

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights - Second Lien		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wilmington Trust FSB, as Successor Collateral Agent		04/15/2011	Federal Savings Bank: UNITED STATES
RECEIVING PARTY DATA			
Name:	GOLDTOEMORETZ, LLC		
Street Address:	514 West 21 Street		
Internal Address:	P.O. Box 580		
City:	Newton		
State/Country:	NORTH CAROLINA		
Postal Code:	28658		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	GAKM RESOURCES LLC		
Street Address:	514 West 21 Street		
Internal Address:	P.O. Box 580		
City:	Newton		
State/Country:	NORTH CAROLINA		
Postal Code:	28658		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	GTB HOLDING CORP.		
Street Address:	514 West 21 Street		
Internal Address:	P.O. Box 580		
City:	Newton		
State/Country:	NORTH CAROLINA		
Postal Code:	28658		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 100			

OP \$2515.00 1626082

900190322

TRADEMARK
 REEL: 004529 FRAME: 0056

Property Type	Number	Word Mark
Registration Number:	1626082	COLOUR YOUR WORLD
Registration Number:	1987386	FOOT UNDIES
Registration Number:	2959499	
Registration Number:	2331852	FRESH SOLES
Serial Number:	78826712	FUSIONSX
Registration Number:	2335630	GOLDLINE
Registration Number:	2950960	GOLDPLUS
Serial Number:	78743572	HYDROWOOL
Registration Number:	3102047	INTELLI-SOLES
Registration Number:	2954083	
Registration Number:	1686493	MORETZ
Registration Number:	1633270	MORETZ
Registration Number:	1624975	MORETZ
Registration Number:	2168547	MORETZ ATHLETICS
Registration Number:	2319376	ONE SOX YOUR SPORT
Serial Number:	78382476	OUTDOOR ADVENTURE
Serial Number:	78382460	PERFORMANCE ZONE
Registration Number:	2796096	POWERMoves
Registration Number:	1197967	POWER PLAY
Registration Number:	1997463	POWER SOX
Serial Number:	76493368	POWERPLAYER
Registration Number:	2861680	POWERVALUE
Registration Number:	2319377	PRO-THICKS
Registration Number:	2760427	SOFTOUCH
Registration Number:	3060831	SOLE 2 SOUL
Registration Number:	2849746	SOXMATES
Registration Number:	2075900	VAPOR-TECH
Registration Number:	3005806	
Registration Number:	3104992	
Registration Number:	0761381	ADAM'S RIB
Registration Number:	1802161	ALL PRO
Serial Number:	78656571	ALL PRO
Registration Number:	2240936	ALL WALKS OF LIFE
Registration Number:	3006302	AQUAFX

	78483715	AURO
Registration Number:	2694015	AURO
Registration Number:	1592084	COLOR MATCH
Registration Number:	2846805	CUSHION TEC
Registration Number:	0770388	
Registration Number:	0819545	
Registration Number:	2751345	DURA+MATES
Serial Number:	77005397	ECO-FX
Registration Number:	2979644	EVER WEAR
Registration Number:	2673300	EZ MATCH
Registration Number:	2525702	FALL PROOF
Registration Number:	0711571	FLUFFIES
Registration Number:	2114401	FOR ALL WALKS OF LIFE
Serial Number:	78711772	FRESHCARE
Registration Number:	2781599	G
Registration Number:	2790737	G
Registration Number:	2781598	G
Registration Number:	2160214	GOLD CLUB
Registration Number:	0308608	
Registration Number:	3119227	
Registration Number:	2801963	
Registration Number:	2707500	GOLD STANDARD
Registration Number:	2056422	
Registration Number:	2704278	
Serial Number:	77023665	GOLDTOE
Registration Number:	1780355	GOLD TOE
Registration Number:	2751736	GOLD TOE
Registration Number:	0770389	GOLD TOE
Registration Number:	1837930	GOLD TOE
Registration Number:	2831431	
Registration Number:	1924671	GOLD TOE CLASSIC
Registration Number:	2586443	GOLD TOE GEAR
Registration Number:	2838566	GOLDTOE MAX
Registration Number:	2727767	GOLD TOE PLATINUM
Serial Number:	78707924	GOLD TOE PREMIER

