

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Kenneth Cole Productions (LIC), LLC		07/30/2009	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	JPMorgan Chase Bank, N.A., as Administrative Agent
Street Address:	10 South Dearborn
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	National Banking Association: UNITED STATES

**PROPERTY NUMBERS Total: 156**

Property Type	Number	Word Mark
Serial Number:	77790830	TRIBECA
Serial Number:	77792212	VINTAGE BLACK
Serial Number:	77791936	VINTAGE BLACK
Registration Number:	3287838	KENNETH COLE NEW YORK WITH SILVER TECHNOLOGY
Serial Number:	78812605	RSVP
Registration Number:	3211891	
Registration Number:	3187358	KENNETH COLE NEW YORK
Registration Number:	3187359	KENNETH COLE NEW YORK
Serial Number:	77098932	KID COLE
Registration Number:	1372672	KENNETH COLE
Registration Number:	1455871	KENNETH COLE
Registration Number:	1558017	KENNETH COLE
Registration Number:	2170135	KENNETH COLE

CH \$3915.00 77790830

Registration Number:	1968821	KENNETH COLE
Registration Number:	1458352	KENNETH COLE
Registration Number:	2179237	KENNETH COLE
Registration Number:	1999096	KENNETH COLE NEW YORK
Registration Number:	2034269	KENNETH COLE NEW YORK
Registration Number:	2179155	KENNETH COLE NEW YORK
Registration Number:	1991610	KENNETH COLE REACTION
Registration Number:	2698003	KENNETH COLE REACTION
Registration Number:	2068076	KENNETH COLE REACTION
Registration Number:	2154344	KENNETH COLE REACTION
Registration Number:	2186930	KENNETH COLE REACTION
Registration Number:	2237071	KENNETH COLE REACTION
Registration Number:	1502318	UNLISTED
Registration Number:	1840545	UNLISTED
Registration Number:	2137064	UNLISTED
Registration Number:	1850351	UNLISTED
Registration Number:	1920896	UNLISTED
Registration Number:	2008297	UNLISTED
Registration Number:	2345847	REACTION
Registration Number:	2532363	REACTION
Registration Number:	2666727	REACTION
Registration Number:	2248481	REACTION
Registration Number:	2189378	REACTION
Registration Number:	2594660	REACTION KENNETH COLE
Registration Number:	1693132	TRIBECA
Registration Number:	2255844	TRIBECA
Registration Number:	2119463	KENNETH COLE COLLECTION
Registration Number:	2501173	KC NEW YORK
Registration Number:	2289406	KCP
Registration Number:	3027396	ARE YOU PUTTING US ON?
Registration Number:	2387696	KENNETH COLE NEW YORK
Registration Number:	2440362	UNLISTED
Registration Number:	2808939	R
Registration Number:	2602004	REACTION
Registration Number:	2362439	REACTION KENNETH COLE

Registration Number:	2976630	UNLISTED
Registration Number:	3051274	TRIBECA
Registration Number:	3204552	
Registration Number:	3214052	
Registration Number:	2821627	R/R
Registration Number:	2943676	GENTLE SOULS
Registration Number:	2858116	THE FILER
Registration Number:	3220800	KENNETH COLE REACTION
Registration Number:	3220801	KENNETH COLE REACTION
Registration Number:	3220802	KENNETH COLE REACTION
Serial Number:	78741626	KENNETH COLE REACTION
Serial Number:	78741662	KENNETH COLE REACTION
Serial Number:	78742613	KENNETH COLE REACTION RXN
Serial Number:	78742637	KENNETH COLE REACTION RXN
Registration Number:	3202979	R
Serial Number:	78742607	RXN
Serial Number:	78742664	RXN
Serial Number:	78742669	KENNETH COLE REACTION RXN
Serial Number:	77017930	K C LINE
Registration Number:	3286877	
Registration Number:	3187354	KENNETH COLE NEW YORK
Registration Number:	3187356	KENNETH COLE NEW YORK
Registration Number:	3187357	KENNETH COLE NEW YORK
Serial Number:	77017955	K C LINE
Serial Number:	78849211	TEMPASURE
Registration Number:	3309977	KENNETH COLE REACTION THERMAL
Serial Number:	77017888	K C LINE
Serial Number:	77017838	K CITY
Serial Number:	77017918	K C LINE
Serial Number:	77017824	K CITY
Serial Number:	77017851	K CITY
Serial Number:	77017858	K CITY
Serial Number:	77017868	K CITY
Serial Number:	77017881	K C LINE
Serial Number:	77090296	AMANDA COLE

