

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

PINNACLE VENTURES, L.L.C.

- Individual(s)
- General Partnership
- Corporation
- Limited Liability Company
- Citizenship: Delaware
- Execution Date(s) July 12, 2013
- Additional names of conveying parties attached? Yes No
- Association
- Limited Partnership

2. Name and address of receiving party(ies)

Yes
 No
 Additional names, addresses, or citizenship attached?
 Name: GILT CITY, INC.
 Internal Address:
 Street Address: 2 Park Avenue, 4th Floor
 City: New York
 State: NY
 Country: USA Zip: 10016

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination of Security Interest
- Merger
- Change of Name

- National Banking Association Citizenship:
- General Partnership Citizenship:
- Limited Partnership Citizenship:
- Corporation Citizenship: Delaware
- Other _____ Citizenship:
- If assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No
 (Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) See Attached Schedule A

B. Trademark Registration No.(s) See Attached Schedule A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)

5. Name address of party to whom correspondence concerning document should be mailed:
Name: Susan O'Brien

Internal Address: CT Lien Solutions
 Street Address: 187 Wolf Road, Suite 101
 City: Albany
 State: NY Zip: 12205
 Phone Number: 800-342-3676
 Fax Number: 800-962-7049
 Email Address: cls-udsalbany@wolterskluwer.com

6. Total number of applications and registrations involved: 55 US Marks

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 1390.00
 Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 1868
 Expiration Date 06/15
 b. Deposit Account Number
 Authorized User Name:

9. Signature: _____

Kareem Ansley
Signature

July 16, 2013
Date

Total number of pages including cover sheet, attachments, and document: 12

Documents to be recorded (including cover sheet) should be faxed to (703) 306-6895, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$1315.00 85311675

THIS IS A CONTINUATION OF THE INFORMATION IN ITEM NO. 2.

Names and citizenships of additional receiving parties:

Company	Citizenship
GILT GROUPE, INC.	Delaware corporation
GILT TRAVEL, INC.	Delaware corporation

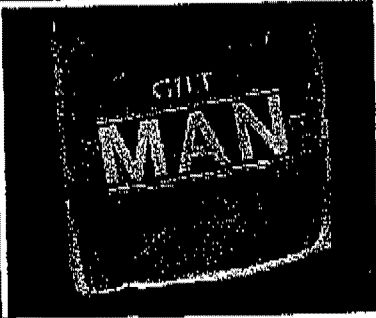
Address of additional receiving parties:

2 Park Avenue, 4th Floor
New York, NY 10016

SCHEDULE A

OWNER	COUNTRY	TRADEMARK	APPLICATION NO.	APPLICATION DATE	REGISTRATION NO.	REGISTRATION DATE	CLASSES
Gilt City, Inc.	USA	CITY UNLISTED	85311675	May-4-2011	4110262	Mar-6-2012	41
Gilt City, Inc.	USA	GILT CITY	85319108	May-12-2011	4151528	Jan-31-2012	35
Gilt City, Inc.	USA	THE INDEX	85367562	Jul-11-2011	4074349	Dec-20-2011	35
Gilt City, Inc.	USA	CITY UNLISTED	85422070	Sep-14-2011	4142146	May-15-2012	43
Gilt City, Inc.	USA	LOVE YOUR CITY MORE	85639384	May-31-2012	Pending		35
Gilt Groupe, Inc.	Australia	GILT GROUPE	1376392	Aug-6-2010	1376392	Apr-4-2011	35
Gilt Groupe, Inc.	Australia	GILT	1466181	Dec-20-2011	Pending		35
Gilt Groupe, Inc.	Canada	GILT GROUPE	1491422	Aug-6-2010	820649	Mar-26-2012	Services
Gilt Groupe, Inc.	Canada	GILT	1556544	Dec-15-2011	Pending		
Gilt Groupe, Inc.	China	GILT GROUPE	8575197	Aug-16-2010	Pending		35
Gilt Groupe, Inc.	China	GILT	10724111	Apr-5-2012	Pending		35