	78937990	GOLDTOE SOLEUTION
Registration Number:	2822294	
Registration Number:	2621864	GREAT AMERICAN SOCKS
Serial Number:	78508163	GT A GOLD TOE BRAND
Serial Number:	76653542	GT A GOLD TOE BRAND
Registration Number:	1994946	LEGEND BY GOLD TOE
Serial Number:	78490546	LEGEND BY GOLD TOE BRANDS
Registration Number:	3043541	MAX SPUN
Serial Number:	78831280	PERFECT FIT
Registration Number:	2139828	PERFECT FIT
Serial Number:	78695196	PRIMERA
Serial Number:	77010318	PRO A GOLD TOE BRAND
Registration Number:	1723914	
Registration Number:	2770527	
Serial Number:	78370459	
Registration Number:	0740958	SILVER TOE
Registration Number:	2879864	SILVER TOE
Registration Number:	3131112	SILVER TOE GEAR
Registration Number:	2799496	
Registration Number:	2275026	SILVERGARD
Serial Number:	78938054	SOLEUTION
Registration Number:	2163413	STANDARD OF QUALITY
Serial Number:	78585160	TEMPFX
Serial Number:	78774822	THERMO SHIELD
Registration Number:	2951935	TODAY'S CASUAL
Registration Number:	2540661	
Registration Number:	3104313	TREADWELL
Serial Number:	78958687	ULTRA TEC
Registration Number:	0438775	"SANFORSET"
Registration Number:	0408781	SANFORIZED
Registration Number:	0408780	SANFORIZED

CORRESPONDENCE DATA

Fax Number: (212)455-2502

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (212) 455-2222

TRADEMARK
REEL: 004529 FRAME: 0059

Email: ksolomon@stblaw.com
Correspondent Name: Marcela Robledo, Esq.
Address Line 1: Simpson Thacher & Bartlett LLP
Address Line 2: 425 Lexington Avenue
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ATTORNEY DOCKET NUMBER:	033906/0004
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NAME OF SUBMITTER:	Marcela Robledo
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Signature:	/mr/
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Date:	04/26/2011
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Total Attachments: 10
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS ("Agreement") dated as of April 15, 2011, from WILMINGTON TRUST FSB, as successor Collateral Agent (the "Agent") for the benefit of the Secured Parties.

WITNESSETH:

WHEREAS, Gold Toe Moretz Holdings Corp. (the surviving entity following the merger of GTM Holdings, Inc. (formerly known as Gold Toe Investment Corp.) into Gold Toe Corp.) (the "Borrower"), the Lenders party thereto, Bear, Stearns & Co. Inc. and Bear Stearns Corporate Lending Inc. ("Bear Stearns") entered into that certain Second Lien Credit Agreement dated as of October 30, 2006 (as amended, amended and restated, supplemented or otherwise modified through and including the date hereof, the "Credit Agreement");

WHEREAS, pursuant to the Credit Agreement, the Borrower, certain Subsidiaries of the Borrower and Bear Stearns entered into a Second Lien Intellectual Property Security Agreement, dated as of October 30, 2006 (as amended, amended and restated, supplemented or otherwise modified through and including the date hereof, the "Second Lien IP Security Agreement"), pursuant to which the Borrower and its Subsidiaries identified therein granted a security interest in all of the Borrower's and such Subsidiaries' Intellectual Property to Bear Stearns, for the benefit of itself and the other Secured Parties;

WHEREAS, pursuant to the Second Lien IP Security Agreement, the Borrower and certain Subsidiaries of the Borrower entered into (i) that certain Grant of Second Lien Security Interest in United States Trademarks, dated as of October 30, 2006 (the "Original Trademark Security Agreement"), and (ii) that certain Amended and Restated Grant of Second Lien Security Interest in United States Trademarks, dated as of January 17, 2007 (the "Amended and Restated Trademark Security Agreement"); and together with the Original Trademark Security Agreement, the "Trademark Security Agreements"), pursuant to which, in each case, the Borrower and certain Subsidiaries of the Borrower granted a security interest in all of the Borrower's and such Subsidiaries' Trademarks, including, without limitation, those items listed on Schedule A hereto, to Bear Stearns, for the benefit of itself and the other Secured Parties;

