

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
CapitalSouth Partners SBIC Fund III, LP		05/30/2013	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Boot Barn, Inc.
Street Address:	1636 W. Collins Avenue
City:	Orange
State/Country:	CALIFORNIA
Postal Code:	92867
Entity Type:	CORPORATION: DELAWARE

Name:	RCC Western Stores, Inc.
Street Address:	15776 Laguna Canyon Road
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92618
Entity Type:	CORPORATION: SOUTH DAKOTA

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	1197321	WESTERN WAREHOUSE
Registration Number:	1818497	CODY JAMES
Registration Number:	1786004	WESTERN WAREHOUSE
Registration Number:	2193695	JOB SITE
Registration Number:	2307397	BOOT BARN
Registration Number:	2531449	CORRAL WEST RANCHWEAR
Registration Number:	2549066	CORRAL WEST
Registration Number:	2506173	WHAT THE WEST WEARS

**TRADEMARK**

Registration Number:	3696624	AMERICAN WORKER HEAD-TO-TOE CASUAL & WOR
Registration Number:	3615901	SHYANNE
Registration Number:	3941630	AMERICAN WORKER HEAD TO TOE WORK WEAR
Registration Number:	3240508	CWR WORK WEAR DEPOT
Registration Number:	3181766	CWR
Registration Number:	3055270	CWR
Registration Number:	3135148	CORRAL WEST
Registration Number:	3135156	CORRAL WEST RANCHWEAR
Registration Number:	4247245	STINKY BOOT
Registration Number:	4164753	RCC WESTERN STORES
Registration Number:	4164271	RCC WESTERN WEAR
Registration Number:	3676190	RCC WESTERN STORES
Registration Number:	3685540	RCC WESTERN STORES

**CORRESPONDENCE DATA**

Fax Number: 2158325619  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 215-569-5619  
Email: pecsenye@blankrome.com  
Correspondent Name: Timothy D. Pecsénye  
Address Line 1: One Logan Square  
Address Line 2: Eighth Floor  
Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	074658-13035
NAME OF SUBMITTER:	Timothy D. Pecsénye
Signature:	/Timothy D. Pecsénye/
Date:	06/25/2013

Total Attachments: 4  
source=Capital South Trademark Security Termination#page1.tif  
source=Capital South Trademark Security Termination#page2.tif  
source=Capital South Trademark Security Termination#page3.tif  
source=Capital South Trademark Security Termination#page4.tif

## **RELEASE OF SECURITY INTEREST IN TRADEMARKS**

**THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this "Release"), is dated as of May 30, 2013, and made by **CAPITALSOUTH PARTNERS SBIC FUND III, LP**, a Delaware limited partnership, as agent for certain lenders pursuant to a loan agreement described in the Boot Barn Security Agreement defined below ("Grantee"), to **BOOT BARN, INC.**, a Delaware corporation ("Boot Barn"), and **RCC WESTERN STORES, INC.**, a South Dakota corporation ("RCC" and, together with Boot Barn, each a "Grantor" and collectively the "Grantors").

WHEREAS, pursuant to a Trademark Security Agreement dated as of December 12, 2011, made by Boot Barn in favor of Grantee (the "Boot Barn Security Agreement"), a security interest was granted by Boot Barn to Grantee in certain collateral, including the Trademarks (as hereinafter defined);

WHEREAS, the Boot Barn Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on December 15, 2011, at Reel 4680 and Frame 0265;

WHEREAS, pursuant to a Trademark Security Agreement dated as of August 31, 2012, made by RCC in favor of Grantee (the "RCC Security Agreement" and, together with the Boot Barn Security Agreement, each a "Security Agreement" and collectively the "Security Agreements"), a security interest was granted by RCC to Grantee in certain collateral, including the Trademarks (as hereinafter defined);

WHEREAS, Grantee now desires to release the Security Agreements.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Release, Grantee hereby states as follows:

1. Definitions. The term "Trademarks," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the trademarks listed on Schedule A hereto.

2. Release of Security Interest. Grantee hereby terminates, releases and discharges its security interest in the Trademarks.

