TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the nature of the conveyence listed on the cover sheet from "Security Interest" to "Release by Secured Party" previously recorded on Reel 004533 Frame 0936. Assignor(s) hereby confirms the Release of Security Interest in Trademarks.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		04/29/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	J. Jill Sourcing LLC
Street Address:	4 Batterymarch Park
City:	Quincy
State/Country:	MASSACHUSETTS
Postal Code:	02169
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Jill Acquisition LLC
Street Address:	4 Batterymarch Park
City:	Quincy
State/Country:	MASSACHUSETTS
Postal Code:	02169
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

CH $390.00 3483528

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3483528	COMPASSION TEE
Registration Number:	2549253	J. JILL
Registration Number:	2549252	J. JILL
Registration Number:	2234098	J. JILL
Registration Number:	2226071	J. JILL
Registration Number:	2286599	J. JILL

Registration Number:	3665005	J. JILL
Registration Number:	3495018	J. JILL COMPASSION FUND
Registration Number:	2947688	LIVE LOVE LAUGH
Registration Number:	3401652	NATURE OF COMPASSION
Registration Number:	2841401	NATURE'S JEANSWEAR
Registration Number:	3399428	PURE JILL
Registration Number:	3614025	PURE JILL
Registration Number:	3662982	TAKE 5
Registration Number:	3089255	THE ART AND CRAFT OF J. JILL

CORRESPONDENCE DATA

Fax Number: (212)556-2222

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

Phone: 2125562100

Email: patentmailnyc@kslaw.com

Correspondent Name: King & Spalding LLP

Address Line 1: 1185 Avenue of the Americas

Address Line 4: New York, NEW YORK 10036

NAME OF SUBMITTER:	Susan Shen-Frattura
Signature:	/Susan Shen-Frattura/
Date:	05/06/2011

Total Attachments: 5

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TRADEMARK ASSIGNMENT

Electronic Version v1.1
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05/04/2011
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		04/29/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	J. Jill Sourcing LLC
Street Address:	4 Batterymarch Park
City:	Quincy
State/Country:	MASSACHUSETTS
Postal Code:	02169
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Jill Acquisition LLC
Street Address:	4 Batterymarch Park
City:	Quincy
State/Country:	MASSACHUSETTS
Postal Code:	02169
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3483528	COMPASSION TEE
Registration Number:	2549253	J. JILL
Registration Number:	2549252	J. JILL
Registration Number:	2234098	J. JILL
Registration Number:	2226071	J. JILL
Registration Number:	2286599	J. JILL
Registration Number:	3666006	J. JILL
Registration Number:	3495018	J. JILL COMPASSION FUND

CH $390.00 3483528

Registration Number:	2947688	LIVE LOVE LAUGH
Registration Number:	3401652	NATURE OF COMPASSION
Registration Number:	2841401	NATURE'S JEANSWEAR
Registration Number:	3399428	PURE JILL
Registration Number:	3614025	PURE JILL
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Email: patentmailnyc@kslaw.com

Correspondent Name: King & Spalding LLP

Address Line 1: 1185 Avenue of the Americas

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	05241-307008
NAME OF SUBMITTER:	Susan Shen-Frattura
Signature:	/Susan Shen-Frattura/
Date:	05/04/2011

Total Attachments: 3
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RELEASE OF SECURITY
INTEREST IN TRADEMARKS

RELEASE OF SECURITY INTEREST IN TRADEMARKS ("Agreement") dated as of April 29, 2011, by BANK OF AMERICA, N.A., (the "Secured Party"), having a place of business at 100 Federal Street, 9th Floor, Boston MA 02110, in favor of J. JILL SOURCING LLC, a Delaware limited liability company and JILL ACQUISITION LLC, a Delaware limited liability company (collectively, the "Debtors"), having a place of business at 4 Batterymarch Park, Quincy, MA 02169.

WITNESSETH:

WHEREAS, the Debtors entered into a Security Agreement dated as of October 9, 2009 (the "Security Agreement") with the Secured Party and the other parties thereto;

WHEREAS, pursuant to the Security Agreement, Debtors and the Secured Party are parties to that certain Grant of Security Interest in United States Trademarks, dated as of October 9, 2009 (the "Trademark Security Agreement"), pursuant to which the Debtors granted a security interest in certain Trademarks to the Secured Party;

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on October 20, 2009, at Reel 4081 and Frame 0696;

WHEREAS, the Debtors have paid all of the outstanding indebtedness to the Secured Party and the other lenders pursuant to which the Security Agreement relates; and

WHEREAS, the Debtors have requested that the Secured Party release its security interest in the Trademarks and reassign the same to the Debtors.

NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademarks pursuant to the Trademark Security Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Agreement, the Secured Party hereby states as follows:

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

2. Release of Security Interest. The Secured Party hereby: (a) releases and discharges its security interest under the Trademark Security Agreement; (b) relinquishes its security interest and reassigns to the Debtors all right, title and interest that the Secured Party may have in all Trademarks of the Debtors, including (i) all of each Debtor's right, title and interest in, to and under the United States trademark registrations and trademark applications set forth on Schedule A attached hereto, (ii) all proceeds and products of the foregoing, (iii) the goodwill of the businesses with which the foregoing are associated, and (iv) all causes of action for infringement of any of the foregoing or unfair competition regarding the same, including the right to sue for past, present and future infringements, and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits; and (c) acknowledges and agrees that any right, title or interest of Secured Party in the intellectual property of the Debtors including the trademarks and applications listed on Schedule A, does hereby cease and become void.

IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer this 04 day of April, 2011.

BANK OF AMERICA, N.A.

By: _____

Title: RICHARD D. HILL, JR.
Managing Director

SCHEDULE A

MARK	REGISTRATION NUMBER/APPLICATION NUMBER	REGISTRATION DATE/APPLICATION DATE
COMPASSION TEE	3483528	8/12/08
J. JILL	2549253	3/19/02
J. JILL	2549252	3/19/02
J. JILL	2234098	3/23/99
J. JILL	2226071	2/23/99
J. JILL	2286599	10/12/99
J. JILL (STYLIZED)	3665005	8/4/09
J. JILL COMPASSION FUND	3495018	9/2/08
LIVE LOVE LAUGH	2947688	5/10/05
NATURE OF COMPASSION	3401652	3/25/08
NATURE'S JEANSWEAR	2841401	5/11/04
PURE JILL	3399428	3/18/08
PURE JILL	3614025	4/28/09
TAKE 5	3662982	8/4/09
THE ART AND CRAFT OF J. JILL	3089255	5/9/06

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