inc.	BLST Holding Company LLC
BLUESTEM BRANDS, INC. (Stylized in Color)	77963432	4,350,472	Bluestem Brands, Inc.	BLST Holding Company LLC
BLUESTEM BRANDS, INC. (Stylized)	77963397	4,350,470	Bluestem Brands, Inc.	BLST Holding Company LLC
CAREFREE LIVING	77566576	3,664,918	Bluestem Brands, Inc.	BLST Holding Company LLC
CAREFREE LIVING	73701228	1,505,333	Bluestem Brands, Inc.	BLST Holding Company LLC
CHEF'S MARK	75341842	2,645,988	Bluestem Brands, Inc.	BLST Holding Company LLC
CHEF'S MARK	75980599	2,489,361	Bluestem Brands, Inc.	BLST Holding Company LLC
CHEF'S MARK	86052942	4,525,250	Bluestem Brands, Inc.	BLST Holding Company LLC
CHEF'S MARK PREFERRED QUALITY and Design	75980739	2,497,159	Bluestem Brands, Inc.	BLST Holding Company LLC
CHEF'S MARK PREFERRED QUALITY and Design	75341494	2,659,758	Bluestem Brands, Inc.	BLST Holding Company LLC
CHEF'S MARK PREFERRED QUALITY and Design	86053098	4,528,776	Bluestem Brands, Inc.	BLST Holding Company LLC
DESIGN (Gettington bag logo - color)	77695060	3,897,732	Bluestem Brands, Inc.	BLST Holding Company LLC
DIGITAL ZONE	75638137	2,398,630	Bluestem Brands, Inc.	BLST Holding Company LLC
FINGERHUT	78533161	3,279,350	Bluestem Brands, Inc.	BLST Holding Company LLC
FINGERHUT	72428394	0973080	Bluestem Brands, Inc.	BLST Holding Company LLC
FINGERHUT	72465973	0999881	Bluestem Brands, Inc.	BLST Holding Company LLC
FINGERHUT FRESHSTART	85115142	4,017,087	Bluestem Brands, Inc.	BLST Holding Company LLC
FINGERHUT FRESHSTART	77963506	3,959,357	Bluestem Brands, Inc.	BLST Holding Company LLC
GETTINGTON and Design (Black/White - Horizontal)	77695056	3,887,124	Bluestem Brands, Inc.	BLST Holding Company LLC
GETTINGTON and Design (Black/White - Vertical)	77695057	3,897,731	Bluestem Brands, Inc.	BLST Holding Company LLC
GETTINGTON and Design (Color - Horizontal)	77695050	3,890,749	Bluestem Brands, Inc.	BLST Holding Company LLC
GETTINGTON and Design (Color - Vertical)	77695055	3,971,069	Bluestem Brands, Inc.	BLST Holding Company LLC
GETTINGTON.COM	77796259	3,861,855	Bluestem Brands, Inc.	BLST Holding Company LLC
GOOD DEALS, GREAT BUYS	75699395	2,503,225	Bluestem Brands, Inc.	BLST Holding Company LLC



