

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Coldwater Creek U.S. Inc.		05/16/2011	CORPORATION: DELAWARE
Coldwater Creek The Spa Inc.		05/16/2011	CORPORATION: IDAHO
Coldwater Creek Merchandising & Logistics Inc.		05/16/2011	CORPORATION: DELAWARE
Coldwater Creek Inc.		05/16/2011	CORPORATION: DELAWARE
C Squared LLC		05/16/2011	LIMITED LIABILITY COMPANY: DELAWARE
Aspenwood Advertising, Inc.		05/16/2011	CORPORATION: DELAWARE
CWC Worldwide Services Inc.		05/16/2011	CORPORATION: IDAHO
Coldwater Creek Sourcing Inc.		05/16/2011	CORPORATION: IDAHO
CWC Sourcing LLC		05/16/2011	LIMITED LIABILITY COMPANY: IDAHO

**RECEIVING PARTY DATA**

<b>Name:</b>	Wells Fargo Bank, National Association (as successor by merger to Wells Fargo Retail Finance, LLC), as Collateral Agent
<b>Street Address:</b>	One Boston Place
<b>Internal Address:</b>	19th Floor
<b>City:</b>	Boston
<b>State/Country:</b>	MASSACHUSETTS
<b>Postal Code:</b>	02108
<b>Entity Type:</b>	Bank: UNITED STATES

**PROPERTY NUMBERS Total: 38**

Property Type	Number	Word Mark
Registration Number:	3894090	COLDWATER CREEK
Registration Number:	3894089	COLDWATER CREEK
Registration Number:	3894088	COLDWATER CREEK
Registration Number:	3894086	COLDWATER CREEK

**900192675**

**TRADEMARK  
 REEL: 004547 FRAME: 0270**

**CH \$965.00 3894090**

Registration Number:	3894084	COLDWATER CREEK
Registration Number:	3893477	COLDWATER CREEK
Registration Number:	3628892	INVISIBLE COMFORT
Registration Number:	3720169	
Registration Number:	3672504	COLDWATER CREEK OUTLET
Registration Number:	3680357	ONECREEK
Registration Number:	3702061	ONECREEK
Registration Number:	3803552	SHAPEME
Registration Number:	3803551	SHAPEME
Registration Number:	3554720	LUXELLE
Registration Number:	3554719	TRAVALLURE
Registration Number:	3731760	SPIRIT BY COLDWATER CREEK
Registration Number:	3547356	CWC
Serial Number:	77396979	READYWEAR
Serial Number:	77396996	READYWEAR
Serial Number:	85252227	SUITABLE TWILL
Serial Number:	77665567	COLDWATER CREEK OUTLET
Serial Number:	85222705	GUARANTEED ALWAYS. COLDWATER CREEK
Serial Number:	85238420	COLDWATER CREEK ELEMENTS
Serial Number:	85238435	ROLL TAB EQUIPMENT SHIRT
Serial Number:	85238434	WASHED EQUIPMENT SHIRT
Serial Number:	85109912	ONECREEK ELITE
Serial Number:	85098215	FROSTED FIR
Serial Number:	85098203	FROSTED FIR
Serial Number:	85095240	THE ASPENWOOD COLLECTION BY COLDWATER CREEK
Serial Number:	85095230	ASPENWOOD BY COLDWATER CREEK
Serial Number:	85095190	THE ASPENWOOD COLLECTION BY COLDWATER CREEK
Serial Number:	85095178	ASPENWOOD BY COLDWATER CREEK
Serial Number:	85093329	COLDWATER CREEK
Serial Number:	85057716	WATERSTONE JERSEY
Serial Number:	77939431	PALE JADE
Serial Number:	77939425	WATERSILK
Serial Number:	77770664	WHAT A BEAUTIFUL FIT!
Serial Number:	77695113	OUTLET@THECREEK

Fax Number: (302)636-5454  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 800-927-9801 x2348  
Email: jpaterso@cscinfo.com  
Correspondent Name: Corporation Service Co.- J. Paterson  
Address Line 1: 1090 Vermont Avenue NW, Suite 430  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	788842-005
NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	05/24/2011

Total Attachments: 9  
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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

Coldwater Creek U.S. Inc. et al

- Individual(s)                       Association
- General Partnership            Limited Partnership
- Corporation- State: \_\_\_\_\_
- Other \_\_\_\_\_