Serial Number:	77090338	EMILY COLE
Serial Number:	77090318	EMILY COLE
Serial Number:	77090278	AMANDA COLE
Registration Number:	3427910	THE AWEARNESS FUND
Registration Number:	3278046	RSVP
Serial Number:	77141628	AWEARNESS - KENNETH COLE
Serial Number:	77391471	LE TIGRE
Serial Number:	77657577	-KC
Serial Number:	77657599	-KC
Serial Number:	77657648	-KC
Serial Number:	77657560	-KC
Serial Number:	77657721	-KC
Registration Number:	3596880	
Registration Number:	3596879	
Serial Number:	77656293	
Serial Number:	77692814	GENTLE SOULS
Serial Number:	77678702	RRRR
Serial Number:	77678715	RRRR
Serial Number:	77678748	RRRR
Serial Number:	78465904	LE TIGRE
Serial Number:	78465950	LE TIGRE
Serial Number:	78465889	LE TIGRE
Serial Number:	78465940	LE TIGRE
Serial Number:	78465933	LE TIGRE
Serial Number:	78465957	
Serial Number:	78465892	LE TIGRE
Serial Number:	78465899	LE TIGRE
Serial Number:	78465966	
Serial Number:	78196680	LE TIGRE
Serial Number:	78465944	LE TIGRE
Registration Number:	1186863	LE TIGRE
Serial Number:	78196385	LE TIGRE, JR.
Serial Number:	78465877	LE TIGRE
Serial Number:	78465915	LE TIGRE
Registration Number:	3620868	

Serial Number:	78465979	
Serial Number:	77391521	LE TIGRE
Serial Number:	78465961	
Serial Number:	77602190	TRIBECA
Serial Number:	77728961	KENNETH COLE
Serial Number:	77435877	LE TIGRE
Serial Number:	77435889	LE TIGRE
Serial Number:	77435777	LE TIGRE
Serial Number:	77435793	LE TIGRE
Serial Number:	77435851	LE TIGRE
Serial Number:	77435805	LE TIGRE
Serial Number:	77435828	LE TIGRE
Serial Number:	77435864	LE TIGRE
Serial Number:	77448487	LE TIGRE
Serial Number:	77448326	LE TIGRE
Serial Number:	77448503	LE TIGRE
Serial Number:	77470381	UNLISTED
Registration Number:	3478339	RXN
Serial Number:	77478814	GENTLE SOULS
Serial Number:	77478861	GENTLE SOULS
Serial Number:	77505505	LE TIGRE
Serial Number:	77739935	RRRR
Serial Number:	77755053	TRIBECA
Serial Number:	77759837	RXN
Serial Number:	77742863	KENNETH COLE SELECT
Serial Number:	77725686	EXCLUSIVE 9-2-5 TECHNOLOGY
Serial Number:	77725693	-KENNETH COLE NEW YORK EXCLUSIVE 9-2-5 TECHNOLOGY
Serial Number:	77778416	RXN
Serial Number:	77778186	RXN
Serial Number:	77778329	RXN
Serial Number:	77778404	KENNETH COLE REACTION
Serial Number:	77770402	R
Serial Number:	77770418	R
Serial Number:	77773308	

Serial Number:	77773357	
Serial Number:	77773324	
Serial Number:	77773336	
Serial Number:	77656261	

**CORRESPONDENCE DATA**

Fax Number: (214)981-3400  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 214-981-3483  
Email: dclark@sidley.com  
Correspondent Name: Dusan Clark, Esq.  
Address Line 1: Sidley Austin LLP  
Address Line 2: 717 N. Harwood St., Suite 3400  
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	36084-36910
NAME OF SUBMITTER:	Dusan Clark
Signature:	/Dusan Clark/
Date:	08/03/2009

Total Attachments: 13  
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**CONFIRMATORY GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Confirmatory Grant") is made effective as of July 30, 2009 by and from Kenneth Cole Productions (LIC), LLC, a Delaware limited liability company (the "Grantor"), to and in favor of JPMORGAN CHASE BANK, N.A., for itself and as Administrative Agent for the Secured Parties (as defined in the Credit Agreement referenced below) (in such capacities, the "Grantee").