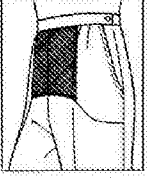

Mark	Serial No.	Registration No.	Assignor	Assignee
			Inc.	Company LLC
HOLIDAY BIG BOOK	75498298	2,386,204	Bluestem Brands, Inc.	BLST Holding Company LLC
LIFE MAX	74709163	2,099,973	Bluestem Brands, Inc.	BLST Holding Company LLC
MASTER CRAFT	75983415	2,900,086	Bluestem Brands, Inc.	BLST Holding Company LLC
MASTER CRAFT	74399282	2,196,111	Bluestem Brands, Inc.	BLST Holding Company LLC
MASTER CRAFT PRO	75490305	2,443,038	Bluestem Brands, Inc.	BLST Holding Company LLC
MCLELAND DESIGN	77609530	4,392,447	Bluestem Brands, Inc.	BLST Holding Company LLC
NOW YOU CAN	77084311	3,862,363	Bluestem Brands, Inc.	BLST Holding Company LLC
OUTDOOR SPIRIT	75501267	2,358,444	Bluestem Brands, Inc.	BLST Holding Company LLC
OUTDOOR SPIRIT	75738979	2,366,241	Bluestem Brands, Inc.	BLST Holding Company LLC
OUTDOOR SPIRIT	75501273	2,444,758	Bluestem Brands, Inc.	BLST Holding Company LLC
OUTDOOR SPIRIT	75501272	2,476,139	Bluestem Brands, Inc.	BLST Holding Company LLC
PAYCHECK DIRECT	85359371	4,180,995	Bluestem Brands, Inc.	BLST Holding Company LLC
SAFELINE	77589934	3,608,860	Bluestem Brands, Inc.	BLST Holding Company LLC
SPRING BIG BOOK	75659741	2,476,310	Bluestem Brands, Inc.	BLST Holding Company LLC
ST. CROIX COLORS	75981566	2,579,749	Bluestem Brands, Inc.	BLST Holding Company LLC
SUMMER BIG BOOK	77978377	3,732,769	Bluestem Brands, Inc.	BLST Holding Company LLC
TREMONT	86422874	5261490	Bluestem Brands, Inc.	BLST Holding Company LLC
ADJUST-A-BAND	76/351903	2793723	Blair LLC	BLST Holding Company LLC
BEDFORD FAIR	78/382773	3013102	Blair LLC	BLST Holding Company LLC
BFA CLASSICS	78/382774	2991988	Blair LLC	BLST Holding Company LLC
BLAIR	75/028617	2008690	Blair LLC	BLST Holding Company LLC
BLAIR	77/058143	3374988	Blair LLC	BLST Holding Company LLC
BLAIR	73/450549	1422914	Blair LLC	BLST Holding Company LLC
BLAIR	77/086960	3311249	Blair LLC	BLST Holding Company LLC
BLAIR	78/617467	3262468	Blair LLC	BLST Holding Company LLC
BLAIR	75/008109	2134847	Blair LLC	BLST Holding Company LLC
BLAIR	75/097096	2061091	Blair LLC	BLST Holding

Mark	Serial No.	Registration No.	Assignor	Assignee
				Company LLC
BLAIR	73/780989	1563972	Blair LLC	BLST Holding Company LLC
BLAIR	73/402356	1283914	Blair LLC	BLST Holding Company LLC
BLAIR	74/031929	1624256	Blair LLC	BLST Holding Company LLC
BLAIR BOUTIQUE	74/013171	1626066	Blair LLC	BLST Holding Company LLC
BLAIR OUTLET	85/216117	4313521	Blair LLC	BLST Holding Company LLC
BLAIRGUARD	73/073546	1051930	Blair LLC	BLST Holding Company LLC
BLAIRWIK	85/538773	4621529	Blair LLC	BLST Holding Company LLC
BROWNSTONE STUDIO	72/463633	0989000	Blair LLC	BLST Holding Company LLC
CLOTHES THAT DO MORE FOR LESS	78/400389	3019960	Blair LLC	BLST Holding Company LLC
DAVID CALAIS	75/390967	2214562	Blair LLC	BLST Holding Company LLC
DRY DOCK BY SERBIN and Design 	72/308038	0885089	Blair LLC	BLST Holding Company LLC
ELISABETH WILLIAMS	73/813427	1582710	Blair LLC	BLST Holding Company LLC
HEAVENLY COMFORT	73/505011	1370230	Blair LLC	BLST Holding Company LLC
IMPROVED LIVING	73/732092	1584039	Blair LLC	BLST Holding Company LLC
INTIMATE APPEAL	74/145319	1680348	Blair LLC	BLST Holding Company LLC
INTIMATE APPEAL	78/310426	2973895	Blair LLC	BLST Holding Company LLC
INTIMATE APPEAL	85/743148	4338741	Blair LLC	BLST Holding Company LLC
IRVINE PARK	73/781458	1558163	Blair LLC	BLST Holding Company LLC
JB and Design (Crest Logo) 	72/363565	0924751	Blair LLC	BLST Holding Company LLC
JOHN BLAIR	72/381037	0930561	Blair LLC	BLST Holding Company LLC
JOHN BLAIR	72/200200	0790047	Blair LLC	BLST Holding Company LLC
JOHN BLAIR	85/761520	4435052	Blair LLC	BLST Holding

