TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
K B Socks, Inc.		12/17/2010	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association, as Agent
Street Address:	MAC J0109-431, 12 East 49th Street
Internal Address:	43rd Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	a national banking association: UNITED STATES

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2440664	K BELL
Registration Number:	3530585	KB
Registration Number:	3085849	SOCK TRENDS
Registration Number:	3518463	K BELL TOO
Registration Number:	3829398	SOCKS WITH THOUGHTS
Serial Number:	85129007	SOCKTACULAR!

CH $165.00 2440664

CORRESPONDENCE DATA

Fax Number: (704)350-7800
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 704.350.7738
Email: bsmith@winston.com
Correspondent Name: Betty G. Smith
Address Line 1: Winston & Strawn LLP, 214 N. Tryon St.
Address Line 2: 22nd Floor
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	150024.07015
NAME OF SUBMITTER:	Betty G. Smith
Signature:	/Betty G. Smith/
Date:	12/19/2010

Total Attachments: 3
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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

December 17, 2010

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Security Agreement dated as of October 5, 2006 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wells Fargo Bank, National Association, having a principal place of business at MAC J0109-431, 12 East 49th Street, 43rd Floor, New York, New York 10017, as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor, having a principal place of business at 550 North Oak St., Inglewood, CA 90302, has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the benefit of the Lenders:

TRADEMARKS

TRADEMARK	**REGISTRATION NUMBER**	**REGISTRATION DATE**
K BELL	2,440,664	April 3, 2001
KB	3,530,585	November 11, 2008
SOCK TRENDS	3,085,849	April 25, 2006
K BELL TOO	3,518,463	October 14, 2008
SOCKS WITH THOUGHTS	3,829,398	August 3, 2010

TRADEMARK APPLICATIONS

TRADEMARK	**SERIAL NUMBER**	**FILING DATE**
SOCKTACULAR	85/129,007	September 14, 2010

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The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

K B SOCKS, INC.

By: _____
Name: David H. Dinkins
Title: Exec. V.P., CFO & Sec.

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Agent

By: _____
Name: _____
Title: _____

**[SIGNATURE PAGE TO NOTICE OF
GRANT OF SECURITY INTEREST (TRADEMARK) – WELLS FARGO]**

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

K B SOCKS, INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Agent

By: _____
Name: Sang Kim
Title: Vice President

[SIGNATURE PAGE TO NOTICE OF
GRANT OF SECURITY INTEREST (TRADEMARK) – WELLS FARGO]