WHEREAS, Kenneth Cole Productions, Inc. (the "Borrower"), the Lenders and the Grantee have entered into an Amended and Restated Credit Agreement dated as of July 30, 2009 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, the Grantor, along with certain other Subsidiaries of the Borrower, has guaranteed the repayment of the Secured Obligations pursuant to an Amended and Restated Guaranty dated as of July 30, 2009 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Guaranty").

WHEREAS, the Borrower, the Grantor and certain other Subsidiaries of the Borrower have entered into a Pledge and Security Agreement dated as of July 30, 2009 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, the Grantor owns the trademarks listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted under the Security Agreement to the Grantee for the benefit of the Secured Parties. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of (i) all the Secured Obligations and (ii) all of the obligations and liabilities of the Subsidiary Grantors under the Guaranty. Upon the payment in full of all Secured Obligations (other than Unliquidated Obligations), the Grantee shall promptly, upon such satisfaction, execute, acknowledge, and

deliver to the Grantor all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under the Security Agreement and this Confirmatory Grant.

(b) The Grantor hereby grants to the Grantee a security interest in (1) all of the Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds of the Trademarks, (3) the goodwill associated with such Trademarks and (4) all causes of action arising prior to or after the date hereof for infringement of the Trademarks or unfair competition regarding the same.

3) Counterparts. This Confirmatory Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) Governing Law. This Confirmatory Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

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IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant effective as of the date first written above.

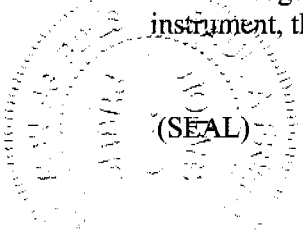
KENNETH COLE PRODUCTIONS (LIC), LLC

By: KENNETH COLE PRODUCTIONS, INC.  
MANAGING MEMBER

By: David B. Edelman  
Name: David Edelman  
Title: Chief Financial Officer & Treasurer

STATE OF NEW YORK     )  
NEW YORK COUNTY     )

On July 27, 2009, before me, Paul A. Friedman, Notary Public, personally appeared David Edelman, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.



Paul A. Friedman

Notary Public, State of New York

My Commission Expires: December 24, 2012 *2011*

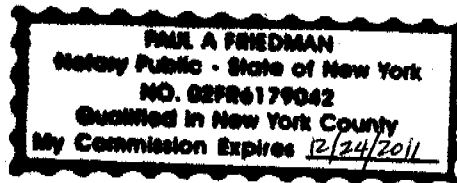


Exhibit A- Trademarks

<u>Mark</u>	<u>App. #</u>	<u>App. Dt</u>	<u>Reg. #</u>	<u>Reg. Dt</u>
TRIBECA	77790830	7/28/2009		
VINTAGE BLACK	77792212	7/30/2009		
VINTAGE BLACK	77791936	7/30/2009		
KENNETH COLE NEW YORK WITH SILVER TECHNOLOGY	78671172	7/15/2005	3287838	9/4/2007
RSVP	78812605	2/10/2006		
R (lowercase) in Circle Design	78624884	5/6/2005	3211891	2/20/2007
KENNETH COLE NEW YORK	78830120	3/6/2006	3187358	12/19/2006
KENNETH COLE NEW YORK	78830136	3/6/2006	3187359	12/19/2006
KID COLE	77098932	2/5/2007		
KENNETH COLE	73435749	7/22/1983	1372672	11/26/1985
KENNETH COLE	73636478	12/22/1986	1455871	9/1/1987
KENNETH COLE	73773738	1/9/1989	1558017	9/26/1989
KENNETH COLE	75136582	7/19/1996	2170135	6/30/1998
KENNETH COLE	74479919	1/14/1994	1968821	4/16/1996
KENNETH COLE	73642546	2/2/1987	1458352	9/22/1987
KENNETH COLE	75168664	9/19/1996	2179237	8/4/1998

KENNETH COLE NEW YORK (STYLIZED)	74593491	11/1/1994	1999096	9/10/1996
KENNETH COLE NEW YORK (STYLIZED)	74618315	1/5/1995	2034269	1/28/1997
KENNETH COLE NEW YORK	75136583	7/19/1996	2179155	8/4/1998
KENNETH COLE REACTION	74479246	1/12/1994	1991610	8/6/1996
KENNETH COLE REACTION	75426573	1/30/1998	2698003	3/18/2003
KENNETH COLE REACTION	75975998	4/25/1994	2068076	6/3/1997
KENNETH COLE REACTION	75976921	5/7/1996	2154344	4/28/1998
KENNETH COLE REACTION	75977562	5/22/1996	2186930	9/1/1998
KENNETH COLE REACTION	75100283	5/7/1996	2237071	4/6/1999
UNLISTED	73704482	1/7/1988	1502318	8/30/1988
UNLISTED	74362273	2/26/1993	1840545	6/21/1994
UNLISTED	75230754	1/24/1997	2137064	2/17/1998
UNLISTED	74058799	4/23/1990	1850351	8/16/1994
UNLISTED	74364972	3/5/1993	1920896	9/19/1995
UNLISTED	75008987	10/23/1995	2008297	10/15/1996
REACTION (WORD MARK)	75108104	5/22/1996	2345847	4/25/2000