Citizenship (see guidelines) USA

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: Wells Fargo Bank, National Association (as succes-

Internal

Address: sor by merger to Wells Fargo Retail Finance, LLC),

Street Address: as Collateral Agent, One Boston Place,

City: 19th Floor, Boston

State: MA

Country: USA Zip: 02108

- Association    Citizenship \_\_\_\_\_
- General Partnership    Citizenship \_\_\_\_\_
- Limited Partnership    Citizenship \_\_\_\_\_
- Corporation    Citizenship \_\_\_\_\_

Other Bank                      Citizenship USA

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) 5/16/11

- Assignment                               Merger
- Security Agreement                       Change of Name
- Other \_\_\_\_\_

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):  
see attached

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: Jackie Billard

Internal Address: Riemer & Braunstein LLP

Street Address: 3 CENTER PLAZA

City: Boston

State: MA                                      Zip: 02108

Phone Number: (617) 880-3494

Fax Number: 617) 880-3456

Email Address: jbillard@riemerlaw.com

**6. Total number of applications and registrations involved:**

41

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$**

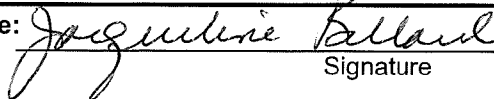
- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

**9. Signature:**

  
Signature

5/24/11

Date

Jacqueline Billard

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

9

GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

May 16, 2011

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **EACH OF THE UNDERSIGNED ENTITIES** (each individually a "Grantor", and, collectively, the "Grantors") each with principal offices at One Coldwater Creek Drive Sandpoint, Idaho 83864, hereby grants to **WELLS FARGO BANK, NATIONAL ASSOCIATION** (as successor by merger to Wells Fargo Retail Finance, LLC), as Collateral Agent, a national bank with offices at One Boston Place, 19<sup>th</sup> Floor, Boston, Massachusetts 02108 (the "Grantee"), a continuing security interest in (i) all of such Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantors, as such term is defined in the Security Agreement among the Grantors and the Grantee, dated as of February 13, 2009 (as may be amended, modified, restated and/or supplemented from time to time, the "Security Agreement").

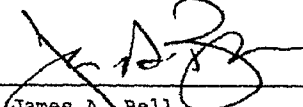
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement and that certain Intellectual Property Security Agreement among the Grantors and Grantee, dated as of February 13, 2009 (as may be amended, modified, restated and/or supplemented from time to time, the "IP Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement and IP Agreement, as applicable, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement or the IP Agreement, the provisions of the Security Agreement and IP Agreement shall govern.

[Signature Pages Follow]

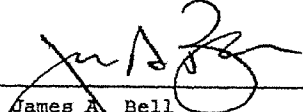
IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first written above.

GRANTORS:

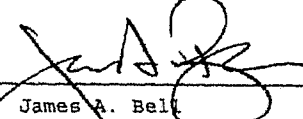
**COLDWATER CREEK U.S. INC.**

By:   
Name: James A. Bell  
Title: President & Treasurer

**COLDWATER CREEK MERCHANDISING & LOGISTICS INC.**

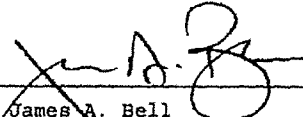
By:   
Name: James A. Bell  
Title: President

**COLDWATER CREEK THE SPA INC.**

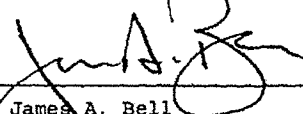
By:   
Name: James A. Bell  
Title: Senior Vice President & Treasurer

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**COLDWATER CREEK INC.**

By:   
Name: James A. Bell  
Title: Senior Vice President & Chief Financial Officer

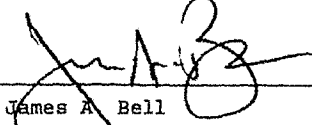
**C SQUARED LLC**

By:   
Name: James A. Bell  
Title: Manager

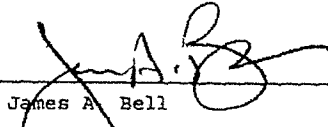
ASPENWOOD ADVERTISING, INC.

By:   
Name: James A. Bell  
Title: Treasurer


COLDWATER CREEK SOURCING INC.

