

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
First Community Financial, a division of Pacific Western Bank		07/17/2012	Bank: UNITED STATES
RECEIVING PARTY DATA			
Name:	Phoenix Footwear Group, Inc.		
Street Address:	5937 Darwin Court		
Internal Address:	Suite 109		
City:	Carlsbad		
State/Country:	CALIFORNIA		
Postal Code:	92008		
Entity Type:	CORPORATION: DELAWARE		
Name:	Penobscot Shoe Company		
Street Address:	5937 Darwin Court		
Internal Address:	Suite 109		
City:	Carlsbad		
State/Country:	CALIFORNIA		
Postal Code:	92008		
Entity Type:	CORPORATION: MAINE		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	2899145	SOFT WALK	
Registration Number:	2089400	TROTTERS	
Registration Number:	1137447	WALKING LADY	
Registration Number:	2722442	T	
Registration Number:	2496187	H.S. TRASK BOZEMAN MONTANA	
Registration Number:	3573739	H.S. TRASK	

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Registration Number:	3573740	H.S. TRASK
Registration Number:	3573747	
Registration Number:	3643412	H.S. TRASK
Registration Number:	3829075	H.S. TRASK
Registration Number:	3829076	H.S. TRASK

**CORRESPONDENCE DATA**

Fax Number: 4045228409  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 404-420-5527  
Email: rjk@phrd.com  
Correspondent Name: Rhonda J. Kenyeri, Paralegal -- PHRD  
Address Line 1: 285 Peachtree Center Avenue  
Address Line 2: 1500 Marquis Two Tower  
Address Line 4: Atlanta, GEORGIA 30303

ATTORNEY DOCKET NUMBER:	PHOENIX FOOTWEAR
NAME OF SUBMITTER:	Bobbi Acord
Signature:	/ba/
Date:	07/18/2012

Total Attachments: 5  
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**TRADEMARK TRANSFER AND ASSIGNMENT**

July 17, 2012

FOR VALUE RECEIVED, the undersigned, **FIRST COMMUNITY FINANCIAL**, a division of Pacific Western Bank ("Assignor"), does hereby sell, assign, transfer and convey to **PHOENIX FOOTWEAR GROUP, INC.**, a Delaware corporation, **BELT COMPANY**, f/k/a Chambers Belt Company, a Delaware corporation, **PENOBSCOT SHOE COMPANY**, a Maine corporation, **H.S. TRASK & COMPANY**, a Montana corporation and **PHOENIX DELAWARE ACQUISITION, INC.**, a Delaware corporation (collectively, "Assignees"), **without any representation or warranty by, or recourse to, Assignor, all right, title and interest of Assignor in and to the trademark applications and trademarks listed on Schedule A attached hereto, arising under that certain Trademark Security Agreement, dated as of December 4, 2009, by and among Assignees and Assignor (as at any time amended, restated, supplemented or otherwise modified, the "Trademark Agreement"), and recorded on December 4, 2009, on Reel No. 4107, Frame 0815, United States Patent and Trademark Office, together with the goodwill of the business symbolized by the marks.**

This Assignment intended to operate as a release of all liens and security interests conveyed by Assignees to Assignor pursuant to the terms of the Trademark Agreement, and to reassign to Assignees all of Assignor's right, title, and interest acquired pursuant to the terms of such Trademark Agreement.

[Remainder of page intentionally left blank; signatures appear on following page.]

IN WITNESS WHEREOF, Assignor has caused this Agreement to be signed and sealed by its duly authorized officer as of the date first written above.

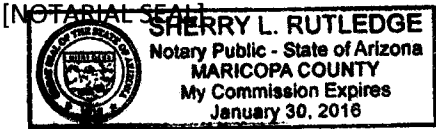
**FIRST COMMUNITY FINANCIAL**, a division of  
Pacific Western Bank  
("Assignor")

By: [Signature]  
Name: KURT J. KIESLING  
Title: Vice President

STATE OF Arizona )  
 )  
COUNTY OF Maricopa )







BEFORE ME, the undersigned, a Notary Public in and for the county aforesaid, on this 17 day of July, 2012, personally appeared Kurt J. Kiesling the VP of First Community Financial, a division of Pacific Western Bank to me known personally, and who, being by me duly sworn, deposes and says that said instrument was signed by him on behalf of said bank, and said VP acknowledged said instrument to be the free act and deed of said limited bank.

