

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest in Intellectual Property Collateral		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Goldman Sachs Credit Partners L.P.		02/14/2013	LIMITED PARTNERSHIP:
RECEIVING PARTY DATA			
Name:	MLA Multibrand Holdings, Inc.		
Street Address:	2761 Fruitland Avenue		
City:	Vernon		
State/Country:	CALIFORNIA		
Postal Code:	90058		
Entity Type:	CORPORATION: DELAWARE		
Name:	Max Rave, LLC		
Street Address:	2761 Fruitland Avenue		
City:	Vernon		
State/Country:	CALIFORNIA		
Postal Code:	90058		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	Street Beat Sportswear, Inc.		
Street Address:	2761 Fruitland Avenue		
City:	Vernon		
State/Country:	CALIFORNIA		
Postal Code:	90058		
Entity Type:	CORPORATION: NEW YORK		
Name:	BCBG Max Azria Group, Inc.		
Street Address:	2761 Fruitland Avenue		
City:	Vernon		
State/Country:	CALIFORNIA		

CH \$2540.00 1939918

900247065

**TRADEMARK
 REEL: 004961 FRAME: 0877**

Postal Code:	90058
Entity Type:	CORPORATION: CALIFORNIA

Name:	BCBG MaxAzria Holdings, Inc.
Street Address:	2761 Fruitland Avenue
City:	Vernon
State/Country:	CALIFORNIA
Postal Code:	90058
Entity Type:	CORPORATION: CALIFORNIA

Name:	BCBG MaxAzria International Holdings, Inc.
Street Address:	2761 Fruitland Avenue
City:	Vernon
State/Country:	CALIFORNIA
Postal Code:	90058
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 101

Property Type	Number	Word Mark
Registration Number:	1939918	BC BG
Registration Number:	2408974	BCBG
Registration Number:	2162708	BC BG
Registration Number:	2166425	BC BG
Registration Number:	2229364	BCBG
Registration Number:	2229365	BCBG MAX AZRIA
Registration Number:	2162709	BC BG MAX AZRIA
Registration Number:	2229366	BCBG MAX AZRIA
Registration Number:	2160919	BC BG MAX AZRIA
Registration Number:	2581591	BCBG
Registration Number:	2872074	BCBG
Registration Number:	2362512	BCBG MAX AZRIA
Registration Number:	2581590	BCBG MAX AZRIA
Registration Number:	2622150	BCBGIRLS
Registration Number:	2754256	BCBGIRLS
Registration Number:	2968181	BCBGIRLS
Registration Number:	2090637	HERVE LEGER
Registration Number:	2062875	HERVE LEGER PARIS

Registration Number:	2285116	MAXIME
Registration Number:	1747190	PARALLEL
Registration Number:	1401347	TO THE MAX
Registration Number:	1480207	AMERICAN HIGH
Registration Number:	1477210	AMERICAN HIGH
Registration Number:	1371904	CLOTHESETERIA
Registration Number:	1412422	IN CHARGE
Registration Number:	1285656	G + G
Registration Number:	2463053	LOLA
Registration Number:	1301774	LOLA
Registration Number:	2889805	SHOP COOL SAVE BIG
Registration Number:	2885679	SHOP COOL.SAVE BIG.
Registration Number:	3338772	PARALLEL
Registration Number:	3358201	FARLOW
Registration Number:	2435939	TRUE PEOPLE
Serial Number:	78455976	BCBG ATTITUDE
Serial Number:	78897524	BCBGMAXAZRIA
Serial Number:	78897535	BCBGMAXAZRIA
Serial Number:	78897527	BCBGMAXAZRIA
Serial Number:	78897514	BCBGMAXAZRIA
Serial Number:	78897511	BCBGMAXAZRIA
Serial Number:	78897519	BCBGMAXAZRIA
Serial Number:	78303559	BCBGUYS
Serial Number:	78862087	MAX
Serial Number:	78862113	MAX
Serial Number:	78862110	MAX
Serial Number:	78862116	MAX
Serial Number:	78862121	MAX
Serial Number:	78862134	MAX
Serial Number:	78746383	MAX AND CLEO
Serial Number:	78827908	MAX AZRIA
Serial Number:	78827937	MAXAZRIA
Serial Number:	78837138	MAX AZRIA
Serial Number:	78827925	MAX AZRIA
Serial Number:	78828014	MAX AZRIA

