

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM340689

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Salus Capital Partners, LLC		04/28/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	The Cato Corporation		
Street Address:	8100 Denmark Road		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28273-5979		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Serial Number:	86354225	BEYOND HAUTE	
Serial Number:	86385574	LILLIE RUBIN	
Registration Number:	1194124	CACHE	
Registration Number:	1351848	CACHE	
Registration Number:	1382406	CACHE	
Registration Number:	4122025	CACHÉ	
Registration Number:	3521804	CACHÉ CONTOUR COLLECTION	
Registration Number:	3521805	CACHÉ CONTOUR COLLECTION	
Registration Number:	3645054	CACHE LUXE	
Registration Number:	3769250		
Registration Number:	3769251		
Registration Number:	3776250		
Registration Number:	4122024	CACHÉ	
CORRESPONDENCE DATA			
Fax Number:	7043311159		
<i>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.</i>			
Phone:	704-331-1027		
Email:	hbw-ptotmcorrespondence@mvalaw.com		
TRADEMARK			

OP \$340.00 86354225

Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 100 North Tryon Street, Suite 4700
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER: 001690.000472

NAME OF SUBMITTER: Henry B. Ward, III

SIGNATURE: /hbw/

DATE SIGNED: 05/08/2015

Total Attachments: 4

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “**Trademark Release**”) is made effective as of April 28, 2015 (the “**Effective Date**”), by **SALUS CAPITAL PARTNERS, LLC**, as Agent, with offices at 197 First Avenue, Suite 250, Needham, Massachusetts 02494 (“**Salus**”), on the one hand, in favor of **CACHE, INC.**, a Delaware corporation, **CACHE OF LAS VEGAS, INC.**, a Nevada corporation, and **CACHE OF VIRGINIA, INC.**, a Virginia corporation (each individually a “**Grantor**” and collectively, the “**Grantors**”), each having their principal offices at 256 West 38th Street, New York, New York 10018, and **THE CATO CORPORATION**, a Delaware corporation (“**Cato**”), on the other hand.

WHEREAS, pursuant to (a) that certain Security Agreement by and between Salus and Grantors, dated as of September 19, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the “**First Security Agreement**”), the Grantors executed and entered into that certain Grant of Security Interest in Trademarks, dated as of September 19, 2014, and (b) that certain Security Agreement by and between Salus and Grantors, dated as of February 6, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the “**Second Security Agreement**”), the Grantors executed and entered into that certain Grant of Security Interest in Trademarks, dated as of February 6, 2015, such First Security Agreement and Second Security Agreement and the corresponding Grant of Security Interest in Trademarks each granting a security interest in favor of Salus in and to (i) all of such Grantor’s right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the foregoing, collectively, 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 (collectively, the “**Security Interests**”);

WHEREAS, with respect to the First Security Agreement, the Grant of Security Interest in Trademarks was recorded with the United States Patent and Trademark Office on September 22, 2014, at Reel 005366, Frame 0655 *et seq.*;

WHEREAS, with respect to the Second Security Agreement, the Grant of Security Interest in Trademarks was recorded with the United States Patent and Trademark Office on February 10, 2015, at Reel 005457, Frame 0775 *et seq.*;

WHEREAS, Chapter 11 bankruptcy cases of Grantors, as debtors and debtors in possession, are being jointly administered as In re Caché, Inc. et al., Case No. 15-10172 (MFW), before the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”);

WHEREAS, Grantors entered into that certain Agency Agreement, dated March 4, 2015 (the “**Agency Agreement**”), with Great American Group WF, LLC (“**Great American**”), which Agency Agreement was approved by the Bankruptcy Court pursuant to the Order Approving Sale of All or Substantially All of Debtors’ Assets and Granting Related Relief [Docket No. 275] entered on March 6, 2015 (the “**Agency Order**”);

WHEREAS, Great American was granted certain designation rights under the Agency Agreement which applied to certain assets described in the Agency Agreement, including, without limitation, the Marks and all goodwill associated with the Marks;

WHEREAS, Great American and Cato entered into that certain Asset Purchase Agreement, dated effective as of April 16, 2015 (the “**Purchase Agreement**”), pursuant to which Cato purchased the Marks

Error! Unknown document property name.

and all goodwill associated with the Marks, and Great American designated Cato as the purchaser of the Marks and all associated goodwill;

WHEREAS, pursuant to that certain Order Authorizing and Approving the Sale of Certain Intellectual Property Assets and Customer Lists [Docket No. 508] entered on April 28, 2015 (the “**Sale Order**”), the Bankruptcy Court approved, inter alia, the sale of the Marks and all associated goodwill to Cato in accordance with the Sale Order and the Purchase Agreement, and the Bankruptcy Court ordered and held that all liens, claims, interests and encumbrances of whatever kind or nature on the Marks are unconditionally released, discharged and terminated; and

WHEREAS, the parties desire to confirm of record the release of the Security Interests in accordance with the Sale Order.

