

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM378127

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Supplemental Grant of Security Interests in United State Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cave Springs, Inc.		03/25/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association		
Street Address:	One Boston Place, 18th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02108		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	4892189	40 WEEKS OF CHIC	
Registration Number:	4717215	BUMPSTART BY MOTHERHOOD MATERNITY	
Registration Number:	4846508	BUMPSTART BY MOTHERHOOD MATERNITY	
Registration Number:	4577471	M	
Registration Number:	4577472	M	
Registration Number:	4618581	M MOTHERHOOD MATERNITY	
Registration Number:	4614984	M MOTHERHOOD MATERNITY	
Registration Number:	4899764	MOTHERHOOD	
Registration Number:	4009610	TEES FOR TWO ACTIVEWEAR	
Registration Number:	4593494	TWO HEARTS MATERNITY BY DESTINATION MATE	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	michael.barys@thomsonreuters.com		
Correspondent Name:	Susan O'Brien		
Address Line 1:	187 Wolf Road, Suite 101		
Address Line 2:	CT Lien Solutions		
Address Line 4:	Albany, NEW YORK 12205		

OP \$265.00 4892189

NAME OF SUBMITTER:	Joanne BL Arnold
SIGNATURE:	/Joanne Arnold/
DATE SIGNED:	03/28/2016
Total Attachments: 6 source=cSupplemental Grant of Security Interest Trademarks (Submission)_V_1#page1.tif source=cSupplemental Grant of Security Interest Trademarks (Submission)_V_1#page2.tif source=cSupplemental Grant of Security Interest Trademarks (Submission)_V_1#page3.tif source=cSupplemental Grant of Security Interest Trademarks (Submission)_V_1#page4.tif source=cSupplemental Grant of Security Interest Trademarks (Submission)_V_1#page5.tif source=cSupplemental Grant of Security Interest Trademarks (Submission)_V_1#page6.tif	

[Execution]

SUPPLEMENTAL GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

March 25, 2016

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CAVE SPRINGS, INC., a Delaware corporation (the “Grantor”), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, in its capacity as administrative and collateral agent (in such capacity, the “Grantee”), a continuing security interest in all trademarks (including service marks), slogans, logos, certification marks, trade dress, uniform resource locations (URLs), domain names, corporate names and trade names, whether registered or unregistered, owned by or assigned to Grantor and all registrations and applications for the foregoing (whether statutory or common Law and whether established or registered in the United States or any other country or any political subdivision thereof), including, without limitation, the registrations and applications listed in Schedule A hereto (the “Trademarks”), together with any and all (a) goodwill of the business connected with the use of, and symbolized by the Trademarks, (b) rights and privileges arising under applicable Law with respect to Grantor’s use of any trademarks, (c) reissues, continuations, extensions and renewals thereof, (d) income, fees, royalties, damages and payments now and hereafter due and/or payable thereunder and with respect thereto, including, without limitation, damages, claims and payments for past, present or future infringements thereof, (e) rights corresponding thereto throughout the world and (f) rights to sue for past, present and future infringements thereof.

THIS SUPPLEMENTAL GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor and the Grantee, dated as of November 1, 2012 (as amended, modified, restated and/or supplemented 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.

THIS SUPPLEMENTAL GRANT is a supplemental filing to that certain Grant of Security Interest in United States Trademarks, dated November 13, 2012, recorded on November 5, 2012 with the United States Patent and Trademark Office at Reel 4897, Frame 0113.

THIS SUPPLEMENTAL GRANT is one of several documents being filed with the United States Patent and Trademark Office on this date, and should be recorded as document one (1) of one (1).

[Remainder of Page Left Intentionally Blank]

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

GRANTOR:

CAVE SPRINGS, INC.

Destination Maternity Corporation
Legal Department
Approved: MB

By: J. P. Tirnauer
Name: Judd P. Tirnauer
Title: Executive Vice President and Chief Financial Officer

GRANTEE:

WELLS FARGO BANK, NATIONAL ASSOCIATION

By: 

Name: Wai Yin Cheng

Title: Authorized Signatory

SCHEDULE A

<u>MARK</u>	<u>REGISTRATION NUMBER/APPLICATION NUMBER</u>	<u>REGISTRATION DATE/APPLICATION DATE</u>
40 WEEKS OF CHIC	AN: 86/638,362 RN: 4,892,189	F: 21 May 2015 R: 26 Jan 2016
BUMPSTART BY MOTHERHOOD MATERNITY	AN: 86/016,765 RN: 4,717,215	F: 22 Jul 2013 R: 07 Apr 2015
BUMPSTART BY MOTHERHOOD MATERNITY & Design	AN: 86/016,756 RN: 4,846,508	F: 22 Jul 2013 R: 03 Nov 2015
M (stylized & design)	AN: 86/039,934 RN: 4,577,471	F: 16 Aug 2013 R: 29 Jul 2014
M (stylized & design)	AN: 86/039,940 RN: 4,577,472	F: 16 Aug 2013 R: 29 Jul 2014
M MOTHERHOOD MATERNITY (stylized & design)	AN: 86/039,951 RN: 4,618,581	F: 16 Aug 2013 R: 07 Oct 2014
M MOTHERHOOD MATERNITY (stylized & design)	AN: 86/039,948 RN: 4,614,984	F: 16 Aug 2013 R: 30 Sep 2014
MOTHERHOOD	AN: 77/968,365 RN: 4,899,764	F: 25 Mar 2010 R: 16 Feb 2016
TEES FOR TWO ACTIVE WEAR	AN: 85/221,199 RN: 4,009,610	F: 19 Jan 2011 R: 09 Aug 2011
TWO HEARTS MATERNITY BY DESTINATION MATERNITY & Design	AN: 85/757,402 RN: 4,593,494	F: 17 Oct 2012 R: 26 Aug 2014