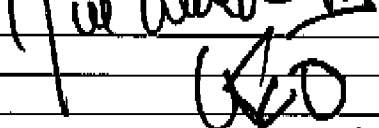
[remainder of page intentionally blank]

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

CAPITALSOUTH PARTNERS SBIC FUND III,  
LP, as Agent

By: CapitalSouth Partners F-III, LLC

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_



The signature is written in black ink over three horizontal lines. The top line is crossed out by the signature. The signature itself is 'Joe Calabrese III' written in a cursive, slanted style. Below the signature, the letters 'CEO' are written in a bold, blocky font.

[Release of Security Interest in Trademarks]

TRADEMARK  
REEL: 005055 FRAME: 0496

## Schedule A

### Trademarks

#### Boot Barn Trademarks

1	Serial # : <u>73229119</u> Mark: WESTERN WAREHOUSE	Filing Dt: 08/27/1979	Reg # : <u>1197321</u>	Reg. Dt: 06/08/1982
2	Serial # : <u>74209357</u> Mark: CODY JAMES	Filing Dt: 10/03/1991	Reg # : <u>1818427</u>	Reg. Dt: 01/25/1994
3	Serial # : <u>74334292</u> Mark: WESTERN WAREHOUSE	Filing Dt: 11/24/1992	Reg # : <u>1786904</u>	Reg. Dt: 08/03/1993
4	Serial # : <u>75346364</u> Mark: JOB SITE	Filing Dt: 08/25/1997	Reg # : <u>2193695</u>	Reg. Dt: 10/06/1998
5	Serial # : <u>75579573</u> Mark: BOOT BARN	Filing Dt: 10/29/1998	Reg # : <u>2307397</u>	Reg. Dt: 01/11/2000
6	Serial # : <u>76016060</u> Mark: CORRAL WEST RANCHWEAR	Filing Dt: 04/03/2000	Reg # : <u>2531449</u>	Reg. Dt: 01/22/2002
7	Serial # : <u>76221433</u> Mark: CORRAL WEST	Filing Dt: 04/03/2000	Reg # : <u>2549065</u>	Reg. Dt: 03/19/2002
8	Serial # : <u>76116555</u> Mark: WHAT THE WEST WEARS	Filing Dt: 08/25/2000	Reg # : <u>2506173</u>	Reg. Dt: 11/13/2001
9	Serial # : <u>77457382</u> Mark: AMERICAN WORKER HEAD-TO-TOE CASUAL & WOR	Filing Dt: 05/06/2008	Reg # : <u>3696624</u>	Reg. Dt: 10/13/2009
10	Serial # : <u>77584307</u> Mark: SHYANNE	Filing Dt: 10/02/2008	Reg # : <u>3815991</u>	Reg. Dt: 05/05/2009
11	Serial # : <u>77891409</u> Mark: AMERICAN WORKER HEAD TO TOE WORK WEAR	Filing Dt: 12/11/2009	Reg # : <u>3941630</u>	Reg. Dt: 04/05/2011
12	Serial # : <u>78568171</u> Mark: CWR WORK WEAR DEPOT	Filing Dt: 02/15/2005	Reg # : <u>3240508</u>	Reg. Dt: 05/08/2007
13	Serial # : <u>78569059</u> Mark: CWR	Filing Dt: 02/16/2005	Reg # : <u>3181766</u>	Reg. Dt: 12/05/2006
14	Serial # : <u>78569074</u> Mark: CWR	Filing Dt: 02/16/2005	Reg # : <u>3065270</u>	Reg. Dt: 01/31/2006
15	Serial # : <u>78569082</u> Mark: CORRAL WEST	Filing Dt: 02/16/2005	Reg # : <u>3135148</u>	Reg. Dt: 08/29/2006
16	Serial # : <u>78569628</u> Mark: CORRAL WEST RANCHWEAR	Filing Dt: 02/17/2005	Reg # : <u>3135156</u>	Reg. Dt: 08/29/2006
17	Serial # : <u>85465310</u> Mark: STINKY BOOT	Filing Dt: 11/07/2011	Reg # : <u>4247245</u>	Reg. Dt: 11/20/2012

**RCC Trademarks**

<b>Serial Number</b>	<b>Reg. Number</b>	<b>Word Mark</b>
1 85506201	4164753	RCC WESTERN STORES
2 85457801	4164271	RCC WESTERN WEAR
3 77673023	3676190	RCC WESTERN STORES
4 77673019	3685540	RCC WESTERN STORES