

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|--------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | RELEASE BY SECURED PARTY |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--|----------|----------------|-------------------------------------|
| WELLS FARGO BANK, NATIONAL ASSOCIATION | | 12/09/2011 | National Association: UNITED STATES |

RECEIVING PARTY DATA

| | |
|------------------------|----------------------------------|
| Name: | SAMUELS JEWELERS, INC. |
| Street Address: | 2914 Montopolis Drive, Suite 200 |
| City: | Austin |
| State/Country: | TEXAS |
| Postal Code: | 78741 |
| Entity Type: | CORPORATION: DELAWARE |

| | |
|------------------------|----------------------------------|
| Name: | Rogers Ltd., Inc. |
| Street Address: | 2914 Montopolis Drive, Suite 200 |
| City: | Austin |
| State/Country: | TEXAS |
| Postal Code: | 78741 |
| Entity Type: | CORPORATION: OHIO |

PROPERTY NUMBERS Total: 7

| Property Type | Number | Word Mark |
|----------------|----------|-------------------|
| Serial Number: | 78974164 | SAMUELS JEWELERS |
| Serial Number: | 78725105 | 24 KARAT CARD |
| Serial Number: | 77000656 | SAMUELS DIAMONDS |
| Serial Number: | 73665611 | SCHUBACH JEWELERS |
| Serial Number: | 76372854 | ANDRE LAZAR |
| Serial Number: | 74524003 | AL |
| Serial Number: | 77146587 | JENNIFER MORGAN |

OP \$190.00 78974164

CORRESPONDENCE DATA

Fax Number: (617)341-7700
Phone: 617-341-7732
Email: mary.hurley@morganlewis.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Mary F Hurley
Address Line 1: 225 Franklin Street
Address Line 2: Morgan, Lewis & Bockius LLP
Address Line 4: Boston, MASSACHUSETTS 02110

| | |
|-------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | 102504-0047-72461 |
| NAME OF SUBMITTER: | Mary F Hurley |
| Signature: | /Mary F Hurley/ |
| Date: | 01/20/2012 |

Total Attachments: 4
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, WELLS FARGO BANK, NATIONAL ASSOCIATION (successor by merger to Wells Fargo Retail Finance, LLC) (the "Secured Party"), does hereby certify that (i) the security interest it holds in certain trademarks and trademark applications of SAMUELS JEWELERS, INC., a Delaware corporation ("Samuels") and Rogers Ltd., Inc., an Ohio corporation (succeeded by merger by Samuels Jewelers, Inc.) (collectively, the "Debtors" and each individually, a "Debtor"), pursuant to that certain Amended and Restated Trademark and Trademark Applications Security Agreement dated as of January 30, 2008, recorded in the USPTO at Reel 003709, Frame 0911 (the "Trademark Security Agreement"), which trademarks and trademark applications are more fully identified on Schedule A annexed hereto and made a part hereof, and (ii) the security interest the Secured Party holds in certain trademarks and trademark applications of Samuels recorded in the USPTO at Reel 003448, Frame 0900 (the security interests described in (i) and (ii), collectively, the "Security Interest"), which trademarks and trademark applications are more fully identified on Schedule B annexed hereto and made a part hereof, are released and all interest in such property previously assigned to Secured Party under the Trademark Security Agreement and the Security Interest is hereby reassigned to Debtor, without representation or warranty of any kind, nature or description.

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IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer this 9th day of December, 2011.

WELLS FARGO BANK, NATIONAL ASSOCIATION

By: J. Blanchette
Name: Jennifer Blanchette
Title: Authorized Signatory

SCHEDULE A

Debtor's now owned or existing or hereafter acquired or arising registered service marks and Federal service mark applications, registered trademarks, and Federal trade mark applications:

| <u>Serial Number</u> | <u>Registration Number</u> | <u>Word Mark</u> |
|----------------------|----------------------------|------------------------|
| 78974164 | 3356494 | SAMUELS JEWELERS |
| 78725105 | 3277453 | 24 KARAT CARD |
| 77000656 | 3354839 | SAMUELS DIAMONDS |
| 73665611 | 1493669 | SCHUBACH JEWELERS |
| 76372854 | 2668844 | ANDRE LAZAR |
| 74524003 | 1929352 | AL & DESIGN (Stylized) |
| 77146587 | 3581088 | JENNIFER MORGAN |
| RN55673 | 200504702836 | DIAMONDS UNLIMITED |

SCHEDULE B

Debtor's now owned or existing or hereafter acquired or arising registered service marks and Federal service mark applications, registered trademarks, and Federal trade mark applications:

| <u>Serial Number</u> | <u>Registration Number</u> | <u>Word Mark</u> |
|----------------------|----------------------------|-------------------|
| 78974164 | 3356494 | SAMUELS JEWELERS |
| 78725105 | 3277453 | 24 KARAT CARD |
| 77000656 | 3354839 | SAMUELS DIAMONDS |
| 73665611 | 1493669 | SCHUBACH JEWELERS |

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