	78827896	MAXAZRIACOLLECTION
Serial Number:	78846021	MAXIMUS
Serial Number:	78846033	MAXIMUS
Serial Number:	78325806	PARALLEL
Serial Number:	78534723	PARALLEL
Serial Number:	78534734	PARALLEL
Serial Number:	78534742	PARALLEL
Serial Number:	78657210	VENUS FORTUNO
Serial Number:	78657243	VENUS FORTUNO
Serial Number:	78657255	VENUS FORTUNO
Serial Number:	78657266	VENUS FORTUNO
Serial Number:	78657275	VENUS FORTUNO
Serial Number:	78657283	VENUS FORTUNO
Serial Number:	78698589	LOLA
Serial Number:	78675922	LOLA
Serial Number:	76612474	MATERIAL NATION
Serial Number:	78950683	MAX RAVE
Serial Number:	78950690	MAX RAVE
Serial Number:	78950695	MAX RAVE
Serial Number:	78950702	MAX RAVE
Serial Number:	78950705	MAX RAVE
Serial Number:	78950715	MAX RAVE
Serial Number:	77322978	
Serial Number:	77348730	BCBGENERATION
Serial Number:	77348738	BCBGENERATION
Serial Number:	77348743	BCBGENERATION
Serial Number:	77348756	BCBGENERATION
Serial Number:	77348765	BCBGENERATION
Serial Number:	77348777	BCBGENERATION
Serial Number:	77012409	BCBGMAXAZRIA RUNWAY
Serial Number:	77323895	NAKED CLOTH
Serial Number:	77323908	NAKED CLOTH
Serial Number:	77124653	PARALLEL UNIVERSE
Serial Number:	77124672	PARALLEL UNIVERSE
Serial Number:	77341648	TO THE MAX

	77245898	UNINHIBITED
Serial Number:	77245904	UNINHIBITED
Serial Number:	77245913	UNINHIBITED
Serial Number:	77245915	UNINHIBITED
Serial Number:	77245919	UNINHIBITED
Serial Number:	77245925	UNINHIBITED
Serial Number:	78457414	CHAZAL
Serial Number:	78675512	MGY
Serial Number:	78727152	STREET BEAT
Serial Number:	77065550	TRUE PEOPLE
Serial Number:	77553887	
Serial Number:	77553923	
Serial Number:	77553943	

CORRESPONDENCE DATA

Fax Number: 9177777373
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 212-735-3000
Email: andrew.patrick@skadden.com
Correspondent Name: Skadden Arps Slate Meagher & Flom LLP
Address Line 1: Four Times Square
Address Line 2: Attn: Eric Mack, Esq.
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	124460/7
NAME OF SUBMITTER:	Eric Mack
Signature:	/em/
Date:	02/14/2013

Total Attachments: 9
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**RELEASE OF SECURITY INTEREST IN
INTELLECTUAL PROPERTY COLLATERAL**

This RELEASE, dated as of February 14, 2013, is made by GOLDMAN SACHS CREDIT PARTNERS L.P. ("GSCP"), in its capacity as Collateral Agent (the "Collateral Agent") as successor-in-interest to Citicorp North America, Inc. (the "Citicorp") pursuant to the Credit and Guaranty Agreement dated as of August 10, 2005 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement") and the Pledge and Security Agreement, dated as of August 10, 2005 (as amended, supplemented or otherwise modified from time to time, the "Pledge and Security Agreement"). Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Pledge and Security Agreement.

WITNESSETH

WHEREAS, BCBG MAX AZRIA GROUP, INC. ("BCBG"), BCBG MAXAZRIA HOLDINGS, INC., BCBG MAXAZRIA INTERNATIONAL HOLDINGS, INC., MLA MULTIBRAND HOLDINGS, INC. ("MLA"), MAX RAVE, LLC ("MAX RAVE") (collectively, the "Grantors") and Citicorp are parties to the Pledge and Security Agreement;

