

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Trademark Security Agreement (Third Lien) (Reel/Frame 3389/0841)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Citicorp North America, Inc.		03/30/2007	CORPORATION:

RECEIVING PARTY DATA

Name:	Max Rave, LLC
Street Address:	2761 Fruitland Avenue
City:	Vernon
State/Country:	CALIFORNIA
Postal Code:	90058
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	1480207	AMERICAN HIGH
Registration Number:	1477210	AMERICAN HIGH
Registration Number:	1371904	CLOTHESETERIA
Registration Number:	1412422	IN CHARGE
Registration Number:	1285656	G + G
Registration Number:	2463053	LOLA
Registration Number:	1301774	LOLA
Registration Number:	2889805	SHOP COOL SAVE BIG
Registration Number:	2885679	SHOP COOL.SAVE BIG.
Serial Number:	78698589	LOLA
Serial Number:	78675922	LOLA
Serial Number:	76612474	MATERIAL NATION
Serial Number:	78950683	MAX RAVE
Serial Number:	78950690	MAX RAVE

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Serial Number:	78950695	MAX RAVE
Serial Number:	78950702	MAX RAVE
Serial Number:	78950705	MAX RAVE
Serial Number:	78950715	MAX RAVE

CORRESPONDENCE DATA

Fax Number: (714)755-8290
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (714) 540-1235
Email: ipdocket@LW.com, pam.pascual@LW.com
Correspondent Name: Latham & Watkins LLP
Address Line 1: 650 Town Center Drive, 20th Floor
Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	038611-0023 MAX RELEASE 3
NAME OF SUBMITTER:	Pamela Pascual
Signature:	/pamela pascual/
Date:	04/06/2007

Total Attachments: 6
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RELEASE OF TRADEMARK SECURITY AGREEMENT (THIRD LIEN)

This RELEASE, dated as of March 30, 2007, is made by Citicorp North America, Inc., in its capacity as collateral agent for the Secured Parties (together with successors and assigns in such capacity, the “**Collateral Agent**”), pursuant to the termination of the **Pledge and Security Agreement (Third Lien)**, dated as of August 24, 2006 (as amended, restated or otherwise modified, the “**Pledge and Security Agreement**”) by and among BCBG Max Azria Group, Inc., BCBG MaxAzria Holdings, Inc., BCBG MaxAzria International Holdings, Inc., Max Rave, LLC and MLA Multibrand Holdings, Inc. (collectively, “**Grantors**”) and Citicorp North America, Inc., in its capacity as collateral agent for the Secured Parties.

WITNESSETH

WHEREAS, pursuant to the **Trademark Security Agreement (Third Lien)**, by and among the Grantors and the Collateral Agent, dated August 24, 2006 (as amended, restated or otherwise modified from time to time, the “**Trademark Security Agreement**”) and recorded with the U.S. Patent and Trademark Office on September 13, 2006 at Reel/Frame Nos. 3389/0822 and 3389/0841, Grantors granted the Collateral Agent a lien on and security interest in and to all of its right, title and interest in, to and under all of its Trademark Collateral, Trademarks, and Trademark Licenses (as defined in the Trademark Security Agreement), and proceeds of any and all of the foregoing;

WHEREAS, the Collateral Agent acknowledges full payment, complete performance and satisfaction of all obligations made under the Pledge and Security Agreement and the Trademark Security Agreement;


WHEREAS, the Grantors have requested that the Collateral Agent release its security interest in the Intellectual Property in connection with the termination of the Pledge and Security Agreement and the Trademark Security Agreement;

NOW, THEREFORE, in consideration of the foregoing, the Collateral Agent hereby RELEASES, without recourse, all of its security interest in the Trademark Collateral, Trademark Licenses and Trademarks listed on Schedule I attached hereto and incorporated herein by reference (the “Released Collateral”) to Grantor.

The Collateral Agent agrees to provide the Grantors with any additional authorization necessary to effect the release of its security interest in the Released Collateral.


IN WITNESS WHEREOF, the Collateral Agent has executed this release as of the date first set forth above.

