

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):

ABLECO FINANCE LLC, as the Collateral Agent for itself and certain lenders

Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State  
 Other: limited liability company

Citizenship (see guidelines) Delaware  
 Execution Date(s) October 16, 2013

Additional names of conveying parties attached?  Yes  No

2. Name and address of receiving party(ies)

Yes  
 No

Additional names, addresses, or citizenship attached?

Name: Gerber Childrenswear LLC.

Internal Address: \_\_\_\_\_

Street Address: 7005 Pelham Road, Suite D

City: Greenville

State: South Carolina

Country: USA Zip: 29615

Association Citizenship \_\_\_\_\_  
 General Partnership Citizenship \_\_\_\_\_  
 Limited Partnership Citizenship \_\_\_\_\_  
 Corporation Citizenship \_\_\_\_\_  
 Other limited liability company  Citizenship Delaware  
 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)

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other Release of Grant of Security Interest - Trademarks recorded with USPTO on November 25, 2008 at Reel 3894, Frame 0294

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

A. Trademark Application No.(s) SEE SCHEDULE A ANNEXED HERETO

B. Trademark Registration No.(s) SEE SCHEDULE A ANNEXED HERETO

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)  
SEE SCHEDULE A ANNEXED HERETO

5. Name address of party to whom correspondence concerning document should be mailed:

Name: CT Lien Solutions

Internal Address: Attn: Susan O'Brien

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: 22

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$565.00

Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed

8. Payment information:

a. Credit Card Last 4 Numbers 0794  
 Expiration Date 3-17

b. Deposit Account Number \_\_\_\_\_  
 Authorized User Name: \_\_\_\_\_

9. Signature:  10/17/2013

Signature Date

Michael G. Regina  
 Name of Person Signing

Total number of pages including cover sheet, attachments, and document. 7

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 \$565.00 7819194

**SCHEDULE A**  
**TO**  
**RECORDATION FORM COVER SHEET**  
**TRADEMARKS ONLY**

**TRADEMARKS**

1	Serial #: <u>73253137</u> Mark: FUNZIES	Filing Dt: 03/10/1980	Reg #: <u>1178254</u>	Reg. Dt: 11/17/1981
2	Serial #: <u>73404862</u> Mark: ONESIES	Filing Dt: 12/06/1982	Reg #: <u>1292981</u>	Reg. Dt: 09/04/1984
3	Serial #: <u>73525409</u> Mark: NEW BEGINNINGS	Filing Dt: 03/06/1985	Reg #: <u>1369152</u>	Reg. Dt: 11/05/1985
4	Serial #: <u>73537924</u> Mark: TWOSIES	Filing Dt: 05/16/1985	Reg #: <u>1372729</u>	Reg. Dt: 11/26/1985
5	Serial #: <u>73657260</u> Mark: LONG MATES	Filing Dt: 04/27/1987	Reg #: <u>1475060</u>	Reg. Dt: 02/02/1988
6	Serial #: <u>73828173</u> Mark: TINY TOES	Filing Dt: 09/28/1989	Reg #: <u>1605634</u>	Reg. Dt: 07/10/1990
7	Serial #: <u>74007552</u> Mark: TINY TOES	Filing Dt: 12/04/1989	Reg #: <u>1679885</u>	Reg. Dt: 03/17/1992
8	Serial #: <u>75619698</u> Mark: BALLOON FUN	Filing Dt: 01/12/1999	Reg #: <u>2693620</u>	Reg. Dt: 03/04/2003
9	Serial #: <u>75778853</u> Mark: PRINTSTUFF	Filing Dt: 08/19/1999	Reg #: <u>2669547</u>	Reg. Dt: 12/31/2002
10	Serial #: <u>75844959</u> Mark: SWEET EXPECTATIONS	Filing Dt: 11/10/1999	Reg #: <u>2423158</u>	Reg. Dt: 01/23/2001
11	Serial #: <u>75845805</u> Mark: TENDER EXPRESSIONS	Filing Dt: 11/10/1999	Reg #: <u>2632341</u>	Reg. Dt: 10/08/2002
12	Serial #: <u>75862155</u> Mark: ALWAYS BABY	Filing Dt: 12/02/1999	Reg #: <u>2521713</u>	Reg. Dt: 12/25/2001
13	Serial #: <u>76156608</u> Mark: ONESIES	Filing Dt: 04/27/2000	Reg #: <u>2549557</u>	Reg. Dt: 03/19/2002