By:   
Name: James A. Bell  
Title: Senior Vice President & Treasurer

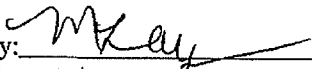
CWC WORLDWIDE SERVICES INC.

By:   
Name: James A. Bell  
Title: Treasurer

CWC SOURCING LLC

By:   
Name: John K. Leary  
Title: Manager

**WELLS FARGO BANK, NATIONAL  
ASSOCIATION** (as successor by merger to  
Wells Fargo Retail Finance, LLC), as  
Administrative Agent, as Collateral Agent and Grantee

By:   
Name: Melinda L. Ayon  
Title: Authorized Signatory

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*Signature Page to Grant of Security Interest in Trademarks*

**TRADEMARK  
REEL: 004547 FRAME: 0277**



SCHEDULE A

Owner	Registered Trademark	App No.	Reg. No.	Status	File Date	Reg Date	Renewal Date	PubDate	Class
Coldwater Creek Inc.	COLDWATER CREEK	85093341	3894090	Registered	26-Jul-2010	21-Dec-2010	21-Dec-2020	05-Oct-2010	44 Int.
Coldwater Creek Inc.	COLDWATER CREEK	85093338	3894089	Registered	26-Jul-2010	21-Dec-2010	21-Dec-2020	05-Oct-2010	26 Int.
Coldwater Creek Inc.	COLDWATER CREEK	85093335	3894088	Registered	26-Jul-2010	21-Dec-2010	21-Dec-2020	05-Oct-2010	24 Int.
Coldwater Creek Inc.	COLDWATER CREEK	85093286	3894086	Registered	26-Jul-2010	21-Dec-2010	21-Dec-2020	05-Oct-2010	21 Int.
Coldwater Creek Inc.	COLDWATER CREEK	85093140	3894084	Registered	26-Jul-2010	21-Dec-2010	21-Dec-2020	05-Oct-2010	14 Int.
Coldwater Creek Inc.	COLDWATER CREEK	85029189	3893477	Registered	03-May-2010	21-Dec-2010	21-Dec-2020	05-Oct-2010	18 Int.
Coldwater Creek Inc.	INVISIBLE COMFORT	78843931	3628892	Registered	23-Mar-2006	26-May-2009	26-May-2019	14-Nov-2006	35 Int.
Coldwater Creek Inc.	RIBBON MAN DESIGN	78825762	3720169	Registered	28-Feb-2006	01-Dec-2009	01-Dec-2019	17-Oct-2006	14 Int.
Coldwater Creek Inc.	COLDWATER CREEK OUTLET	77665567	3672504	Registered	06-Feb-2009	25-Aug-2009	25-Aug-2019	09-Jun-2009	35 Int.
Coldwater Creek Inc.	ONE CREEK	77207791	3680357	Registered	15-Jun-2007	08-Sep-2009	08-Sep-2019	29-Apr-2008	35 Int.
Coldwater Creek Inc.	ONE CREEK	77207782	3702061	Registered	15-Jun-2007	27-Oct-2009	27-Oct-2019	29-Apr-2008	25 Int.
Coldwater Creek Inc.	SHAPEME	77183068	3803552	Registered	16-May-2007	15-Jun-2010	15-Jun-2020	06-May-2008	35 Int.
Coldwater Creek Inc.	SHAPEME	77183040	3803551	Registered	16-May-2007	15-Jun-2010	15-Jun-2020	06-May-2008	25 Int.
Coldwater Creek Inc.	LUXELLE	77127888	3554720	Registered	11-Mar-2007	30-Dec-2008	30-Dec-2018	24-Jul-2007	24 Int.
Coldwater Creek Inc.	TRAVALLURE	77127886	3554719	Registered	11-Mar-2007	30-Dec-2008	30-Dec-2018	24-Jul-2007	24 Int.
Coldwater Creek Inc.	SPIRIT BY COLDWATER CREEK	77069008	3731760	Registered	21-Dec-2006	29-Dec-2009	29-Dec-2019	24-Jul-2007	35 Int.
Coldwater Creek Inc.	CWC (Stylized)	77069007	3547356	Registered	21-Dec-2006	16-Dec-2008	16-Dec-2018	24-Jul-2007	25 Int.