REACTION (WORD MARK)	75339869	8/12/1997	2532363	1/22/2002
REACTION (WORD MARK)	75450061	3/13/1998	2666727	12/24/2002
REACTION	75156743	8/27/1996	2248481	6/1/1999
REACTION	75339870	8/12/1997	2189378	9/15/1998
REACTION KENNETH COLE (STYLIZED)	75599230	12/3/1998	2,594,660	7/16/2002
TRIBECA	74073979	6/29/1990	1693132	6/9/1992
TRIBECA	75165568	9/13/1996	2255844	6/22/1999
KENNETH COLE COLLECTION (STYLIZED)	75180360	10/11/1996	2119463	12/9/1997
KC NEW YORK (STYLIZED)	75378285	10/23/1997	2501173	10/30/2001
KCP	75367427	10/3/1997	2289406	10/26/1999
ARE YOU PUTTING US ON?	78440158	6/23/2004	3027396	12/13/2005
KENNETH COLE NEW YORK (STYLIZED)	75806549	9/23/1999	2387696	9/19/2000
UNLISTED & DESIGN	75823814	10/15/1999	2440362	4/3/2001
Jeans Pocket Stitching Design	75880997	12/27/1999	2808939	1/27/2004
REACTION	75941836	3/11/2000	2,602,004	7/30/2002
REACTION KENNETH COLE (STYLIZED)	75978961	12/3/1998	2362439	6/27/2000
UNLISTED (STYLIZED)	76223435	3/12/2001	2,976,630	7/26/2005

TRIBECA	76257639	5/16/2001	3,051,274	1/24/2006
R (lowercase) in Circle Design	78624911	5/6/2005	3204552	1/30/2007
R (lowercase) in Circle Design	78624927	5/6/2005	3214052	2/27/2007
R/R	76405240	5/8/2002	2821627	3/9/2004
GENTLE SOULS	78311983	10/10/2003	2943676	4/26/2005
THE FILER	78276707	7/21/2003	2858116	6/29/2004
KENNETH COLE REACTION	78741568	10/27/2005	3220800	3/20/2007
KENNETH COLE REACTION	78741595	10/27/2005	3220801	3/20/2007
KENNETH COLE REACTION	78741611	10/27/2005	3220802	3/20/2007
KENNETH COLE REACTION	78741626	10/27/2005		
KENNETH COLE REACTION	78741662	10/27/2005		
KENNETH COLE REACTION RXN	78742613	10/28/2005		
KENNETH COLE REACTION RXN	78742637	10/28/2005		
R (lowercase) in Circle Design	78741414	10/27/2005	3202979	1/23/2007
RXN	78742607	10/28/2005		
RXN	78742664	10/28/2005		
KENNETH COLE REACTION RXN	78742669	10/28/2005		

K C LINE	77017930	10/10/2006		
R (lowercase) in Circle Design	78624947	5/6/2005	3286877	8/28/2007
KENNETH COLE NEW YORK	78830037	3/6/2006	3187354	12/19/2006
KENNETH COLE NEW YORK	78830087	3/6/2006	3187356	12/19/2006
KENNETH COLE NEW YORK	78830106	3/6/2006	3187357	12/19/2006
K C LINE	77017955	10/10/2006		
TEMPASURE	78849211	3/29/2006		
KENNETH COLE REACTION THERMAL	78951285	8/14/2006	3309977	10/9/2007
K C LINE	77017888	10/10/2006		
K CITY	77017838	10/10/2006		
K C LINE	77017918	10/10/2006		
K CITY	77017824	10/10/2006		
K CITY	77017851	10/10/2006		
K CITY	77017858	10/10/2006		
K CITY	77017868	10/10/2006		
K C LINE	77017881	10/10/2006		

