

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| 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: 17 | | | |
| 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: | 2069963 | WHAT'S WHAT | |
| Registration Number: | 2055618 | WHAT'S WHAT | |
| Registration Number: | 2144257 | THEY'RE NOT JUST SHOES, THEY'RE AEROSOLES | |
| Registration Number: | 2116138 | | |
| Registration Number: | 2190746 | AEROSOLES | |
| Registration Number: | 2190880 | AEROSOLES | |
| Registration Number: | 2648060 | AEROSOLES | |
| Registration Number: | 2632787 | AEROLOGY | |

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|----------------------|---------|-------------|
| Registration Number: | 2610621 | WHAT'S WHAT |
| Registration Number: | 2659208 | AEROSOLES |
| Registration Number: | 2914111 | A 2 |

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

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

Total Attachments: 4
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source=Trademark Release 2002#page3.tif
source=Trademark Release 2002#page4.tif

TRADEMARK SECURITY RELEASE

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

WITNESSETH:

WHEREAS, Wachovia Bank National Bank ("*Wachovia*") and Aerogroup International Holdings Inc., ("*AIHI*"), are party to an Amended & Restated Patents, Trademarks, Copyrights and Licenses Security Agreement (Trademarks) made as of September 26, 2002 (the "*Security Agreement*"), pursuant to which AIHI granted security interests to Wachovia in, among other things, the Trademarks listed on Schedule I, attached hereto and incorporated herein by reference, as security for certain obligations owing by AIHI to Wachovia;

WHEREAS, the Security Agreement was recorded by the Assignment Division of the United States Patent and Trademark Office on or about November 13, 2002 at Reel and Frame number 2619/0071;

WHEREAS, Aerogroup International Holdings LLC ("*AIH*") is the successor in interest by merger to AIHI; 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 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, AIHI 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 Wachovia Bank National Bank)

By: *Cristie Cirietta*
Name: *Cristie Cirietta*

SCHEDULE I
(2002)

| <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 |
| 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 |
| AEROSOLE | 75/326289 2,190,746 |
| AEROSOLE | 75/341964 2,190,880 |
| AEROSOLE | 76/081647 2,648,060 |
| AEROLOGY | 76/122939 2,632,787 |
| WHAT'S WHAT | 76/219942 2,610,621 |
| AEROSOLE | 76/368901 2,659,208 |
| A 2 | 76/368902 2,914,111 |

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