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Gilt Groupe, Inc.	China	GILT	10724110	Apr-5-2012	Pending		25
Gilt Groupe, Inc.	CTM	GILT GROUPE	9301052	Aug-6-2010	9301052	Jan-21-2011	35
Gilt Groupe, Inc.	CTM	GILT	10545291	Jan-6-2012	10545291	May-09-2012	25, 35, 41
Gilt Groupe, Inc.	Hong Kong	GILT	302183193	Mar-7-2012	Pending	May-11-2012	25, 35
Gilt Groupe, Inc.	India	GILT GROUPE	2006755	Aug-10-2010	Pending		35
Gilt Groupe, Inc.	Japan	GILT ギルト	2011-11146	Feb-18-2011	5448169	Nov-4-2011	35
Gilt Groupe, Inc.	Japan	GILT GROUPE	2008-071798	Sep-1-2008	5316904	Apr-16-2010	35
Gilt Groupe, Inc.	Mexico	GILT GROUPE	1110121	Aug-5-2010	1214493	Apr-28-2011	35
Gilt Groupe, Inc.	Republic of Korea (South)	GILT GROUPE	41201020263	Aug-9-2010	220807	Nov-9-2011	35
Gilt Groupe, Inc.	Republic of Korea (South)	GILT	41201140956	Dec-21-2011	Pending		35

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Gilt Groupe, Inc.	Russian Federation	GILT GROUPE	2010725558	Aug-6-2010	440071	Jun-29-2011	35
Gilt Groupe, Inc.	Taiwan	GILT GROUPE	99055644	Nov-9-2010	01485817	Nov-16-2011	35
Gilt Groupe, Inc.	USA		77843986	Oct-7-2009	3998817	Jul-19-2011	35
Gilt Groupe, Inc.	USA	SHOP LIKE A GUY DRESS LIKE A MAN	77917880	Jan-22-2010	3938921	Mar-29-2011	35
Gilt Groupe, Inc.	USA	GILT FRESH	77694996	Mar-19-2009	Pending		35
Gilt Groupe, Inc.	USA	GILT MAN	77843981	Oct-7-2009	3920768	Feb-15-2011	35
Gilt Groupe, Inc.	USA	GILT GROUPE	77271728	Sep-5-2007	3680404	Sep-8-2009	35
Gilt Groupe, Inc.	USA	LITTLE GILT	85304568	Apr-26-2011	Pending		35
Gilt Groupe, Inc.	USA	PARK & BOND	85315331	May-9-2011	Pending		35

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Gilt Groupe, Inc.	USA	GILT MANUAL	85104903	Aug-11-2010	3967967	May-24-2011	35
Gilt Groupe, Inc.	USA	LITTLE GILT	85383073	Jul-28-2011	Pending		25
Gilt Groupe, Inc.	USA	LITTLE GILT	85387019	Aug-2-2011	Pending		24
Gilt Groupe, Inc.	USA	KNK	85438268	Oct-3-2011	Pending		9
Gilt Groupe, Inc.	USA	KNK	85438262	Oct-3-2011	Pending		18
Gilt Groupe, Inc.	USA	ALEX + ALEX	85422536	Sep-14-2011	Pending		25
Gilt Groupe, Inc.	USA	BARROW & GROVE	85389885	Aug-4-2011	Pending		25
Gilt Groupe, Inc.	USA	ZOE & SAM	85445089	Oct-12-2011	Pending		25
Gilt Groupe, Inc.	USA	RENVY	85445065	Oct-12-2011	Pending		25
Gilt Groupe, Inc.	USA	AVA & AIDEN	85447405	Oct-14-2011	Pending		25

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Gilt Groupe, Inc.	USA	GEMMA CRUS	85476469	Nov-18-2011	Pending		14
Gilt Groupe, Inc.	USA	BEST SOCIETY	85476481	Nov-18-2011	Pending		14
Gilt Groupe, Inc.	USA	GILT MAN	85474959	Nov-17-2011	Pending		18
Gilt Groupe, Inc.	USA	GILT MAN	85474970	Nov-17-2011	Pending		25
Gilt Groupe, Inc.	USA	AVALEIGH	85474000	Nov-16-2011	Pending		25
Gilt Groupe, Inc.	USA	MAIDEN LANE	85473735	Nov-16-2011	Pending		25
Gilt Groupe, Inc.	USA	FIRTH	85473693	Nov-16-2011	Pending		25
Gilt Groupe, Inc.	USA	BEST SOCIETY	85481508	Nov-28-2011	Pending		25
Gilt Groupe, Inc.	USA	GILT NOIR	85278937	Mar-28-2011	4073413	Dec-20-2011	35
Gilt Groupe, Inc.	USA	GILT	85271939	Mar-21-2011	4073370	Dec-20-2011	35