Mark	Serial No.	Registration No.	Assignor	Assignee
				Company LLC
JOHN BLAIR	72/362270	0910968	Blair LLC	BLST Holding Company LLC
JUDY BOND	78/861661	3482356	Blair LLC	BLST Holding Company LLC
MONTEREY BAY	86/313317	4649330	Blair LLC	BLST Holding Company LLC
MONTEREY BAY CLOTHING COMPANY and Design 	78/242057	2966236	Blair LLC	BLST Holding Company LLC
OLD PUEBLO TRADERS	73/508538	1336664	Blair LLC	BLST Holding Company LLC
OLD PUEBLO TRADERS	78/366105	2991919	Blair LLC	BLST Holding Company LLC
PERSONAL CHOICE	73/525941	1360765	Blair LLC	BLST Holding Company LLC
REGALIA	74/020955	1649648	Blair LLC	BLST Holding Company LLC
SCANDIA WOODS	86/116324	4788170	Blair LLC	BLST Holding Company LLC
SERBIN SPORT	73/687002	1503096	Blair LLC	BLST Holding Company LLC
SERBIN Stylized 	71/671532	0606130	Blair LLC	BLST Holding Company LLC
SERENDIPITY Stylized 	73/171435	1133650	Blair LLC	BLST Holding Company LLC
SIGNATURE COLLECTION BY VICKI WAYNE	78/842093	3321356	Blair LLC	BLST Holding Company LLC
SILHOUETTE SLIMMER	74/457519	1991573	Blair LLC	BLST Holding Company LLC
SMART FIT	77/411053	3546229	Blair LLC	BLST Holding Company LLC
SMARTFIT	77/801841	3783780	Blair LLC	BLST Holding Company LLC
STIK-TITE	74/573523	2010722	Blair LLC	BLST Holding Company LLC
TROPICOOOL	73/658671	1469163	Blair LLC	BLST Holding Company LLC
TWO TWENTY	85/725229	4328225	Blair LLC	BLST Holding Company LLC
UNIQUE PETITE	73/683187	1499030	Blair LLC	BLST Holding Company LLC
VICKI WAYNE	78/979626	3373165	Blair LLC	BLST Holding Company LLC
VICKI WAYNE	78/897880	3393331	Blair LLC	BLST Holding Company LLC

Mark	Serial No.	Registration No.	Assignor	Assignee
VICKI WAYNE'S	73/508579	1336665	Blair LLC	BLST Holding Company LLC
VICKI WAYNE'S	75/127842	2055472	Blair LLC	BLST Holding Company LLC
VICKI WAYNE'S OLD PUEBLO TRADERS Stylized 	73/465909	1342544	Blair LLC	BLST Holding Company LLC
WILLOW RIDGE	78/811142	3193041	Blair LLC	BLST Holding Company LLC
WILROY	72/206793	0802301	Blair LLC	BLST Holding Company LLC
BROWNSTONE STUDIO	73/230817	1165943	Draper's & Damon's LLC	BLST Holding Company LLC
CLASSIC COMFORT	78/270022	2877447	Draper's & Damon's LLC	BLST Holding Company LLC
D & D	75/696012	2456703	Draper's & Damon's LLC	BLST Holding Company LLC
DD Design 	78/371377	3056392	Draper's & Damon's LLC	BLST Holding Company LLC
DRAPER'S & DAMON'S	78/371352	3036662	Draper's & Damon's LLC	BLST Holding Company LLC
DRAPER'S & DAMON'S	75/640364	2346876	Draper's & Damon's LLC	BLST Holding Company LLC
DRAPER'S STUDIO	78/193608	2766953	Draper's & Damon's LLC	BLST Holding Company LLC
FOR A LIFE WELL FASHIONED	85/728633	4331877	Draper's & Damon's LLC	BLST Holding Company LLC
SIGNATURE KNITS	78/512989	3136949	Draper's & Damon's LLC	BLST Holding Company LLC
SLIMTACULAR	86/118335	4682779	Draper's & Damon's LLC	BLST Holding Company LLC
SLIMTACULAR Logo 	86/202831	4609642	Draper's & Damon's LLC	BLST Holding Company LLC
GOLD VIOLIN	76/316150	2639135	Norm Thompson Outfitters LLC	BLST Holding Company LLC
GOLD VIOLIN	75/871713	2519292	Norm Thompson Outfitters LLC	BLST Holding Company LLC
GOLD VIOLIN	76/316134	2653990	Norm Thompson Outfitters LLC	BLST Holding Company LLC
ACTIVE JOE	77/777631	3808389	Haband Company LLC	BLST Holding Company LLC
ADRIN DELAFELD	75/897003	2457019	Haband Company LLC	BLST Holding Company LLC
AMERICAN SWEETHEART	74/271881	1797101	Haband Company LLC	BLST Holding Company LLC
CASUAL JOE	75/896701	2457017	Haband Company LLC	BLST Holding Company LLC

