

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM371501

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Goldman Sachs Bank USA		02/01/2016	Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Gilt Groupe, Inc.		
Street Address:	Two Park Avenue		
Internal Address:	Fifth Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10016		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86371003	FIFTH CITY	
Serial Number:	86392991	EAST DOWNING	
CORRESPONDENCE DATA			
Fax Number:	2127288111		
<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:	2127288000		
Email:	ipdept@willkie.com		
Correspondent Name:	Dorna Mohaghegh c/o Willkie Farr & Galla		
Address Line 1:	787 Seventh Avenue		
Address Line 4:	New York, NEW YORK 10019		
ATTORNEY DOCKET NUMBER:	121784.00018DM		
NAME OF SUBMITTER:	Dorna Mohaghegh		
SIGNATURE:	/dornamohaghegh/		
DATE SIGNED:	02/02/2016		
Total Attachments: 3			
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, GILT GROUPE, INC., a Delaware corporation (the “Grantor”) granted a continuing security interest in and lien upon certain trademarks and related rights to GOLDMAN SACHS BANK USA, as administrative agent and collateral agent for the Secured Parties (in such capacity, together with its successors and permitted assigns, the “Administrative Agent”), as set forth in the Trademark Security Agreement, dated September 22, 2014, between Grantor and Administrative Agent (the “Trademark Security Agreement”);

WHEREAS, an executed copy of the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on October 1, 2014 at Reel 5376, Frame 0491; and

WHEREAS, Grantor has requested that Administrative Agent release and reassign its interest in the trademarks more fully identified in Exhibit A annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Administrative Agent hereby:

1. releases and reassigns to Grantor any and all liens, security interests, right, title and interest of Administrative Agent pursuant to the Trademark Security Agreement in the trademarks more fully identified in Exhibit A annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby, without recourse or representation or warranty, express or implied, of any kind;
2. agrees that any power of attorney or similar rights granted by Grantor to Administrative Agent pursuant to or in connection with the Trademark Security Agreement is terminated; and
3. authorizes and requests that the United States Patent and Trademark Office note and record the existence of the release hereby given.

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IN WITNESS WHEREOF, Agent has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer this 1st day of February, 2016.

GOLDMAN SACHS BANK USA,
as Administrative Agent

By: 

Name: _____

Douglas J. Jaffey

Title: _____

Authorized Signatory

EXHIBIT A
TO
RELEASE OF SECURITY INTEREST IN TRADEMARKS

LIST OF TRADEMARKS AND TRADEMARK APPLICATIONS

Owner	Trademark	Country	Class	Application Date	Application No.	Registration Date	Registration No.
Gilt Groupe, Inc.	FIFTH CITY	United States of America	25	Aug 19 2014	86371003		
Gilt Groupe, Inc.	EAST DOWNING	United States of America	25	Sept 12 2014	86392991		