WHEREAS, pursuant to the Third Amendment of Amended and Restated Credit and Guaranty Agreement dated April 13, 2007 (the "Third Amendment"), GSCP replaced Citicorp as the Collateral Agent in the Credit Agreement and in all corresponding Trademark Security Agreements, including the Trademark Security Agreement (First Lien), dated August 24, 2006, and recorded with the U.S. Patent and Trademark Office on September 13, 2006 (the "August 2006 MLA Trademark Agreement") at Reel/Frame No. 3389/0806 pursuant to which MLA granted to the Collateral Agent a security interest in all of its right, title and interest in, to and under the Trademark Collateral (as defined in the August 2006 MLA Trademark Agreement);

WHEREAS, pursuant to the Third Amendment, Citicorp and GSCP executed the Assignment and Assumption dated April 13, 2007 and recorded with the U.S. Patent and Trademark Office on April 16, 2007 (the "Assignment and Assumption") at Reel/Frame No. 3522/0984 in connection with (i) the Trademark Security Agreement (First Lien), dated August 10, 2005, and recorded with the U.S. Patent and Trademark Office on August 12, 2005 (the "August 2005 MLA Trademark Agreement") at Reel/Frame No. 3140/0293 pursuant to which MLA granted to the Collateral Agent a security interest in all of its right, title and interest in, to and under the Trademark Collateral (as defined in the August 2005 MLA Trademark Agreement) and (ii) the Trademark Security Agreement (First Lien), dated August 24, 2006, and recorded with the U.S. Patent and Trademark Office on September 13, 2006 (the "August 2006 MAX RAVE Trademark Agreement") at Reel/Frame No. 3389/0798 pursuant to which MAX RAVE granted to the Collateral Agent a security interest in all of its right, title and interest in, to and under the Trademark Collateral (as defined in the August 2006 MAX RAVE Trademark Agreement);

WHEREAS, pursuant to the Trademark Security Agreement (First Lien), dated March 11, 2008, and recorded with the U.S. Patent and Trademark Office on March 12, 2008 (the “March 2008 MLA Trademark Agreement”) at Reel/Frame No. 3738/0050, MLA granted to the Collateral Agent a security interest in all of its right, title and interest in, to and under the Trademark Collateral (as defined in the March 2008 MLA Trademark Agreement);

WHEREAS, pursuant to the Trademark Security Agreement (First Lien), dated March 11, 2008, and recorded with the U.S. Patent and Trademark Office on March 12, 2008 (the “March 2008 BCBG Trademark Agreement”) at Reel/Frame No. 3738/0059, Street Beat Sportswear, Inc., a predecessor-in-interest to BCBG, granted to the Collateral Agent a security interest in all of its right, title and interest in, to and under the Trademark Collateral (as defined in the March 2008 BCBG Trademark Agreement);

WHEREAS, pursuant to the Trademark Security Agreement (First Lien), dated October 23, 2008, and recorded with the U.S. Patent and Trademark Office on October 23, 2008 at Reel/Frame No. 3876/0874 (the “October 2008 MLA Trademark Agreement”), MLA granted to the Collateral Agent a security interest in all of its right, title and interest in, to and under the Trademark Collateral (as defined in the October 2008 MLA Trademark Agreement);

WHEREAS, the Grantors have requested that the Collateral Agent release its security interest and lien on all of its right, title and interest in and to the Trademark Collateral.

NOW, THEREFORE, the Collateral Agent hereby RELEASES, without representation, warranty or recourse its security interest and lien on all of its right, title and interest in and to the Trademark Collateral, including the intellectual property set forth in Schedule I, attached hereto and incorporated herein by reference.

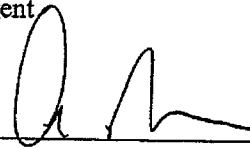
The Collateral Agent agrees to provide the Grantors with any information and additional authorization reasonably necessary to effect the release of the Collateral Agent’s security interest in the Trademark Collateral.

[Signature page to follow]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be duly executed and delivered by its duly authorized officer as of the date first written above.