[Signature]  
Notary Public  
Executed on 7-17-2012  
My Commission Expires: 1-30-2016



**SCHEDULE A**

Trademarks with Security Interest on record by Assignor

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
	2,899,145	November 2, 2004
Trotters	2,089,400	August 19, 1997
Walking Lady	1,137,447	July 1, 1980
	2,722,442	June 3, 2003
	2,496,187	October 9, 2001
	3,573,739	January 11, 2008
* H.S. TRASK *	3,573,740	February 10, 2009
	3,573,747	February 10, 2009
* H.S. TRASK *	3,643,412	June 23, 2009
	3,829,075	August 3, 2010
<b>H.S. TRASK</b>	3,829,076	August 3, 2010

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Trademark	Registration Number or Serial Number	Date
TROTTERS	Reg #2089400	August 19, 1997
Z COLLECTION	Serial #77315789	October 29, 2007
FORT BRIDGER	Reg #3643405	June 23, 2009
BRIDGER TRAIL	Reg #3643404	June 23, 2009
BORN IN BOZEMAN	Serial #77248640	August 7, 2007
BRIDGER	Serial #77360970	December 28, 2007
LIVINGSTON	Serial #77360946	December 28, 2007
Z COLLECTION BY TROTTERS	Serial #77176144	May 9, 2007
STROL	Serial #76561721	November 25, 2003
SOFT WALK	Reg #2899145	November 2, 2004
SOFT-WALK	Reg #2357854	June 13, 2000
SOFT-WALK SUSPENSION	Reg #1856323	September 27, 1994
COLTER CREEK BY H.S. TRASK & DESIGN	Serial #78581701	March 7, 2005
H.S. TRASK BORN IN BOZEMAN	Serial #77371703	January 15, 2008
H.S. TRASK BORN IN BOZEMAN	Serial #77371684	January 15, 2008
H.S. TRASK BORN IN BOZEMAN	Serial #77369114	January 11, 2008
H.S. TRASK	Reg #3643412	June 23, 2009
H.S. TRASK	Serial #77626142	December 4, 2008
H.S. TRASK	Serial #77625632	December 3, 2008
H.S. TRASK	Reg #3573740	February 10, 2009
H.S. TRASK	Reg #3573739	February 10, 2009
H.S. TRASK	Reg #3573738	February 10, 2009
H.S. TRASK BOZEMAN MONTANA	Reg #2496187	October 9, 2001
H.S. TRASK AMERICAN BISON AUTHENTIC FOOTWEAR BOZEMAN MONTANA	Reg #2124609	December 30, 1997
(2) DESIGN ONLY	Reg #1959751	March 5, 1996
TROTTERS	Reg #2671664	January 7, 2003
T	Reg #2722442	June 3, 2003
AMERICA'S ORIGINAL LEATHER, FOR THE PIONEER SPIRIT IN EACH OF US.	Reg #2081869	July 22, 1997
PRAIRIE MOC	Reg #2315525	February 8, 2000
TRASK	Reg #1946133	January 2, 1996
(2) DESIGN ONLY	Reg #3573747	February 10, 2009
(2) DESIGN ONLY	Serial #77371719	January 15, 2008
AMERICOMFORT	Reg #2453986	May 22, 2001
FOR LIFE'S MOST COMFORTABLE OCCASIONS.	Reg #1668030	December 10, 1991
TROTTERS	Reg #1644790	May 14, 1991
OLDMAINE TROTTERS THE NEW BREED	Reg #1463687	November 3, 1987
LINDA ADAMS	Reg #1463986	November 3, 1987
(2) DESIGN ONLY	Reg #1302735	October 30, 1984

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DOWNIES	Reg #1243720	June 28, 1983
FILLIES	Serial #73311557	Filing Date: 0000
WALKING LADY	Reg #1137447	July 1, 1980
SULKIES	Reg #1134702	May 6, 1980
SULKYS BY OLDMAINE TROTTERS	Reg #1113207	February 13, 1979
SADDLE TRAMPS	Reg #0910973	April 6, 1971
UNIMOC	Reg #0759742	November 5, 1963
TRAMPEZE JRS.	Reg #0755128	August 20, 1963
LITTLE TROTTERS	Reg #0747340	March 26, 1963
TRAMPEZE	Reg #0734963	July 24, 1962
SPORTCASTERS	Reg #0689947	December 15, 1959