14 Serial #: 76330777 Filing Dt: 10/29/2001 Reg #: 2615158 Reg. Dt: 09/03/2002  
Mark: ALL IN ONESIES

15 Serial #: 76365263 Filing Dt: 01/31/2002 Reg #: 2666232 Reg. Dt: 12/24/2002  
Mark: BUNDLE OF LOVE

16 Serial #: 76417525 Filing Dt: 06/03/2002 Reg #: 2711179 Reg. Dt: 04/29/2003  
Mark: FUNSIE ONESIES

17 Serial #: 76433869 Filing Dt: 07/24/2002 Reg #: 2713418 Reg. Dt: 05/06/2003  
Mark: EZ-COVER

18 Serial #: 76445436 Filing Dt: 08/30/2002 Reg #: 2935350 Reg. Dt: 03/22/2005  
Mark: STROLLERSAC

19 Serial #: 76447774 Filing Dt: 09/09/2002 Reg #: 2807342 Reg. Dt: 01/20/2004  
Mark: NOD POD

20 Serial #: 77377682 Filing Dt: 01/22/2008 Reg #: 3488401 Reg. Dt: 08/19/2008  
Mark: ONESIES

21 Serial #: 77384023 Filing Dt: 01/30/2008 Reg #: NONE Reg. Dt:  
Mark: THE ORIGINAL ONE PIECE UNDERWEAR

22 Serial #: 78191943 Filing Dt: 12/06/2002 Reg #: 2983833 Reg. Dt: 08/09/2005  
Mark: CUDDLE COTTON

**RELEASE OF GRANT OF SECURITY INTEREST-- TRADEMARKS**

WHEREAS, pursuant to that certain Grant of Security Interest - Trademarks, dated November 25, 2008 (the "Trademark Security Agreement"), recorded in the United States Patent and Trademark Office at Reel 3894, Frame 0294 on November 25, 2008, Gerbor Childrenswear LLC ("Releasee"), granted to Ableco Finance LLC, as the Collateral Agent for itself and certain lenders ("Releasor"), a continuing security interest in all of Releasee's right, title and interest in, to and under the Trademarks (as defined in the Trademark Security Agreement), including those referred to on Schedule I attached hereto, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral") to secure the payment, performance and observance of the Secured Obligations (as defined in the Trademark Security Agreement);

WHEREAS, Releasee has requested and Releasor has agreed to provide a document suitable for recording in the United States Patent and Trademark Office evidencing and effecting the release, relinquishment and discharge of its security interest in the Collateral.

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, Releasor hereby relinquishes, releases and discharges its security interest in and to the Collateral. Releasor further agrees to execute and deliver to Releasee any and all further documents or instruments and do any and all further acts which Releasee (or Releasee's agents or designees) reasonably request in order to confirm this release and Releasee's right, title and interest in and to the Collateral.

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IN WITNESS WHEREOF, Releasor has caused this Release of Trademark Security Agreement to be duly executed by its officer thereunto duly authorized as of the 16 day of October, 2013.