*Schedule A to Grant of Security Interest in Trademarks*

Applicant	Pending Name	Trademark	App Number	Trademark Status	File Date	PubDate	Class
Coldwater Creek Inc.	READYWEAR		77396979	Allowed	14-Feb-2008	08-Jul-2008	25 Int.
Coldwater Creek Inc.	READYWEAR		77396996	Allowed	14-Feb-2008	08-Jul-2008	24 Int.
Coldwater Creek Inc.	SUITABLE TWILL		85252227	Published	25-Feb-2011	14-Jun-2011	25 Int.
Coldwater Creek Inc.	COLDWATER CREEK			Unfiled			25 Int.
Coldwater Creek Inc.	COLDWATER CREEK OUTLET			Unfiled			35 Int.
Coldwater Creek Inc.	SHARE THE PROMISE; SHARE THE HOPE; SHARE THE JOURNEY			Unfiled			
Coldwater Creek Inc.	COLDWATER CREEK OUTLET		77665567	Pending	06-Feb-2009		
Coldwater Creek Inc.	GUARANTEED ALWAYS. COLDWATER CREEK		85222705	Pending	20-Jan-2011		35 Int.
Coldwater Creek Inc.	COLDWATER CREEK ELEMENTS		85238420	Published	9-Feb-2011	7-Jun-2011	25 Int.
Coldwater Creek Inc.	ROLL TAB EQUIPMENT SHIRT		85238435	Pending	9-Feb-2011		25 Int.
Coldwater Creek Inc.	WASHED EQUIPMENT SHIRT		85238434	Pending	9-Feb-2011		25 Int.
Coldwater Creek Inc.	ONECREEK ELITE		85109912	Allowed	18-Aug-2010	11-Jan-2011	35 Int.
Coldwater Creek Inc.	FROSTED FIR		85098215	Allowed	2-Aug-2010	18-Jan-2011	4 Int.
Coldwater Creek Inc.	FROSTED FIR		85098203	Allowed	2-Aug-2010	18-Jan-2011	3 Int.
Coldwater Creek Inc.	THE ASPENWOOD COLLECTION BY COLDWATER CREEK		85095240	Allowed	28-Jul-2010	11-Jan-2011	35 Int.
Coldwater Creek Inc.	ASPENWOOD BY COLDWATER CREEK		85095230	Allowed	28-Jul-2010	11-Jan-2011	35 Int.
Coldwater Creek Inc.	THE ASPENWOOD COLLECTION BY COLDWATER CREEK		85095190	Allowed	28-Jul-2010	11-Jan-2011	25 Int.
Coldwater Creek Inc.	ASPENWOOD BY COLDWATER CREEK		85095178	Allowed	28-Jul-2010	11-Jan-2011	25 Int.
Coldwater Creek Inc.	COLDWATER CREEK		85093329	Published	26-Jul-2010	29-Mar-2011	20 Int.
Coldwater Creek Inc.	WATERSTONE JERSEY		85057716	Published	08-Jun-2010	29-Mar-2011	24 Int.
Coldwater Creek Inc.	PALE JADE		77939431	Published	18-Feb-2010	13-Jul-2010	03 Int.
Coldwater Creek Inc.	WATERSILK		77939425	Allowed	18-Feb-2010	20-Jul-2010	03 Int.
Coldwater Creek Inc.	WHAT A BEAUTIFUL FIT!		77770664	Allowed	29-Jun-2009	24-Nov-2009	35 Int.
Coldwater Creek Inc.	OUTLET@THECREEK		77695113	Allowed	19-Mar-2009	09-Jun-2009	35 Int.

*Schedule A to Grant of Security Interest in Trademarks*

Schedule 1.01

Borrowers

1. Coldwater Creek U.S. Inc., a Delaware corporation
2. Coldwater Creek The Spa Inc., an Idaho corporation
3. Coldwater Creek Merchandising & Logistics Inc., a Delaware corporation

## **SCHEDULE 1.02**

### Guarantors

1. Coldwater Creek Inc., a Delaware corporation
2. C Squared LLC, a Delaware limited liability company
3. Aspenwood Advertising, Inc., a Delaware corporation
4. CWC Worldwide Services Inc., an Idaho corporation
5. Coldwater Creek Sourcing Inc., an Idaho corporation
6. CWC Sourcing LLC, an Idaho limited liability company