

CO-EXISTENCE AGREEMENT

WHEREAS, GMA Accessories, Inc. ("GMA"), is the owner of the following trademark registrations for the word mark CHARLOTTE: Registration #2,216,405; #2,217,341; #2,535,454; # 2,561,025; #2,412,360; #2,412,359; #2,412,36; #2,444,120; #2,412,362; and #2,682,145; and GMA has applied for registration in other classes;

WHEREAS, the University of North Carolina at Charlotte ("UNCC") is the owner of the following trademark registrations for a stylized version of the CHARLOTTE mark: Registration #1727518; #1730630; #2743638; and #2642133; and

WHEREAS, the parties agree that UNCC's mark CHARLOTTE & Design and GMA's CHARLOTTE, when considered in their entireties, are sufficiently different to avoid any likelihood of confusion.

Although both marks incorporate the common term "CHARLOTTE," UNCC's mark also incorporates a distinctive design, which is not contained in GMA's mark. This design element in UNCC's mark is a reference to its mascot, a miner. The parties agree that this design element gives UNCC's mark a different meaning from that created by GMA's mark.

The parties agree that the UNCC mark, when viewed in its entirety, is understood by consumers to refer to the university located in Charlotte, North Carolina that is associated with the University of North Carolina system.

The parties agree that it is common for consumers to purchase clothing featuring the logos and trademarks of universities, sports teams, and similar organizations. As one court noted: "We commonly identify ourselves by displaying emblems expressing

allegiances. Our jewelry, clothing and cars are emblazoned with inscriptions showing the organizations we belong to, the schools we attend, the landmarks we have visited, the sports teams we support, the beverages we imbibe." Int'l Order of Job's Daughters v. Lindeburg & Co., 208 U.S.P.Q. 718, 724 (9th Cir. 1980), cert. denied, 452 U.S. 941, 213 U.S.P.Q. 1056 (1981).

The parties agree that, as a large and well-known public university, UNCC is an organization with which many consumers want to affiliate themselves. The parties agree that these consumers are familiar with UNCC and already recognize its name, logos and trademarks. In short, the parties agree that these consumers recognize UNCC as the secondary source of the clothing that bears its name, logos and trademarks. The parties agree that this prior knowledge of UNCC, combined with the motivation behind consumer purchases in general of clothing bearing the trademarks of universities, sports, and similar organizations, significantly reduces the likelihood that any consumers would be confused between the parties' respective marks,

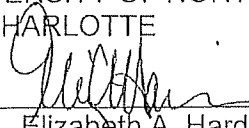
IT IS HEREBY STIPULATED AND AGREED by and between GMA and UNCC that based upon the above considerations, there is no likelihood of confusion between the two marks.


Dated: 01/31, 2007

Dated: 02-08, 2007

UNIVERSITY OF NORTH CAROLINA
AT CHARLOTTE

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