GOLDMAN SACHS CREDIT PARTNERS L.P.,
as Collateral Agent

By:



Authorized Signatory

Anisha Malhotra

Authorized Signatory

[Signature page to Release of Security Interest in US Trademarks – Goldman Sachs]


TRADEMARK
REEL: 004961 FRAME: 0884

Schedule I




Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.		74/616,805 12/30/94	1,939,918 12/05/95
MLA Multibrand Holdings, Inc.	BC BG	75/157,819 08/28/96	2,408,974 11/28/00
MLA Multibrand Holdings, Inc.	BC BG	75/157,820 08/28/96	2,162,708 06/02/98
MLA Multibrand Holdings, Inc.	BC BG	75/157,821 08/28/96	2,166,425 06/16/98
MLA Multibrand Holdings, Inc.	BC BG	75/157,823 08/28/96	2,229,364 03/02/99
MLA Multibrand Holdings, Inc.	BC BG MAX AZRIA	75/157,824 08/28/96	2,229,365 03/02/99
MLA Multibrand Holdings, Inc.	BC BG MAX AZRIA	75/157,828 08/28/96	2,162,709 06/02/98
MLA Multibrand Holdings, Inc.	BC BG MAX AZRIA	75/157,829 08/28/96	2,229,366 03/02/99
MLA Multibrand Holdings, Inc.	BC BG MAX AZRIA	75/157,838 08/28/96	2,160,919 05/26/98
MLA Multibrand Holdings, Inc.	BCBG	76/208,759 02/12/01	2,581,591 06/18/02
MLA Multibrand Holdings, Inc.	BCBG	76/208,760 02/12/01	2,872,074 08/10/04
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA	75/157,827 08/28/96	2,362,512 06/27/00
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA	76/208,758 02/12/01	2,581,590 06/18/02
MLA Multibrand Holdings, Inc.	BCBGIRLS	76/203,762 01/31/01	2,622,150 09/17/02
MLA Multibrand Holdings, Inc.		76/402,575 04/29/02	2,754,256 08/19/03
MLA Multibrand Holdings, Inc.	BCBGIRLS	78/181,772 11/05/02	2,968,181 07/12/05
MLA Multibrand Holdings, Inc.	HERVE LEGER	75/062,842 02/26/96	2,090,637 08/26/97
MLA Multibrand Holdings, Inc.		75/062,840 02/26/96	2,062,875 05/20/97
MLA Multibrand Holdings, Inc.	MAXIME	75/519,725 07/16/98	2,285,116 10/12/99

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	PARALLEL	74/256,975 03/19/92	1,747,190 01/19/93
MLA Multibrand Holdings, Inc.	TO THE MAX	73/571,757 12/05/85	1,401,347 07/15/86
Max Rave, LLC	AMERICAN HIGH & DESIGN	73/671818 7/13/87	1480207 3/8/98
Max Rave, LLC	AMERICAN HIGH (STYLIZED)	73/671606 7/13/87	1477210 2/16/88
Max Rave, LLC	CLOTHESETERIA	73/529995 4/1/85	1371904 11/19/85
Max Rave, LLC	IN CHARGE & DESIGN	73/585183 2/28/86	1412422 10/07/86
Max Rave, LLC	G+G	73424908 5/9/83	1285656 7/10/84
Max Rave, LLC	LOLA & DESIGN	75135489 7/17/96	2463053 6/26/01
Max Rave, LLC	LOLA & DESIGN	73326612 9/3/81	1301774 10/23/84
Max Rave, LLC	SHOP COOL SAVE BIG	76453641 9/30/02	2889805 9/28/04
Max Rave, LLC	SHOP COOL . SAVE BIG	76453639 9/30/02	2885679 9/21/04
MLA Multibrand Holdings, Inc.	BCBG ATTITUDE	78/455,976 07/23/04	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897524 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897535 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897527 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897514 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897511 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBG MAX AZRIA and Design	78/897519 5/31/06	Pending
MLA Multibrand Holdings, Inc.	BCBGUYS	78/303,559 09/22/03	Pending

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	MAX	78/862087 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862113 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862110 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862116 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862121 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX	78/862134 4/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX AND CLEO	78/746383 11/3/05	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/827908 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/827937 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/837138 3/14/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/827925 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA	78/828014 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAX AZRIA COLLECTION	78/827896 3/2/06	Pending
MLA Multibrand Holdings, Inc.	MAXIMUS	78/846021 3/24/06	Pending
MLA Multibrand Holdings, Inc.	MAXIMUS	78/846033 3/24/06	Pending
MLA Multibrand Holdings, Inc.	PARALLEL	78/325,806 11/10/03	Pending
MLA Multibrand Holdings, Inc.	PARALLEL	78/534,723 12/17/04	Pending
MLA Multibrand Holdings, Inc.	PARALLEL	78/534,734 12/17/04	Pending
MLA Multibrand Holdings, Inc.	PARALLEL	78/534,742 12/17/04	Pending

