

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Release of security agreement	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, N.A. as the successor in interest to Foothill Capital Corporation and Wells Fargo Retail Finance, LLC		09/15/2011	national association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Boston Proper, Inc.		
Street Address:	6500 Park of Commerce Boulevard		
City:	Boca Raton		
State/Country:	FLORIDA		
Postal Code:	33487		
Entity Type:	CORPORATION: FLORIDA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1750625	BOSTON PROPER	
Registration Number:	1201644	BOSTON PROPER	
CORRESPONDENCE DATA			
Fax Number:	(202)955-5564		
Email:	kimberly.hoover@hklaw.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Kimberly Hoover		
Address Line 1:	2099 Pennsylvania Avenue NW		
Address Line 2:	Suite 100		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20006		
ATTORNEY DOCKET NUMBER:	101022-1		
NAME OF SUBMITTER:	Robert C. Chakarian		

OP \$65.00 1750625

Signature:	/Robert C. Chakarian/
Date:	09/16/2011
Total Attachments: 4 source=Foothill#page1.tif source=Foothill#page2.tif source=Foothill#page3.tif source=Foothill#page4.tif	

TRADEMARK ASSIGNMENT AND SECURITY INTEREST RELEASE

THIS TRADEMARK ASSIGNMENT AND SECURITY INTEREST RELEASE ("Assignment and Release"), is made by Wells Fargo Bank, N.A. ("**Wells Fargo**"), as the successor in interest to Foothill Capital Corporation and Wells Fargo Retail Finance, LLC.

WHEREAS, Foothill Capital Corporation, a California corporation, ("**Foothill**"), pursuant to that certain Trademark and Security Agreement ("**Assignment**") dated as of December 18, 1996 by and between Foothill and The Mark Group, Inc., a Florida corporation ("**Grantor**"), was granted a security interest in and to all existing and after-acquired or arising trademarks, trade names and service marks, including applications and registrations thereof, of Grantor, and all goodwill of Grantor's business connected with and symbolized thereby, and rights relating thereto (collectively, the "**Grantor Trademarks**"), including US trademark registration BOSTON PROPER (US registration number 1750625) (the "**1st BOSTON PROPER Mark**"), which security interest was recorded with the Trademark Division of the United States Patent and Trademark Office ("**PTO**") on January 8, 1997 at Reel 1547/Frame 0875;

WHEREAS, Foothill contributed to Wells Fargo Retail Finance, LLC, a Delaware limited liability company ("**WFRF**"), all of its right title and interest to and in the 1st BOSTON PROPER Mark.

WHEREAS, WFRF, as successor in interest to Foothill under the Assignment, required the Grantor to execute and deliver that certain Trademark Security Agreement (the "**Second Assignment**") dated November 19, 2001, which Second Assignment was recorded with the Trademark Division of the PTO on December 7, 2001 at Reel 2409/Frame 0657;

WHEREAS, the Second Assignment granted to WFRF a security interest in and to all then-current and after-acquired or arising Grantor Trademarks, including US trademark registration BOSTON PROPER (US registration number 1201644) (the "**2nd BOSTON PROPER Mark**") and together with the 1st BOSTON PROPER Mark, the "**BOSTON PROPER Trademark Registrations**", which are identified and set forth in Schedule A attached hereto);

WHEREAS, the Grantor has satisfied all indebtedness under which the Assignment and Second Assignment served as collateral;

WHEREAS, on November 6, 2010, WFRF merged with and into Wells Fargo, with Wells Fargo as the surviving corporation;

WHEREAS, Wells Fargo, as the successor in interest to WFRF and Foothill, desires to assign back to Grantor any rights, title and interest in and to the Grantor Trademarks conveyed under the Assignment and the Second Assignment, and to confirm and record the release of the security interests of WFRF and Foothill in the Grantor Trademarks, including the BOSTON PROPER Trademark Registrations; and

WHEREAS, the Grantor has subsequently changed its name to Boston Proper Inc.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Wells Fargo as successor to Foothill and WHRR does hereby terminate and release its security interest in, as and by way of a first mortgage and security interest having priority over all other security interests, with power of sale to the extent permitted by applicable law, the Grantor Trademarks, and does hereby sell, assign and transfer to Boston Proper Inc., all of its rights, title and interest in the Grantor Trademarks, including, without limitation, any rights title and interest in the Grantor Trademarks it has as successor to Foothill and WHRR.


Wells Fargo authorizes and requests the Commissioner of Trademarks to record Boston Proper Inc. as the assignee and owner of all rights, title and interest in the Grantor Trademarks, including the BOSTON PROPER Trademark Registrations.

This Assignment and Release shall be construed and enforced and the rights and duties of the parties shall be governed by in all respects in accordance with the laws and decisions of the State of New York without reference to the conflicts or choice of law principles thereof.

(Signature Page Follows)

IN TESTIMONY WHEREOF, Wells Fargo, N.A., as successor in interest to Foothill Capital Corporation and Wells Fargo Retail Finance, LLC has caused this Assignment and Release to be signed and executed by the undersigned officer duly authorized this 15 day of September, 2011.

Wells Fargo Bank, N.A.

By: 
Name: Robert C. Cummings
Title: Vice President

SCHEDULE A

Trademark	Registration Number
BOSTON PROPER	1201644
BOSTON PROPER	1750625

TRADEMARK

REEL: 004624 FRAME: 0360

RECORDED: 09/16/2011