Mark	Serial No.	Registration No.	Assignor	Assignee
EXECUTIVE DIVISION	75/896702	2494007	Haband Company LLC	BLST Holding Company LLC
FIT FOREVER	77/777639	3830498	Haband Company LLC	BLST Holding Company LLC
H SALON BY HABAND! and Design 	77/807284	3798720	Haband Company LLC	BLST Holding Company LLC
HABAND	76/357469	2712960	Haband Company LLC	BLST Holding Company LLC
HABAND	86/059311	4657302	Haband Company LLC	BLST Holding Company LLC
HABAND TRAVELERS	75/896703	2535540	Haband Company LLC	BLST Holding Company LLC
HEALTHRITE Stylized <b>HEALTHRITE</b>	76/596792	3101303	Haband Company LLC	BLST Holding Company LLC
INSTADRY	86/067345	4650192	Haband Company LLC	BLST Holding Company LLC
JACK FROST	75/897002	2622820	Haband Company LLC	BLST Holding Company LLC
LION'S DEN	77/777655	3836754	Haband Company LLC	BLST Holding Company LLC
MOON BEAMS	77/777700	3749522	Haband Company LLC	BLST Holding Company LLC
STAG HILL	75/896700	2457016	Haband Company LLC	BLST Holding Company LLC
STONE CREEK	86724657	5291565	Haband Company LLC	BLST Holding Company LLC
APPLESEED'S	74/303455	1771355	Johnny Appleseed's, Inc.	BLST Holding Company LLC
FITS YOU. FITS YOUR LIFESTYLE.	78/860243	3788790	Johnny Appleseed's, Inc.	BLST Holding Company LLC
FRANCISCA	73/700086	1499692	Johnny Appleseed's, Inc.	BLST Holding Company LLC
KORAPEL	74/691983	1968641	Johnny Appleseed's, Inc.	BLST Holding Company LLC
KORET	75/786041	2570640	Johnny Appleseed's, Inc.	BLST Holding Company LLC
KORET SOLOS	78/382771	2925465	Johnny Appleseed's, Inc.	BLST Holding Company LLC
LESTER SQUARE	77/734116	4042496	Johnny Appleseed's, Inc.	BLST Holding Company LLC
Pant Design	74/667674	1956615	Johnny Appleseed's, Inc.	BLST Holding Company LLC

