

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM497392

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cortland Capital Market Services LLC, as Successor Agent to Morgan Stanley Senior Funding, Inc.		11/05/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Nine West Development LLC		
Street Address:	1411 Broadway		
Internal Address:	20th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	Will-Rich Shoe Company LLC		
Street Address:	24610 Industrial Blvd.		
City:	Hayward		
State/Country:	CALIFORNIA		
Postal Code:	94545		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1584784	MOOTSIES TOOTSIES	
Registration Number:	1477841	MOOTSIES	
Registration Number:	1750221	MOOTSIES KIDS	
CORRESPONDENCE DATA			
Fax Number:	3128622200		
<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:	3128628738		
Email:	michelle.nowicki@kirkland.com		
Correspondent Name:	Michelle Nowicki		
Address Line 1:	300 N. LaSalle		
TRADEMARK			

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Address Line 2: Kirkland & Ellis LLP
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER: 24466-17

NAME OF SUBMITTER: Michelle Nowicki

SIGNATURE: /Michelle Nowicki/

DATE SIGNED: 11/08/2018

Total Attachments: 5

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RELEASE OF SECURITY INTEREST

This **RELEASE OF SECURITY INTEREST** (this “Release”), dated as of November 5, 2018, is made by **CORTLAND CAPITAL MARKET SERVICES LLC**, in its capacity as Successor Agent (the “Successor Agent”), to **MORGAN STANLEY SENIOR FUNDING, INC.** (the “Resigning Agent”) in favor of Nine West Development LLC, as prior owner of the trademarks identified on Schedule A hereto, and Will-Rich Shoe Company LLC, as successor thereto.

Reference is made to the Credit Agreement, dated as of April 8, 2014 (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “Credit Agreement”), among Jasper Merger Sub, Inc., Jasper Parent LLC, the Lenders party thereto from time to time and Morgan Stanley Senior Funding, Inc., as Collateral Agent.

Whereas, in connection with the Credit Agreement, and pursuant to a Trademark Security Agreement dated as of April 8, 2014 (the “Security Agreement”), the Grantors (as defined in the Security Agreement) granted a security interest in certain intellectual property owned by the Grantors, including the Trademarks identified on Schedule A to the Security Agreement;

Whereas, the Security Agreement was recorded in the U.S. Patent and Trademark Office on April 11, 2014 at Reel 5259, Frame 0096;

Whereas, an Assignment of United States Trademarks was recorded in the U.S. Patent and Trademark Office on August 18, 2017 at Reel 6132 Frame 0971 assigning the trademarks listed on Schedule A hereto to Will-Rich Shoe Company LLC (the “Will-Rich Trademarks”);

Whereas, in connection with the Security Agreement, a Release of Security Interest in Certain Intellectual Property was recorded in the U.S. Patent and Trademark Office on April 19, 2017 at Reel 6037 Frame 0463, releasing, inter alia, the Will-Rich Trademarks;

Whereas, an Intellectual Property Security Interest Assignment Agreement (the “IP Assignment Agreement”) was recorded in the U.S. Patent and Trademark Office on July 5, 2018 at Reel 6403, Frame 0056 assigning, inter alia, the Security Agreement to the Successor Agent;

Whereas the trademarks identified on Schedule 2 to the IP Assignment Agreement erroneously included the Will-Rich Trademarks listed on Schedule A hereto which are the property of Will-Rich Shoe Company LLC and in which neither Grantors nor Resigning Agent have any interest; and

Whereas, this Release is being executed to remedy the obvious error of including the Will-Rich Trademarks on Schedule 2 to the IP Assignment Agreement.

NOW, THEREFORE, the Successor Agent hereby releases, without representation, recourse or warranty whatsoever, the security interest (if any) that the Successor Agent may have in the Will-Rich Trademarks listed on Schedule A attached hereto, whether granted pursuant to the IP Assignment Agreement or any other agreement or document delivered in connection with the Credit Agreement.

The Successor Agent agrees, at the expense of the Borrower, to cooperate with the Borrower and to provide the Borrower with the information and additional authorization reasonably required to effect and record the release of the Successor Agent's security interests (if any) in such Will-Rich Trademarks listed on Schedule A attached hereto. All of the Successor Agent's rights under the Credit Agreement and Security Agreement in other intellectual property owned by the Borrower shall remain in full force and effect.

By its execution hereof, the Successor Agent and each of the Grantors acknowledges and agrees that the Will-Rich Trademarks shall be deemed deleted from Schedule 2 to the IP Assignment Agreement with the same effect as if they were never included thereon.

[Signature Page Follows]

IN WITNESS WHEREOF, the Successor Agent has executed this Release as of the date first above written.

**CORTLAND CAPITAL MARKET
SERVICES LLC**, as Successor Agent and
Grantee

By:  _____

Name: Matthew Trybula
Associate Counsel

Title: _____
Authorized Signatory

ACKNOWLEDGED AND AGREED AS OF THE DATE FIRST ABOVE WRITTEN.

NINE WEST DEVELOPMENT LLC

By: 

Name: Ralph A. Schipani

Title: President

Schedule A

TRADEMARK	REGISTRATION NO.	REGISTRATION DATE
MOOTSIES TOOTSIES	1584784	2/27/1990
MOOTSIES	1477841	2/23/1988
MOOTSIES KIDS	1750221	2/2/1993