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Gilt Groupe, Inc.	USA	PARK & BOND	85315333	May-9-2011	4126860	Apr-10-2012	45
Gilt Groupe, Inc.	USA	GILT TASTE	85255293	Mar-2-2011	4076359	Dec-27-2011	35
Gilt Groupe, Inc.	USA	MONCOLLET	85526703	Jan-27-2012	Pending		25
Gilt Groupe, Inc.	USA	EIGHTEEN68	85545485	Feb-17-2012	Pending		25
Gilt Groupe, Inc.	USA	WYTHE NY	85549380	Feb-22-2012	Pending		25
Gilt Groupe, Inc.	USA	TAILOR + SHOD	85562672	Mar-7-2012	Pending		25
Gilt Groupe, Inc.	USA	ELORIE	85567289	Mar-12-2012	Pending		18, 25
Gilt Groupe, Inc.	USA	WINGTIP CLOTHIERS	85607799	Apr-25-2012	Pending		18
Gilt Groupe, Inc.	USA	WINGTIP CLOTHIERS	85607807	Apr-25-2012	Pending		25
Gilt Groupe, Inc.	USA	CLAPHAM	85607811	Apr-25-2012	Pending		25

OWNER	COUNTRY	TRADEMARK	APPLICATION NO.	APPLICATION DATE	REGISTRATION NO.	REGISTRATION DATE	CLASSES
Gilt Groupe, Inc.	USA	WALL + WATER	85607804	Apr-25-2012	Pending		25
Gilt Groupe, Inc.	USA	RUSSELL PARK	85609029	Apr-26-2012	Pending		25
Gilt Groupe, Inc.	USA	PARK & BOND	85620269	May-9-2012	Pending		25
Gilt Groupe, Inc.	USA	GILT	85620298	May-9-2012	Pending		25
Gilt Groupe, Inc.	USA	EDEN & ESME	85640660	Jun-1-2012	Pending		25
Gilt Groupe, Inc.	USA	DARTMOOR	85654269	Jun-18-2012	Pending		25
Gilt Groupe, Inc.	USA	KAMI MATERNITY	85655812	Jun-19-2012	Pending		25
Gilt Travel, Inc.	USA	GILT TRAVEL	85620301	May-9-2012			39
Gilt Travel, Inc.	USA	GILT TRAVEL	85620300	May-9-2012			41
Gilt Travel, Inc.	USA	GILT TRAVEL	85620299	May-9-2012			43
Gilt Groupe, Inc.	USA	GILT TRAVEL	85620301	May-9-2012			39
Gilt Groupe, Inc.	USA	GILT TRAVEL	85620300	May-9-2012			41

OWNER	COUNTRY	TRADEMARK	APPLICATION NO.	APPLICATION DATE	REGISTRATION NO.	REGISTRATION DATE	CLASSES
Gilt Groupe, Inc.	USA	GILT TRAVEL	85620299	May-9-2012			43

TERMINATION OF SECURITY INTEREST

IN

TRADEMARKS

This Termination of Security Interest in Trademarks (this "Termination") is executed as of July 12, 2013, by Pinnacle Ventures, L.L.C. (the "Secured Party"), in connection with that certain Intellectual Property Security Agreement dated as of June 29, 2012 (as the same may have been amended, amended and restated, supplemented or otherwise modified from time to time, the "IP Security Agreement"), by and among the Secured Party, Gilt City, Inc., a Delaware Corporation ("City"), Gilt Groupe, Inc., a Delaware Corporation ("Groupe") and Gilt Travel, Inc., a Delaware Corporation ("Travel") and together with City and Groupe, the "Grantors").

WHEREAS, pursuant to the terms of the IP Security Agreement, Grantors granted to the Secured Party a security interest in all of their right, title and interest in, to and under their intellectual property ("Intellectual Property Collateral"), including without limitation, the trademarks identified on Schedule A attached hereto (the "Trademarks");

WHEREAS, pursuant to the Termination of Security Interest in Trademarks executed as of April 9, 2013 Secured Party terminated and released its security interest in certain Intellectual Property Collateral of Travel; and

WHEREAS, Secured Party has agreed to terminate and release its security interest in the remaining Intellectual Property Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Secured Party hereby terminates and releases its security interest in the Intellectual Property Collateral effective as of the date set forth above.

This document may be filed along with any other necessary documentation with the United States Patent and Trademark Office, to evidence the termination and release granted herein. The Secured Party hereby agrees, at the sole costs and expense of Grantors, to deliver any further releases or termination statements that may be reasonably necessary to effect the termination and release contemplated hereby.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Termination of Security Interest in Trademarks to be executed by its duly authorized officer as of the date first written above.

PINNACLE VENTURES, L.L.C.

By: Robert N. Savoic
Name: Robert N. Savoic
Title: Chief Operating Officer