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	VENUS FORTUNO	78/657,210 06/23/05	Pending
MLA Multibrand Holdings, Inc.	VENUS FORTUNO	78/657,243 06/23/05	Pending
MLA Multibrand Holdings, Inc.	VENUS FORTUNO	78/657,255 06/23/05	Pending
MLA Multibrand Holdings, Inc.	VENUS FORTUNO	78/657,266 06/23/05	Pending
MLA Multibrand Holdings, Inc.	VENUS FORTUNO	78/657,275 06/23/05	Pending
MLA Multibrand Holdings, Inc.	VENUS FORTUNO	78/657,283 06/23/05	Pending
Max Rave, LLC	LOLA	78/698589 8/23/05	Pending
Max Rave, LLC	LOLA	78/675922 7/22/05	Pending
Max Rave, LLC	MATERIAL NATION	76/612474 9/22/04	Pending
Max Rave, LLC	MAX RAVE	78/950683 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950690 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950695 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950702 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950705 8/11/06	Pending
Max Rave, LLC	MAX RAVE	78/950715 8/11/06	Pending
MLA Multibrand Holdings, Inc.		77/322,978 11/06/07	Pending
MLA Multibrand Holdings, Inc.	BGBGENERATION	77/348,730 12/11/07	Pending
MLA Multibrand Holdings, Inc.	BGBGENERATION	77/348,738 12/11/07	Pending
MLA Multibrand Holdings, Inc.	BGBGENERATION	77/348,743 12/11/07	Pending
MLA Multibrand Holdings, Inc.	BGBGENERATION	77/348,756 12/11/07	Pending

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.	BGBGENERATION	77/348,765 12/11/07	Pending
MLA Multibrand Holdings, Inc.	BGBGENERATION	77/348,777 12/11/07	Pending
MLA Multibrand Holdings, Inc.	BCBGMAXAZRIA RUNWAY	77/012,409 10/03/06	Pending
MLA Multibrand Holdings, Inc.	NAKED CLOTH	77/323,895 11/07/07	Pending
MLA Multibrand Holdings, Inc.	NAKED CLOTH	77/323,908 11/07/07	Pending
MLA Multibrand Holdings, Inc.	PARALLEL	77/117,642 02/27/07	3338772 11/20/07
MLA Multibrand Holdings, Inc.	PARALLEL UNIVERSE	77/124,653 03/07/07	Pending
MLA Multibrand Holdings, Inc.	PARALLEL UNIVERSE	77/124,672 03/07/07	Pending
MLA Multibrand Holdings, Inc.	MAX	77/341,648 11/30/07	Pending
MLA Multibrand Holdings, Inc.	UNINHIBITED	77/245,898 08/02/07	Pending
MLA Multibrand Holdings, Inc.	UNINHIBITED	77/245,904 08/02/07	Pending
MLA Multibrand Holdings, Inc.	UNINHIBITED	77/245,913 08/02/07	Pending
MLA Multibrand Holdings, Inc.	UNINHIBITED	77/245,915 08/02/07	Pending
MLA Multibrand Holdings, Inc.	UNINHIBITED	77/245,919 08/02/07	Pending
MLA Multibrand Holdings, Inc.	UNINHIBITED	77/245,925 08/02/07	Pending
Street Beat Sportswear, Inc.	CHAZAL	78/457,414 07/27/04	Pending
Street Beat Sportswear, Inc.	FARLOW	77/140,606 03/26/07	3358201 12/13/07
Street Beat Sportswear, Inc.	MGY	78/675,512 07/21/05	Pending
Street Beat Sportswear, Inc.	STREET BEAT	78/727,152 10/05/05	Pending
Street Beat Sportswear, Inc.	TRUE PEOPLE	75/772,108 08/09/99	2,435,939 03/13/01
Street Beat Sportswear, Inc.	TRUE PEOPLE	77/065,550 12/15/06	Pending

Owner	Trademark	Serial No. Filing Date	Registration No. Registration Date
MLA Multibrand Holdings, Inc.		77/553,887 08/22/08	Pending
MLA Multibrand Holdings, Inc.		77/553,923 08/22/08	Pending
MLA Multibrand Holdings, Inc.		77/553,943 08/22/08	Pending