CITICORP NORTH AMERICA, INC.,
as Collateral Agent

By: 
Name: SÉBASTIEN DELASNERIE
Title: Vice President

SCHEDULE I
to
RELEASE OF TRADEMARK SECURITY AGREEMENT (THIRD LIEN)
UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

I. U.S. REGISTERED TRADEMARKS

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	BC BG	74/616,805 12/30/94	1,939,918 12/05/95
MLA Multibrand Holdings, Inc.	BC BG	75/157,819 08/28/96	2,408,974 11/28/00
MLA Multibrand Holdings, Inc.	BC BG	75/157,820 08/28/96	2,162,708 06/02/98
MLA Multibrand Holdings, Inc.	BC BG	75/157,821 08/28/96	2,166,425 06/16/98
MLA Multibrand Holdings, Inc.	BC BG	75/157,823 08/28/96	2,229,364 03/02/99
MLA Multibrand Holdings, Inc.	BC BG MAX AZRIA	75/157,824 08/28/96	2,229,365 03/02/99
MLA Multibrand Holdings, Inc.	BC BG MAX AZRIA	75/157,828 08/28/96	2,162,709 06/02/98
MLA Multibrand Holdings, Inc.	BC BG MAX AZRIA	75/157,829 08/28/96	2,229,366 03/02/99
MLA Multibrand Holdings, Inc.	BC BG MAX AZRIA	75/157,838 08/28/96	2,160,919 05/26/98
MLA Multibrand Holdings, Inc.	BCBG	76/208,759 02/12/01	2,581,591 06/18/02
MLA Multibrand Holdings, Inc.	BCBG	76/208,760 02/12/01	2,872,074 08/10/04
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA	75/157,827 08/28/96	2,362,512 06/27/00
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA	76/208,758 02/12/01	2,581,590 06/18/02
MLA Multibrand Holdings, Inc.	BCBGIRLS	76/203,762 01/31/01	2,622,150 09/17/02
MLA Multibrand Holdings, Inc.	BCBGirls	76/402,575 04/29/02	2,754,256 08/19/03
MLA Multibrand Holdings, Inc.	BCBGIRLS	78/181,772 11/05/02	2,968,181 07/12/05
MLA Multibrand Holdings, Inc.	HERVE LEGER	75/062,842 02/26/96	2,090,637 08/26/97
MLA Multibrand Holdings, Inc.		75/062,840 02/26/96	2,062,875 05/20/97
MLA Multibrand Holdings, Inc.	MAXIME	75/519,725 07/16/98	2,285,116 10/12/99
MLA Multibrand Holdings, Inc.	PARALLEL	74/256,975 03/19/92	1,747,190 01/19/93

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	TO THE MAX	73/571,757 12/05/85	1,401,347 07/15/86
MLA Multibrand Holdings, Inc.	BCBG ATTITUDE	78/455,976 07/23/04	3094172 5/16/06
Max Rave, LLC	AMERICAN HIGH & DESIGN	73/671818 7/13/87	1480207 3/8/98
Max Rave, LLC	AMERICAN HIGH (STYLIZED)	73/671606 7/13/87	1477210 2/16/88
Max Rave, LLC	CLOTHESETERIA	73/529995 4/1/85	1371904 11/19/85
Max Rave, LLC	IN CHARGE & DESIGN	73/585183 2/28/86	1412422 10/07/86
Max Rave, LLC	G+G	73424908 5/9/83	1285656 7/10/84
Max Rave, LLC	LOLA & DESIGN	75135489 7/17/96	2463053 6/26/01
Max Rave, LLC	LOLA & DESIGN	73326612 9/3/81	1301774 10/23/84
Max Rave, LLC	SHOP COOL SAVE BIG	76453641 9/30/02	2889805 9/28/04
Max Rave, LLC	SHOP COOL . SAVE BIG	76453639 9/30/02	2885679 9/21/04

II. U.S. TRADEMARK APPLICATIONS

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	BCBGUYS	78/303,559 09/22/03	pending
MLA Multibrand Holdings, Inc.	PARALLEL	78/325,806 11/10/03	Pending
MLA Multibrand Holdings, Inc.	PARALLEL	78/534,723 12/17/04	Pending
MLA Multibrand Holdings, Inc.	PARALLEL	78/534,734 12/17/04	Pending
MLA Multibrand Holdings, Inc.	PARALLEL	78/534,742 12/17/04	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897524 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897535 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897527 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897514 5/31/06	Pending

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897511 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897519 5/31/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862087 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862113 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862110 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862116 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862121 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862134 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX AND CLEO	78/746383 11/3/05	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/827908 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/827937 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/837138 3/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/827925 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/828014 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA COLLECTION	78/827896 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAXIMUS	78/846021 3/24/06	Pending
MLA Multibrand Holdings, Inc.	MAXIMUS	78/846033 3/24/06	Pending
Max Rave, LLC	LOLA	78/698589 8/23/05	Pending
Max Rave, LLC	LOLA	78/675922 7/22/05	Pending
Max Rave, LLC	MATERIAL NATION	76/612474 9/22/04	Pending
Max Rave, LLC	MAX RAVE	78/950683 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950690 8/11/06	Pending

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
Max Rave, LLC	MAX RAVE	78/950695 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950702 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950705 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950715 8/11/06	Pending

III. STATE TRADEMARK REGISTRATIONS

Owner	State	Mark	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	California	TO THE MAX	93049 09/25/90