

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)/Execution Date(s):

Bank of America, N.A.

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

Citizenship (see guidelines) USA

Execution Date(s) July 28, 2011

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

- Yes
 No

Additional names, addresses, or citizenship attached?

Name: United Retail Incorporated

Internal Address:

Street Address: 463 Seventh Avenue

City: New York

State: NY

Country: USA

Zip: 10018

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other Notice of Release of Security Interest in Trademarks

- Association Citizenship
 General Partnership Citizenship
 Limited Partnership Citizenship
 Corporation Citizenship: DE
 Other: Citizenship:

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)

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

A. Trademark Application No.(s) See Attached Schedule A

B. Trademark Registration No.(s) See Attached Schedule A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)**5. Name address of party to whom correspondence concerning document should be mailed:**

Name: Susan O'Brien

Internal Address: UCC Direct Services

Street Address: 187 Wolf Road, Suite 101

City: Albany

State: NY

Zip: 12205

Phone Number: 800-342-3676

Fax Number: 800-962-7049

Email Address: cls-udsalbany@wolterskluwer.com

6. Total number of applications and registrations involved:

86

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

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

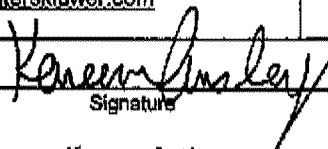
a. Credit Card Last 4 Numbers

Expiration Date

5083
10/12

b. Deposit Account Number

Authorized User Name:

9. Signature:

Signature

Kareem Ansley

Name of Person Signing

August 2, 2011

Date

Total number of pages including cover sheet, attachments, and document: 8

Documents to be recorded (including cover sheet) should be faxed to (703) 308-6995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$2165.00 76246733

Schedule A to Notice of Release

<u>Mark</u>	<u>Registration Date</u>	<u>Registration or Application No.</u>
92.2...ONLY AT THE AVENUE	11/05/02	2,646,142
A CLOUD IN EVERY SHOE	09/26/00	2,390,209
ACTIVEWEAR BY AVENUE	04/25/01	76,246,733
AVENUE	10/31/89	1,563,443
AVENUE	01/19/99	2,218,272
AVENUE	04/24/01	2,445,518
AVENUE	07/31/01	2,474,547
AVENUE	07/30/02	2,601,626
AVENUE	08/20/02	2,608,788
AVENUE	12/03/02	2,656,395
AVENUE	06/17/03	2,727,404
AVENUE	06/24/03	2,729,509
AVENUE	07/29/03	2,742,451
AVENUE	09/09/03	2,762,068
AVENUE	01/20/04	2,806,824
AVENUE	03/16/04	2,823,630
AVENUE	07/06/04	2,860,468
AVENUE	09/13/05	2,993,599
AVENUE	03/27/07	3,221,647
AVENUE	05/01/07	3,236,862
AVENUE	11/20/07	3,337,603
AVENUE BLUES	08/19/97	2,089,978
AVENUE BLUES	08/12/03	2,751,185

<u>Mark</u>	<u>Registration Date</u>	<u>Registration or Application No.</u>
AVENUE BLUESWEAR Collection	06/23/98	2,168,069
AVENUE BODY	01/29/02	2,534,538
AVENUE BODY	11/13/07	3,337,392
AVENUE BY DESIGN	05/05/98	2,155,471
AVENUECHAT.COM	02/24/00	75,925,808
AVENUE DIRECT	04/29/08	3,418,765
AVENUE ESSENTIALS	12/11/01	2,516,111
AVENUE HOME	11/14/00	2,403,752
AVENUE HOME	12/23/03	2,798,048
AVENUE JEANS	07/22/08	3,470,975
AVENUE MOODS	12/03/02	2,656,387
AVENUE MOODS	02/11/03	2,686,905
AVENUE PERFECT SCENTS	08/22/00	2,378,501
AVENUE PLUS	06/08/99	2,251,168
AVENUE QUILT	03/26/02	2,553,405
AVENUE SIGNATURECHINO	10/11/07	77,301,559
AVENUE SOUND	04/04/00	2,338,946
AVENUE.COM	07/24/01	2,472,442
AVENUES	08/22/89	1,552,946
AVETECH	04/25/01	76,246,732
CLOUD CARE	07/23/02	2,598,919
CLOUD CLIMBERS	04/19/06	78,864,961
CLOUD HEEL STRIKE PAD	01/23/01	2,423,679
CLOUD RACERS	06/30/98	2,170,163