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

1. Release of Security Interest. Salus hereby releases the Security Interests and hereby waives and relinquishes all its rights, powers, privileges and remedies with respect to such Security Interests.

2. Recordation of Trademark Release. This Trademark Release has been executed and delivered by Salus for the purpose of recording the release of the Security Interests with the United States Patent and Trademark Office. Salus hereby authorizes and requests that the Commissioner of Patents and Trademarks record this Trademark Release.

3. Further Assurances. Salus shall, at no expense to Salus, and at Cato’s reasonable request, execute and deliver to Cato all further releases and other documents (including but not limited to Uniform Commercial Code termination statements), and take all other actions reasonably necessary for the release of the Security Interest.






IN WITNESS WHEREOF, the undersigned has caused this Trademark Release to be duly executed as of the date first written above.


SALUS CAPITAL PARTNERS LLC,
as Agent



By: _____
Name: Kyle Shonak
Title: Co-President

Schedule A

Mark	Registration No. (Serial No.)	Registration Date (Date Filed)	(Class) Goods / Services	Record Owner
	3,776,250	04-13-2010	(25) Clothing, namely, t-shirts and tops (26) Embroidery	Cache, Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
	3,769,251	03-30-2010	(25) Clothing, namely, tops (26) Buttons	Cache, Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
	3,769,250	03-30-2010	(25) Clothing, namely, tops (26) Buttons	Cache, Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
BEYOND HAUTE	(86-354,225)	(07-31-2014)	(03) Fragrances for personal use	Cache Inc. (DE) 256 W. 38th St, 6th Floor New York NY 10018
CACHÉ	3,444,458	06-10-2008	(14) Jewelry (18) Purses, clutch purses, handbags, and satchels	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
	3,444,459	06-10-2008	(14) Jewelry (18) Purses, clutch purses, handbags, and satchels	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
	4,122,025	04-03-2012	(09) Magnetically encoded credit cards (36) Credit card services	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
	1,351,848	07-30-1985	(25) Ladies' clothing, namely shirts, tops, pants, jackets, suits, dresses, belts, shoes, scarves, skirts, skirts with coordinates, t-shirts and coats (42) Retail clothing store services	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
CACHE	1,194,124	04-20-1982	(42) Retail Clothing Store Services	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018

Mark	Registration No. (Serial No.)	Registration Date (Date Filed)	(Class) Goods / Services	Record Owner
CACHE	1,382,406	02-11-1986	(25) Ladies' clothing, namely--shirts, tops, pants, jackets, suits, dresses, belts, shoes, scarves, skirts, skirts with coordinating tops, t-shirts and coats	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
CACHÉ	4,122,024	04-03-2012	(09) Magnetically encoded credit cards (36) Credit card services	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
CACHÉ ACCENTS	3,460,292	07-08-2008	(35) Retail store services featuring women's clothing and fashion clothing accessories; customer loyalty services for commercial, promotional and/or advertising purposes	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
CACHÉ CONTOUR COLLECTION	3,521,804	10-21-2008	(25) Clothing, namely, tops, bottoms, jackets and dresses	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
CACHÉ CONTOUR COLLECTION 	3,521,805	10-21-2008	(25) Clothing, namely, tops, bottoms, jackets and dresses	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
CACHE LUXE	3,645,054	06-23-2009	(14) Jewelry (18) Purses, clutch purses, handbags, and satchels (25) Ladies' clothing, namely, shirts, tops, pants, jackets, suits, dresses, undergarments, scarves, skirts, t-shirts, coats, belts, shoes and boots (35) Retail clothing stores	Cache Inc. (DE) 1440 Broadway, 5 th Floor New York NY 11018
LILLIE RUBIN	(86-385,574)	(09-04-2014)	(18) Purses, clutches, handbags, tote bags, backpacks, gym bags, and satchels (25) Ladies' clothing, namely shirts, tops, pants, jackets, suits, dresses, belts, shoes, scarves, skirts, t-shirts, hats, and coats (35) Retail store services featuring women's clothing and fashion clothing accessories, jewelry, fragrance and personal care products	Cache Inc. (DE) 256 W. 38th St, 6th Floor New York NY 10018