Mark	Serial No.	Registration No.	Assignor	Assignee
				
SEPARATE IMPRESSIONS BY KORET	75/310903	2134688	Johnny Appleseed's, Inc.	BLST Holding Company LLC
SOLOS KORET	75/104571	2042095	Johnny Appleseed's, Inc.	BLST Holding Company LLC
STUDIO STYLE	85/825109	4530567	Johnny Appleseed's, Inc.	BLST Holding Company LLC
THE KORET PERFECT FIT	75/279150	2176499	Johnny Appleseed's, Inc.	BLST Holding Company LLC
THE TOG SHOP	76/339685	2777318	Johnny Appleseed's, Inc.	BLST Holding Company LLC
THE TOG SHOP Stylized <b>THE TOG SHOP</b>	74/318388	1910140	Johnny Appleseed's, Inc.	BLST Holding Company LLC
YUMMY 	75618722	2675815	Johnny Appleseed Holdings Limited	BLST Holding Company LLC
A WORLD OF UNFORGETTABLE GIFTS	76/069582	2533750	Norm Thompson Outfitters LLC	BLST Holding Company LLC
ALWAYS-FIT	74/391242	1915012	Norm Thompson Outfitters LLC	BLST Holding Company LLC
AUTO-SIZER	74/802278	1924709	Norm Thompson Outfitters LLC	BLST Holding Company LLC
AUTO-SIZER	74/391243	2130811	Norm Thompson Outfitters LLC	BLST Holding Company LLC
CITY EXPRESS	75/892180	2406381	Norm Thompson Outfitters LLC	BLST Holding Company LLC
DEPARTURE	72/317616	0879325	Norm Thompson Outfitters LLC	BLST Holding Company LLC
DEPARTURES	74/647880	1976238	Norm Thompson Outfitters LLC	BLST Holding Company LLC
EARLY WINTERS	73/194311	1143074	Norm Thompson Outfitters LLC	BLST Holding Company LLC
EARLY WINTERS	73/318776	1204997	Norm Thompson Outfitters LLC	BLST Holding Company LLC
ESCAPE FROM THE ORDINARY	72/390844	0946841	Norm Thompson Outfitters LLC	BLST Holding Company LLC
ESCAPE FROM THE ORDINARY	73/404671	1284733	Norm Thompson Outfitters LLC	BLST Holding Company LLC
ESCAPE FROM THE ORDINARY	85/844102	4675893	Norm Thompson Outfitters LLC	BLST Holding Company LLC
FLY RIGHT	75/980635	2491496	Norm Thompson Outfitters LLC	BLST Holding Company LLC
FREQUENT FLYER	74/592966	1923811	Norm Thompson Outfitters LLC	BLST Holding Company LLC
FURNACE SHIRT	74/259147	1811578	Norm Thompson	BLST Holding

Mark	Serial No.	Registration No.	Assignor	Assignee
			Outfitters LLC	Company LLC
GETTING OFF THE BEATEN PATH	77/048617	3502248	Norm Thompson Outfitters LLC	BLST Holding Company LLC
LIGHTNING BUG	73/265673	1168264	Norm Thompson Outfitters LLC	BLST Holding Company LLC
MILE MATES	78/095548	2645893	Norm Thompson Outfitters LLC	BLST Holding Company LLC
NORM THOMPSON	73/249574	1224105	Norm Thompson Outfitters LLC	BLST Holding Company LLC
NORM THOMPSON	73/382473	1348672	Norm Thompson Outfitters LLC	BLST Holding Company LLC
NORM THOMPSON RAM Design 	75/290594	2139253	Norm Thompson Outfitters LLC	BLST Holding Company LLC
PERFECT-FIT	78/318795	2941000	Norm Thompson Outfitters LLC	BLST Holding Company LLC
PERFECT-FIT	85/106284	4120329	Norm Thompson Outfitters LLC	BLST Holding Company LLC
PRODUCTS THAT MAKE LIFE EASIER	76/338287	3164327	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SAHALIE	78/306912	3056248	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SAVE YOUR BACK	75/868242	2462813	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SCOZIES	75/892183	2477530	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SHEEPKINS	75/290595	2229572	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SHIKARI	75/326211	2180573	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SLUMBER SOCKS	75/892182	2415818	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SOLTEX	75/813468	2357806	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SOLUTIONS	75/501536	2369890	Norm Thompson Outfitters LLC	BLST Holding Company LLC
SOLUTIONS	73/591350	1444563	Norm Thompson Outfitters LLC	BLST Holding Company LLC
THE PRIMARY LAYER	73/806146	1580795	Norm Thompson Outfitters LLC	BLST Holding Company LLC
TRAVELER'S SUEDE	75/892181	2537693	Norm Thompson Outfitters LLC	BLST Holding Company LLC
WATERFRONT LIVING	76/262301	2614820	Norm Thompson Outfitters LLC	BLST Holding Company LLC
WOOPY	77/465824	3743647	Norm Thompson Outfitters LLC	BLST Holding Company LLC
ZIP DRY	75/813469	2516310	Norm Thompson Outfitters LLC	BLST Holding Company LLC

