

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association		11/30/2010	Bank:

RECEIVING PARTY DATA

Name:	Aeorgroup International Holdings LLC
Street Address:	201 Meadow Road
City:	Edison
State/Country:	NEW JERSEY
Postal Code:	08817
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	1756927	AEROSOLE
Registration Number:	1953875	
Registration Number:	2078534	AEROSOLE
Registration Number:	2052137	TWIST & SHOUT FOREVER
Registration Number:	2064613	
Registration Number:	2062730	1-800-79TWIST
Registration Number:	2108668	DEEP E
Registration Number:	2106760	E
Registration Number:	2069963	WHAT'S WHAT
Registration Number:	2055618	WHAT'S WHAT
Registration Number:	2144257	THEY'RE NOT JUST SHOES, THEY'RE AEROSOLS
Registration Number:	2116138	
Registration Number:	2190746	AEROSOLS
Registration Number:	2190880	AEROSOLS

TRADEMARK

900178512

REEL: 004429 FRAME: 0933

OP \$590.00 1756927

Registration Number:	2186082	SUSTANA
Registration Number:	2384266	SUSTANA
Registration Number:	2648060	AEROSOLES
Registration Number:	2632787	AEROLOGY
Registration Number:	2737666	A
Serial Number:	75286782	SUSTANA
Serial Number:	75621176	NATIVA
Serial Number:	75634596	SOLE OF THE RAINFOREST
Serial Number:	75934197	EARTHPRINTS

CORRESPONDENCE DATA

Fax Number: (212)754-0330
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 907-7300
Email: rsilverman@golenbock.com
Correspondent Name: Robin E. Silverman
Address Line 1: 437 Madison Avenue
Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Robin E. Silverman
Signature:	/Robin E. Silverman/
Date:	12/11/2010

Total Attachments: 5
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TRADEMARK SECURITY RELEASE

This TRADEMARK SECURITY RELEASE is made as of November 30, 2010 by Wells Fargo Bank, National Association (successor-by-merger to First Union National Bank) (“*Lender*”).

WITNESSETH:

WHEREAS, First Union National Bank (“*First Union*”) and Aerogroup International Inc., (“*AIF*”), are party to Security Agreement (Trademarks) made as of March 14, 2001 (the “*Security Agreement*”), pursuant to which AII granted security interests to First Union in, among other things, the Trademarks listed on Schedule I, attached hereto and incorporated herein by reference, as security for certain obligations owing by AII to First Union;

WHEREAS, the Security Agreement was recorded by the Assignment Division of the United States Patent and Trademark Office on or about March 26, 2001 at Reel and Frame number 2267/0970;

WHEREAS, Aerogroup International Holdings LLC (“*AIH*”) is the successor in interest to AII with respect to the Trademarks; and

WHEREAS, AIH has requested that Lender release its security interest in the Trademarks and reassign the same to AIH;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Lender hereby terminates and releases all of its liens and security interests in and to all right, title and interest in and to all of the following (the “*Trademark Collateral*”):

(a) all of the Trademarks, including but not limited to those set forth on Schedule I;

(b) all reissues, continuations or extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, each Trademark; and

(d) all proceeds of the foregoing, including any claims against third parties for past, present, future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark, to the fullest extent permitted by law.

As used herein, the following term shall have the following meaning:

“*Trademark*” means (a) all of the trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers owned by or on behalf of AIH and/or AII and all goodwill associated therewith, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, whether registered or applied for by or on behalf of AIH, AII or otherwise, in the United States Patent and Trademark Office or in any similar office or agency of the United States, any State thereof or any other country or any political subdivision thereof, or otherwise, and all common-law rights related thereto, and (b) the right to obtain all renewals thereof.

2. Lender hereby reassigns, grants and conveys to AIH, without any representation, recourse or undertaking by Lender, all of Lender's right, title and interest in and to the Trademark Collateral, and the goodwill of AIH's business connected with the use of and symbolized by the Trademark Collateral.

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[Signature Page Follows]*

IN WITNESS WHEREOF, Lender has caused this Release to be duly executed by its duly authorized officer as of the day and year first above written.

Wells Fargo Bank, NA (successor-by-merger to First Union National Bank)

By: *Crystee CirIELLI*
Name: *Crystee CirIELLI*

SCHEDULE I
(2001)

<u>MARK</u>	<u>SERIAL NO.</u> <u>REGISTRATION NO.</u>
AEROSOLE	74/103178 1,756,927
MISCELLANEOUS DESIGN	74/116881 1,953,875
AEROSOLE	75/018136 2,078,534
TWIST & SHOUT FOREVER	75/018138 2,052,137
MISCELLANEOUS DESIGN	75/018145 2,064,613
1-800-79TWIST	75/018217 2,062,730
DEEP E	75/143580 2,108,668
E	75/143581 2,106,760
WHAT'S WHAT	75/147924 2,069,963
WHAT'S WHAT	75/184699 2,055,618
THEY'RE NOT JUST SHOES, THEY'RE AEROSOLE	75/196152 2,144,257
MISCELLANEOUS DESIGN	75/202646 2,116,138
SUSTANA	75/286782
AEROSOLES	75/326289 2,190,746
AEROSOLES	75/341964 2,190,880
NATIVA	75/621176
SOLE OF THE RAINFOREST	75/634596
EARTHPRINTS	75/934197
SUSTANA	75/977070 2,186,082

SCHEDULE I
(2001)

<u>MARK</u>	<u>SERIAL NO.</u> <u>REGISTRATION NO.</u>
SUSTANA	75/979589 2,384,266
AEROSOLES	76/081647 2,648,060
AEROLOGY	76/122939 2,632,787
A	76/154574 2,737,666