WHEREAS, the Trademark Security Agreements were recorded in the Trademark Division of the United States Patent and Trademark Office on November 7, 2006, at Reel 003423 and Frame 0146; on November 7, 2006, at Reel 003423 and Frame 0196; on November 7, 2006, at Reel 003423 and Frame 0217; on July 31, 2008, at Reel 003826 and Frame 0804; on July 31, 2008, at Reel 003826 and Frame 0864; and on September 12, 2008, at Reel 003852 and Frame 0591;

WHEREAS, Bear Stearns' security interest in the Intellectual Property and the Trademarks was assigned to the Agent on June 18, 2009, and such assignment was recorded in the Trademark Division of the United States Patent and Trademark Office on June 30, 2009, at Reel 4013 and Frame 0972; and

EXECUTION VERSION

WHEREAS, Borrower has requested that Agent release its security interest in the Trademarks, and Agent desires to do so on the terms hereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Agreement, the Agent hereby states as follows:

1. Definitions. Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Credit Agreement or in the Second Lien IP Security Agreement.


2. Release of Security Interest. The Agent hereby terminates, releases and discharges its security interest in all of Borrower's and its Subsidiaries' right, title and interest in, to and under the Trademarks, and any right, title or interest of the Agent in the Trademarks shall hereby cease and become void.

3. Further Assurances. The Agent hereby agrees to duly execute and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the security interest contemplated hereby, in each case at the sole cost and expense of the Borrower and its Subsidiaries.

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IN WITNESS WHEREOF, the undersigned has executed this Agreement by its duly authorized officer as of the date first above written.

WILMINGTON TRUST FSB, as successor
Collateral Agent

By: 
Name: **Jeffrey Rose**
Title: **Vice President**

Schedule A

TRADEMARKS OWNED BY GOLDTOEMORETZ, LLC

<u>Mark</u>	<u>Application Number</u>	<u>Registration Number</u>
COLOUR YOUR WORLD	74/033,766 02/28/1990	1,626,082 12/04/1990
FOOT UNDIES	74/325,824 10/26/1992	1,987,386 07/16/1996
Footbed Design	78/323,954 11/06/2003	2,959,499 06/07/2005
FRESH SOLES	75,622,752 01/19/1999	2,331,852 03/21/2000
FUSIONSOX	78/826712 03/01/2006	
GOLDLINE	75/679,982 04/12/1999	2,335,630 03/28/2000
GOLDPLUS	76/528,714 07/09/2003	2,950,960 05/17/2005
HYDROWOOL	78/743,572 10/31/2005	
INTELLI-SOLES	78/494,624 10/05/2004	3102047 06/06/2006
Misc. Design	76/339,324 11/19/2001	2,954,083 05/24/2005
MORETZ	74/033,024 02/27/1990	1,686,493 05/12/1992
MORETZ and Medallion Design	74/033,025 02/27/1990	1,633,270 01/29/1991
MORETZ & Wing Design	74/032,998 02/27/1990	1,624,975 11/27/1990
MORETZ ATHLETICS	75/225,394 01/14/1997	2,168,547 06/23/1998
ONE SOX YOUR SPORTS	75/650,362 02/26/1999	2,319,376 02/15/2000
OUTDOOR ADVENTURE	78/382,476 03/11/2004	
PERFORMANCE ZONE	78/382,460	
POWERMOVES	78/114,449 03/13/2002	2,796,096 12/16/2004

EXECUTION VERSION

POWER PLAY	73/239,207	1,197,967
	11/15/1979	06/15/1982
POWER SOX	74/559,762	1,997,463
	08/11/1994	08/127/1996
POWERPLAYER	76/493,368	
POWVALUE	78/262007	2,861,680
	06/13/2003	07/06/2004
PRO-THICKS	75/650,363	2,319,377
	02/26/1999	02/15/2000
SOFTOUCH	78/156,381	2,760,427
	08/21/2002	09/02/2003
SOLE 2 SOUL	78/179,095	3,060,831
	10/28/2002	02/21/2006
SOXMATES	78/222,463	2,849,746
	03/06/2003	06/01/2004
VAPOR TECH (Stylized)	75/185,623	2,075,900
	10/22/1996	07/01/1997
Wings Design in Diamond	78/448,224	3,005,806
	07/09/2004	10/11/2005
Wings Design in Diamond	78/448,227	3104992
	07/09/2004	06/13/2006