Mark	Serial No.	Registration No.	Assignor	Assignee
ORCHARD BRANDS	77/797863	4471073	Orchard Brands Corporation	BLST Holding Company LLC
WINTERSILKS and Design 	74/503005	1940484	Wintersilks, LLC	BLST Holding Company LLC
BEDFORD FAIR	86/348647	5050273	Blair LLC	BLST Holding Company LLC
BLAIR Logo 	86/363367	4722809	Blair LLC	BLST Holding Company LLC
DIAMOND DENIM	86/416913	4838097	Draper's & Damon's LLC	BLST Holding Company LLC
FIT-TACULAR	86/348738	4864076	Draper's & Damon's LLC	BLST Holding Company LLC
FIT-TACULAR BY DRAPER'S & DAMON'S	86/348757	4864077	Draper's & Damon's LLC	BLST Holding Company LLC
COMFORT CORNER	85/798726	5038638	Haband Company LLC	BLST Holding Company LLC
COMFORT CORNER	86/591410	5038891	Haband Company LLC	BLST Holding Company LLC
JACK FROST	85/768429	4860073	Haband Company LLC	BLST Holding Company LLC
HOME FOREVER (Horizontal Logo) 	86/277343	4775299	Orchard Brands Corporation	BLST Holding Company LLC
K KORET and Design 	86/261414	5100752	Johnny Appleseed's, Inc.	BLST Holding Company LLC
K KORET and Design 	86/261436	4978572	Johnny Appleseed's, Inc.	BLST Holding Company LLC
KORET SPORT	86/146009	4946672	Johnny Appleseed's, Inc.	BLST Holding Company LLC
WINTERSILKS	86/313278	4784451	Wintersilks, LLC	BLST Holding Company LLC
ACTIVE@EASE	87362863	5604139	Blair LLC	BLST Holding Company LLC
ALCOVE	86926352	5481555	Bluestem Brands, Inc.	BLST Holding Company LLC
ALCOVE	86976753	4796941	Bluestem Brands, Inc.	BLST Holding Company LLC
AVGO	87509881	5764248	Bluestem Brands, Inc.	BLST Holding Company LLC



Mark	Serial No.	Registration No.	Assignor	Assignee
COMFORT EASE	86843051	5021051	Blair LLC	BLST Holding Company LLC
GURUGEAR	87509883	5764249	Bluestem Brands, Inc.	BLST Holding Company LLC
LIFEMAX	86933142	5697684	Bluestem Brands, Inc.	BLST Holding Company LLC
MARK REED	87382845	5461992	Blair LLC	BLST Holding Company LLC
MONTEREY BAY	87216156	5217545	Blair LLC	BLST Holding Company LLC
NEAT-FIT	87362870	5296354	Blair LLC	BLST Holding Company LLC
NUVANO	87509891	5764250	Bluestem Brands, Inc.	BLST Holding Company LLC
BRIGHTSIDERS	87954341	5846628	Bluestem Brands, Inc.	BLST Holding Company LLC
OUTDOOR SPIRIT	86926361	5210435	Bluestem Brands, Inc.	BLST Holding Company LLC
OUTDOOR SPIRIT	87116542	5160186	Bluestem Brands, Inc.	BLST Holding Company LLC
PERSONAL CHOICE	86823575	4997332	Blair LLC	BLST Holding Company LLC
PREVARI	87509888	5829427	Bluestem Brands, Inc.	BLST Holding Company LLC
WINTERSILKS	87323716	5552984	WinterSilks, LLC	BLST Holding Company LLC
OAK + EDISON	88378588	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
STAR HOLLOW	88567560	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
SUPRASUEDE BY DRAPER'S & DAMON'S	88364713	N/A	Draper's & Damon's, Inc.	BLST Holding Company LLC
THIMBLE 48	88378590	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
TRUETT	88574714	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
TRUETT PLUS	88574725	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
CROSBY CHURCH	88378581	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
GILBY + MOON	88567539	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
HAYMAKER	87616114	N/A	Johnny Appleseed's, Inc.	BLST Holding Company LLC
JJ KIDSBY	88619350	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
NEVER MONDAY	88378597	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
REBEL & RISE	88607671	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
RUBY FINCH	88378571	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
RUE VALENTINA	88378583	N/A	Bluestem Brands,	BLST Holding

Mark	Serial No.	Registration No.	Assignor	Assignee
			Inc.	Company LLC
RUE VALENTINA	88567314	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
SATURDAY MARKET	88413214	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC
WYSH LIMITED	88378593	N/A	Bluestem Brands, Inc.	BLST Holding Company LLC