<u>Mark</u>	<u>Registration Date</u>	<u>Registration or Application No.</u>
CLOUD SOFT	04/02/02	2,556,445
CLOUD SOFT COMFORT	10/20/81	1,174,357
CLOUD-TEK	09/02/03	2,759,655
CLOUD WALK	09/11/56	0634405
CLOUD WALKER	11/28/50	0534076
CLOUD WALKERS	09/09/97	2,094,680
CLOUD WALKERS	06/09/98	2,163,410
CLOUD WALKERS	01/14/03	2,673,518
CLOUD WALKERS	01/21/03	2,678,430
CLOUDWALKERS	09/03/02	2,614,528
CLOUDWALKERS	10/08/02	2,630,831
CLOUDWALKERS.COM	01/01/02	2,525,059
CLOUDWALKERS.COM	06/25/02	2,584,871
CW SHOE and design	10/29/02	2,642,495
DESTINATIONS OF THE HEART	11/04/03	2,780,357
DREAM CURVES	06/01/04	2,848,836
FORELLI	03/07/89	1,528,397
JUST LIKE WALKING ON AIR	05/23/00	2,351,577
NOTHING SHOULD STOP YOU	12/14/99	2,300,481
RANSOM	11/19/02	2,652,482
SEXY NIGHTS	07/02/07	77,220,654
SEXY SECRETS	12/27/06	77,071,906
SEXY SECRETS	12/26/06	77,071,311
SIZES WOMAN	02/09/88	1,476,357

<u>Mark</u>	<u>Registration Date</u>	<u>Registration or Application No.</u>
SMART MEMORY FOAM	03/06/01	2,433,810
SMOOTH EMBRACE	05/20/08	3,432,105
SOFT	05/18/06	78,886,639
SOFT BY AVENUE	04/17/07	3,230,962
SOFT BY AVENUE	09/25/07	3,299,503
THE AVENUE	03/10/92	1,678,620
THE AVENUE	05/27/97	2,065,819
THE AVENUE	08/12/97	2,088,167
THE AVENUE	03/17/98	2,144,949
THE AVENUE	04/14/98	2,151,322
THE AVENUE SHOP FOR WOMEN	02/02/93	1,750,551
THE AVENUE SHOP FOR WOMEN	05/25/93	1,773,306
THE LARGE SIZE FASHION SOURCE	11/12/96	2,016,250
WALK ON AIR	04/22/97	2,055,247
XTREME-TEK	02/13/08	77,396,030

NOTICE OF RELEASE OF
SECURITY INTEREST IN TRADEMARKS


WHEREAS, by a Trademark Assignment of Security dated as of August 29, 2008, UNITED RETAIL INCORPORATED ("Assignor") assigned to and granted to BANK OF AMERICA, N.A., as agent ("Assignee") for itself and various other financial institutions, a security interest in all right, title and interest of Assignor in and to the registered trademarks and pending applications listed on Schedule A hereto (the "Trademarks"); and

WHEREAS, Assignee wishes to provide a document suitable for recording in the United States Patent and Trademark office for purposes of recording the release, relinquishment and discharge of its security interest in the Trademarks;

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, Assignee hereby relinquishes, releases and discharges its security interest in the Trademarks.

IN WITNESS WHEREOF, the parties have caused this Notice of Release of Security Interest in Trademarks to be duly executed as of July 28, 2011.

BANK OF AMERICA, N.A.,
as Agent

By: 
Name: EDMUNDO KAHN
Title: VICE-PRESIDENT