TRADEMARKS OWNED BY GAKM RESOURCES LLC

<u>Mark</u>	<u>Application Number</u>	<u>Registration Number</u>
ADAMS RIB	72/122805	761381
ALL PRO	74/323039	1802161
ALL PRO	78/656571	
ALL WALKS OF LIFE	75/050736	2240936
AQUAFX AND DESIGN	76/590545	3006302
AURO	78/483715	
AURO	76/276434	2694015
COLOR MATCH	73/764138	1592084
CUSHION TEC	78/206201	2846805
DEVICE OF SOCK W/MAG GLASS	72/155148	770388
DEVICE OF SOCK W/MAG GLASS	72/229650	819545
DURA+MATES	78/070524	2751345
ECO-FX and Design	77/005397	
EVER WEAR	78/336231	2979644
EZ MATCH	78/071212	2673300
FALL PROOF	75/727363	2525702
FLUFFIES	72/097305	711571
FOR ALL WALKS OF LIFE	74/525534	2114401

EXECUTION VERSION

FRESHCARE and Design	78/711772	
G AND DESIGN	76/463729	2781599
G AND DESIGN (on Sole of Sock)	76/463730	2790737
G AND DESIGN IN SQUARE	76/463728	2781598
GOLD CLUB	75/242778	2160214
GOLD COLORING ON TOE OF SOCK	71/3140286	308608
GOLD RING DESIGN	78/466145	3119227
GOLD RINGS (three rings)	76/463727	2801963
GOLD STANDARD	76/041120	2707500
GOLD STRIPE DESIGN	74/680710	2056422
GOLD STRIPE DESIGN (Principal Register)	76/401214	2704278
GOLD TOE	77/023665	
GOLD TOE	74/239513	1780355
GOLD TOE	76/179968	2751736
GOLD TOE	72/155149	770389
GOLD TOE (FANCIFUL PRINT)	74/239325	1837930
GOLD TOE AND GOLD HEEL	76/462707	2831431
GOLD TOE CLASSIC	74/323035	1924671

EXECUTION VERSION

GOLD TOE GEAR	76/135132	2586443
GOLD TOE MAX	78/198092	2,838,566
GOLD TOE PLATINUM	76/197694	2727767
GOLD TOE PREMIER	78/707924	
GOLD TOE SOLEUTION and design	78/937990	
GOLD TRED DESIGN MARK	76/435363	2822294
GREAT AMERICAN SOCKS	75/908810	2621864
GT A GOLD TOE BRAND	78/508163	
GT A GOLD TOE BRAND DESIGN	76/653542	
LEGEND BY GOLD TOE	74/668550	1994946
LEGEND BY GOLD TOE BRANDS	78/490546	
MAXSPUN AND DESIGN	76/590936	3043541
PERFECT FIT	78/831280	
PERFECT FIT	75/103283	2139828
PRIMERA	78/695196	
PRO A GOLD TOE BRAND	77/010318	
SANTA DESIGN	74/164330	1723914
SILVER COLORING ON TOE OF SOCK	75/630275	2770527

EXECUTION VERSION

SILVER RINGS (three rings)	78/370459	
SILVER TOE	72/132671	740958
SILVER TOE	76/179967	2879864
SILVER TOE GEAR	78/554285	3131112
SILVER TRED DESIGN MARK	76/435362	2799496
SILVERGARD	75/446984	2275026
SOLEUTION and design	78/938054	
STANDARD OF QUALITY	75/197421	2163413
TEMPFX and Design	78/585160	
THERMO SHIELD AND DESIGN	78/774822	
TODAY'S CASUAL	75/860956	2951935
TOE PRINT LOGO	74/666328	2,540,661
TREADWELL	76/461806	3104313
ULTRA TEC and design	78/958687	

TRADEMARKS OWNED BY GTB HOLDING CORP.

<u>Mark</u>	<u>Application Number</u>	<u>Registration Number</u>
SANFORSET	71/516534	438775
SANFORIZED	71/467269	408781
SANFORIZED	71/467268	408780