

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM306792

|                              |                   |
|------------------------------|-------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT    |
| <b>NATURE OF CONVEYANCE:</b> | SECURITY INTEREST |

## CONVEYING PARTY DATA

| Name                               | Formerly | Execution Date | Entity Type           |
|------------------------------------|----------|----------------|-----------------------|
| The Walking Company Holdings, Inc. |          | 06/05/2014     | CORPORATION: DELAWARE |

## RECEIVING PARTY DATA

|                        |  |
|------------------------|--|
| <b>Name:</b>           | Wells Fargo Bank, National Association |
| <b>Street Address:</b> | One Boston Place                       |
| <b>City:</b>           | Boston                                 |
| <b>State/Country:</b>  | MASSACHUSETTS                          |
| <b>Postal Code:</b>    | 02108                                  |
| <b>Entity Type:</b>    | National Association: UNITED STATES    |

## PROPERTY NUMBERS Total: 12

| Property Type        | Number  | Word Mark              |
|----------------------|---------|------------------------|
| Registration Number: | 4467829 | ABEO AERO SYSTEM       |
| Registration Number: | 4463919 | TARA M                 |
| Registration Number: | 4432816 | FOOTWORX               |
| Registration Number: | 4420717 | THE FUTURE OF FOOTWEAR |
| Registration Number: | 4371138 | ABEO                   |
| Registration Number: | 4331407 | ABEO                   |
| Registration Number: | 4309667 | B.I.O.SYSTEM           |
| Registration Number: | 4296139 | ABEO 3D3               |
| Registration Number: | 4113911 | SMARTSYSTEM            |
| Registration Number: | 4085050 | SUZZATO                |
| Registration Number: | 4126243 | SIERRA WEST            |
| Registration Number: | 3932730 | THAD STUART            |

## CORRESPONDENCE DATA

Fax Number: 6172484000

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

Email: tadmin@choate.com

Correspondent Name: Elizabeth A. Walker

Address Line 1: Two International Place

Address Line 2: Choate Hall &amp; Stewart LLP

TRADEMARK

|   |                             |
|---|-----------------------------|
| <b>Address Line 4:</b>  | Boston, MASSACHUSETTS 02110 |
| <b>ATTORNEY DOCKET NUMBER:</b>  | 2009985-0063                |
| <b>NAME OF SUBMITTER:</b>   | Elizabeth A. Walker         |
| <b>SIGNATURE:</b>   | /Elizabeth A. Walker/       |
| <b>DATE SIGNED:</b>   | 06/05/2014                  |
| <b>Total Attachments: 4</b><br>source=A&R Grant of Security Interest in Trademarks (Executed Copy)#page1.tif<br>source=A&R Grant of Security Interest in Trademarks (Executed Copy)#page2.tif<br>source=A&R Grant of Security Interest in Trademarks (Executed Copy)#page3.tif<br>source=A&R Grant of Security Interest in Trademarks (Executed Copy)#page4.tif |                             |

GRANT OF SECURITY INTEREST  
IN TRADEMARKS

June 5, 2014

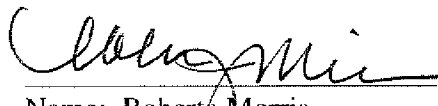
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, THE WALKING COMPANY HOLDINGS, INC., a Delaware corporation, (the "Grantor"), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, in its capacity as the administrative agent and collateral agent for the Secured Parties under the Security Agreement referred to below (in such capacity, the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the trademarks, trademark registrations and use based trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Guaranteed Obligations of the Grantor, as such term is defined in the Amended and Restated Guarantor Security Agreement, by, among others, the Grantor and the Grantee, dated as of April 27, 2010 (as amended, restated, supplemented or otherwise modified and in effect from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

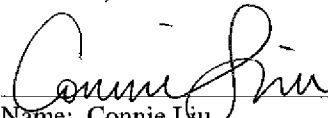
[remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first above written.

**THE WALKING COMPANY HOLDINGS, INC.** as  
Grantor

By:   
Name: Roberta Morris  
Title: Chief Financial Officer

**WELLS FARGO BANK, NATIONAL  
ASSOCIATION, as Grantee**


By:   
Name: Connie Liu  
Title: Director

[Signature Page to Grant of Security Interest in Trademarks]

**TRADEMARK  
REEL: 005297 FRAME: 0156**

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

| <b>MARK</b>   | <b>REG. DATE</b> | <b>REG. NO.</b> | <b>SERIAL NO.</b> |
|---|------------------|-----------------|-------------------|
| ABEO AERO SYSTEM  | 1/14/2014        | 4,467,829       | 85/862,561        |
| TARA M  | 1/7/2014         | 4,463,919       | 85/801,853        |
| FOOTWORX  | 11/12/2013       | 4,432,816       | 85/104,576        |
| THE FUTURE OF FOOTWEAR  | 10/22/2013       | 4,420,717.      | 85/712,740        |
|  | 7/23/2013        | 4,371,138       | 85/716,330        |
| ABEO  | 5/7/2013         | 4,331,407       | 85/712,754        |
| B.I.O.system  | 3/26/2013        | 4,309,667       | 85/327,847        |
| ABEO 3D3  | 2/26/2013        | 4,296,139       | 85/326,581        |
| SMARTSYSTEM   | 3/20/2012        | 4,113,911       | 85/222,718        |
| SUZZATO   | 1/10/2012        | 4,085,050       | 85/216,305        |
| SIERRA WEST   | 4/10/2012        | 4,126,243       | 85/107,888        |
| THAD STUART   | 3/15/2011        | 3,932,730       | 85/007,814        |