ABLECO FINANCE LLC


By: \_\_\_\_\_

Name: Daniel E. Wolf

Title: President

Schedule I

Mark	Jurisdiction	Serial No./ Filing Date	Reg. No./ Reg. Date	Class, Goods, and Services	Current Owner
ALL IN ONESIES	USA	75/330777 10/29/2001	2613156 09/23/2002	25. INFANTS' AND CHILDREN'S APPAREL, NAMELY BOOYSUITS, COVERALLS, CREEPERS, DRESSES, GOWNS, ETC.	Gerber Childrenswear LLC
ALWAYS BABY	USA	75/682155 12/02/1999	2521711 12/25/2001	24. INFANT AND TODDLER BED AND BATH PRODUCTS, NAMELY CRIB SHEETS, ETC. 28. INFANT AND TODDLER APPAREL, NAMELY, UNDERWEAR, GOWNS, CAPS, ETC.	Gerber Childrenswear LLC
BALLOON FUN	USA	75/619698 01/12/1999	2693620 03/04/2003	24. INFANT AND CHILDREN'S BEDDING, NAMELY, CRIB SHEETS, BUMPER PADS, COMFORTERS, CRIB SKIRTS, DIAPER STACKERS AND BLANKETS.	Gerber Childrenswear LLC
BUNDLE OF LOVE	USA	76/365263 01/21/2002	2686232 12/24/2002	25. INFANTS AND CHILDREN'S APPAREL, NAMELY BOOYSUITS, BOOTIES, CAPS, CARDIGANS, CLOTH BIBS, ETC.	Gerber Childrenswear LLC
CUDDLE COTTON	USA	76/191943 12/08/2002	2683833 08/29/2005	25. INFANTS AND CHILDREN'S CLOTHING, NAMELY, ONE-PIECE UNDERWEAR, ETC.	Gerber Childrenswear LLC
EZ-COVER	USA	76/453869 07/24/2002	2713418 05/06/2003	25. INFANTS AND TODDLERS' APPAREL, NAMELY PANTS, SHORTS, UNDERCLOTHES, UNDERGARMENTS AND UNDERWEAR.	Gerber Childrenswear LLC
FUNSIE ONESIES	USA	76/417525 08/03/2002	2711778 04/29/2003	25. INFANTS AND CHILDREN'S CLOTHING, NAMELY, ONE-PIECE UNDERWEAR, CREEPERS, COVERALLS, ROMPERS AND HATS.	Gerber Childrenswear LLC
FUNZIES	USA	75/253137 03/10/1980	1178254 11/11/1981	25. SLIPPERS	Gerber Childrenswear LLC
LONG MATES <b>Long Mates</b>	USA	73/657260 04/27/1987	1478060 02/02/1988	25. LONG LEG UNDERWEAR	Gerber Childrenswear LLC
NEW BEGINNINGS <i>New Beginnings</i>	USA	73/525409 03/05/1986	1389152 11/05/1985	25. LAYETTE GIFT SETS COMPRISED OF VARIOUS COMBINATIONS OF GOWNS, ETC.	Gerber Childrenswear LLC
MOD POD	USA	76/447774 09/09/2002	2807342 01/20/2004	20. SLEEPING BAGS	Gerber Childrenswear LLC
ONESIES <b>onesies</b>	USA	77/977682 01/22/2008	3488401 08/19/2008	25. INFANTS' AND CHILDREN'S CLOTHING, NAMELY, INFANTWEAR, UNDERWEAR, BOOYSUITS, UNDERCLOTHES AND UNDERGARMENTS.	Gerber Childrenswear LLC
ONESIES	USA	76/156606 04/27/2000	2549657 03/19/2002	25. INFANTS AND CHILDREN'S CLOTHING, NAMELY, INFANTWEAR, UNDERWEAR, BOOYSUITS, UNDERCLOTHES AND UNDERGARMENTS.	Gerber Childrenswear LLC
ONESIES <b>onesies</b>	USA	73/404862 12/08/1982	1282981 09/04/1984	25. INFANTS AND CHILDREN'S UNDERWEAR	Gerber Childrenswear LLC
PRINTSTUFF	USA	75/772853 06/19/1999	2569847 12/31/2002	25. INFANT AND TODDLER IMPRINTABLE APPAREL, NAMELY TEE-SHIRTS, ROMPERS, SPORT SHIRTS, FLEECE SWEATSHIRTS, ETC.	Gerber Childrenswear LLC

Mark	Jurisdiction	Serial No./ Filing Date	Reg. No./ Reg. Date	Class/Goods and Services	Current Owner
STROLLERSAC	USA	76/445436 08/30/2002	2935350 03/22/2005	24. INFANT BEDDING, NAMELY A BLANKET THAT MAY BE SECURED AROUND AN INFANT	Gerber Childrenswear LLC
SWEET EXPECTATIONS	USA	75/844659 11/10/1999	2421158 01/20/2001	25.	Gerber Childrenswear LLC
TENDER EXPRESSIONS	USA	75/845805 11/10/1999	2232341 10/08/2002	25. INFANT AND TODDLER APPAREL, NAMELY UNDERWEAR, ONE-PIECE PLAYCLOTHES, ETC.	Gerber Childrenswear LLC
THE ORIGINAL ONE PIECE UNDERWEAR	USA	77/384023 01/30/2005		25. INFANTS' AND CHILDREN'S CLOTHING, NAMELY, INFANTWEAR, UNDERWEAR, BODYSUITS, UNDERCLOTHES AND UNDERGARMENTS	Gerber Childrenswear LLC
TINY TOES	USA	73/828173 09/28/1989	1605834 07/10/1990	25. INFANT'S CLOTHING, NAMELY, ONE- PIECE UNDERWEAR	Gerber Childrenswear LLC
TINY TOES	USA	74/007552 12/04/1989	1679838 03/17/1992	25. INFANT'S TIGHTS	Gerber Childrenswear LLC
TWOSIES 	USA	73/537824 05/16/1985	1373729 11/29/1985	25. TWO-PIECE SHIRT AND PANT SET	Gerber Childrenswear LLC