AMANDA COLE	77090296	1/24/2007		
EMILY COLE	77090338	1/24/2007		
EMILY COLE	77090318	1/24/2007		
AMANDA COLE	77090278	1/24/2007		
THE AWEARNESS FUND	77201261	6/8/2007	3427910	5/13/2008
RSVP	78978434	2/10/2006	3278046	8/7/2007
AWEARNESS - KENNETH COLE	77141628	3/27/2007		
LE TIGRE	77391471	2/7/2008		
KC (STYLIZED)	77657577	1/27/2009		
KC (STYLIZED)	77657599	1/27/2009		
KC (STYLIZED)	77657648	1/27/2008		
KC (STYLIZED)	77657560	1/27/2008		
KC (STYLIZED)	77657721	1/27/2008		
Jeans Pocket Stitching	77611793	11/11/2008	3596880	3/24/2009
Jeans Pocket Stitching	77611739	11/11/2008	3596879	3/24/2009
Pocket Stitching	77656293	1/26/2009		
Pocket Stitching	77656261	1/26/2009		

GENTLE SOULS	77692814	3/17/2009		
R (lowercase) in Circle Design	77678702	2/26/2009		
R (lowercase) in Circle Design	77678715	2/26/2009		
R (lowercase) in Circle Design	77678748	2/26/2009		
LE TIGRE and Design	78465904	8/11/2004		
LE TIGRE (Stylized)	78465950	8/11/2004		
LE TIGRE and Design	78465889	8/11/2004		
LE TIGRE (Stylized)	78465940	8/11/2004		
LE TIGRE (Stylized)	78465933	8/11/2004		
Miscellaneous Design (Le Tigre)	78465957	8/11/2004		
LE TIGRE and Design	78465892	8/11/2004		
LE TIGRE and Design	78465899	8/11/2004		
Miscellaneous Design (Le Tigre)	78465966	8/11/2004		
LE TIGRE	78196680	12/20/2002		
LE TIGRE (Stylized)	78465944	8/11/2004		
LE TIGRE	73256611	4/3/1980	1186863	1/19/1982
LE TIGRE, JR	78196385	12/19/2002		



LE TIGRE and Design	78465877	8/11/2004		
LE TIGRE (Stylized)	78465915	8/11/2004		
Miscellaneous Design (Le Tigre)	78465960	8/11/2004	3620868	5/12/2009
Miscellaneous Design (Le Tigre)	78465979	8/11/2004		
LE TIGRE and Design	77391521	2/7/2008		
Miscellaneous Design (Le Tigre)	78465961	8/11/2004		
TRIBECA	77602190	10/28/2008		
KENNETH COLE	77728961	5/5/2009		
LE TIGRE and Design	77435877	3/31/2008		
LE TIGRE and Design	77435889	3/31/2008		
LE TIGRE	77435777	3/31/2008		
LE TIGRE	77435793	3/31/2008		
LE TIGRE (Stylized)	77435851	3/31/2008		
LE TIGRE	77435805	3/31/2008		
LE TIGRE	77435828	3/31/2008		
LE TIGRE (Stylized)	77435864	3/31/2008		
LE TIGRE (Stylized)	77448487	4/15/2008		

LE TIGRE	77448326	4/15/2008		
LE TIGRE and Design	77448503	4/15/2008		
UNLISTED	77470381	5/9/2008		
RXN	78980317	10/28/2005	3478339	7/29/2008
GENTLE SOULS	77478814	5/20/2008		
GENTLE SOULS	77478861	5/20/2008		
LE TIGRE	77505505	6/23/2008		
R (lowercase) in Circle Design	77739935	5/19/2009		
TRIBECA	77755053	6/9/2009		
RXN	77759837	6/15/2009		
KENNETH COLE SELECT	77742863	3/22/2009		
EXCLUSIVE 9.2.5 TECHNOLOGY	77725686	4/30/2009		
KENNETH COLE NEW YORK EXCLUSIVE 9.2.5 TECHNOLOGY	77725693	4/30/2009		
RXN	77778416	7/10/2009		
RXN	77778186	7/10/2009		
RXN	77778329	7/10/2009		

KENNETH COLE REACTION	77778404	7/10/2009
R (STYLIZED) [R IN CIRCLE]	77770402	10/29/2009
R (STYLIZED) [R IN CIRCLE]	77770418	6/29/2009
Design of Two Stud Heads	77773308	7/2/2009
Design of Four Screw Heads	77773357	4/2/2009
Design of Stud Head	77773324	7/2/2009
Design of Screw Head	77773336	7/2/2009