

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM317619

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Cache, Inc.		09/19/2014	CORPORATION: DELAWARE
Cache of Las Vegas, Inc.		09/19/2014	CORPORATION: NEVADA
Cache of Virginia, Inc.		09/19/2014	CORPORATION: VIRGINIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Salus Capital Partners, LLC
<b>Street Address:</b>	197 First Avenue
<b>Internal Address:</b>	Suite 250
<b>City:</b>	Needham
<b>State/Country:</b>	MASSACHUSETTS
<b>Postal Code:</b>	02494
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 14**

Property Type	Number	Word Mark
Registration Number:	1194124	CACHE
Registration Number:	1351848	CACHE
Registration Number:	1382406	CACHE
Registration Number:	4122025	CACHÉ
Registration Number:	4122024	CACHÉ
Registration Number:	3444458	CACHÉ
Registration Number:	3444459	CACHE
Registration Number:	3460292	CACHÉ ACCENTS
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	

**CORRESPONDENCE DATA**

Fax Number: 6172484000

**TRADEMARK**

**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:** tmadmin@choate.com  
**Correspondent Name:** Elizabeth A. Walker  
**Address Line 1:** Two International Place  
**Address Line 2:** Choate Hall & Stewart LLP  
**Address Line 4:** Boston, MASSACHUSETTS 02110

<b>ATTORNEY DOCKET NUMBER:</b>	2010280-0046
<b>NAME OF SUBMITTER:</b>	Elizabeth A. Walker
<b>SIGNATURE:</b>	/Elizabeth A. Walker/
<b>DATE SIGNED:</b>	09/22/2014

**Total Attachments: 9**  
source=Cache Grant of Security Interest in Trademarks (Executed)#page1.tif  
source=Cache Grant of Security Interest in Trademarks (Executed)#page2.tif  
source=Cache Grant of Security Interest in Trademarks (Executed)#page3.tif  
source=Cache Grant of Security Interest in Trademarks (Executed)#page4.tif  
source=Cache Grant of Security Interest in Trademarks (Executed)#page5.tif  
source=Cache Grant of Security Interest in Trademarks (Executed)#page6.tif  
source=Cache Grant of Security Interest in Trademarks (Executed)#page7.tif  
source=Cache Grant of Security Interest in Trademarks (Executed)#page8.tif  
source=Cache Grant of Security Interest in Trademarks (Executed)#page9.tif

**GRANT OF SECURITY INTEREST IN TRADEMARKS**

**September 19, 2014**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CACHE, INC., a Delaware corporation, CACHE OF LAS VEGAS, INC., a Nevada corporation and CACHE OF VIRGINIA, INC., a Virginia corporation (collectively, the “Grantors” and each a “Grantor”), each with its principal office at 160 Mitchell Boulevard, San Rafael, California 94903, hereby grant to SALUS CAPITAL PARTNERS, LLC, a Delaware limited liability company with its principal office at 197 First Avenue, Suite 250, Needham, Massachusetts 02494 (the “Grantee”), a continuing security interest in and lien upon the following (except as such may be considered Excluded Property): (i) all of such Grantor’s right, title and interest in, to and under to the trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the “Marks”), (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 Secured Obligations of the Grantors, as such term is defined in the Security Agreement by and among the Grantors and the Grantee, dated as of September 19, 2014 (as amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). Capitalized terms used but not otherwise defined herein shall have the meaning assigned to them in 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 Left Intentionally Blank]

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

GRANTORS:

**CACHE, INC.**

By:   
Name: Anthony DiPippa  
Title: Chief Financial Officer

**CACHE OF LAS VEGAS, INC.**

By:   
Name: Anthony DiPippa  
Title: Chief Financial Officer

**CACHE OF VIRGINIA, INC.**

By:   
Name: Anthony DiPippa  
Title: Chief Financial Officer


GRANTEE:

**SALUS CAPITAL PARTNERS, LLC**

By:   
\_\_\_\_\_

Name: Kyle C. Shonak

Title: Executive Vice President

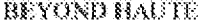

By:   
\_\_\_\_\_



Name: Jonas D.L. McCray


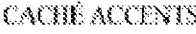
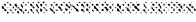
Title: Senior Vice President

**SCHEDULE A**

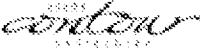
Owner: Cache, Inc.


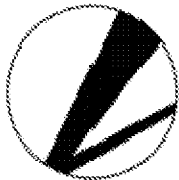
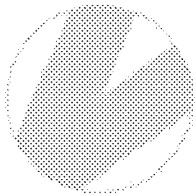
TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
BEYOND HAUTE   SN:86-354225	Pending - Initialized August 4, 2014  Filed: July 31, 2014	(Int'l Class: 3) Fragrances for personal use
CACHE  SN:73-194568 RN:1,194,124	Renewed April 20, 2012  Int'l Class: 42 First Use: July 31, 1975 Filed: November 24, 1978 Published: June 2, 1981 Registered: April 20, 1982	(Int'l Class: 42) Retail clothing store services
CACHE (Stylized)   SN:73-516716 RN:1,351,848	Renewed July 30, 2005  Int'l Class: 25, 42 First Use: July 31, 1975 Filed: January 9, 1985 Published: May 21, 1985 Registered: July 30, 1985	(Int'l Class: 25) Ladies' clothing, namely shirts, tops, pants, jackets, suits, dresses, belts, shoes, scarves, skirts, skirts with coordinates, t-shirts and coats (Int'l Class: 42) Retail clothing store services
CACHE	Renewed February 11,	(Int'l Class: 25) Ladies' clothing, namely--shirts, tops, pants, jackets, suits, dresses, belts, shoes,

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
SN:73-517769 RN:1,382,406	2006  Int'l Class: 25 First Use: July 31, 1975 Filed: January 16, 1985 Published: June 11, 1985 Registered: February 11, 1986	scarves, skirts, skirts with coordinating tops, t-shirts and coats
CACHE (Stylized)   SN:77-153137 RN:4,122,025	Registered April 3, 2012  Int'l Class: 9, 36 First Use: May, 2007 Filed: April 10, 2007 Published: May 3, 2011 Allowed: June 28, 2011	(Int'l Class: 9) Magnetically encoded credit cards (Int'l Class: 36) Credit card services
CACHE   SN:77-153111 RN:4,122,024	Registered April 3, 2012  Int'l Class: 9, 36 First Use: May, 2007 Filed: April 10, 2007 Published: May 3, 2011 Allowed: June 28, 2011	(Int'l Class: 9) Magnetically encoded credit cards (Int'l Class: 36) Credit card services
CACHE	Registered	(Int'l Class: 14) Jewelry

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
<p style="text-align: center;"><b>CACHÉ</b></p> <p>SN:77-285711 RN:3,444,458</p>	<p>June 10, 2008</p> <p>Int'l Class: 14, 18</p> <p>First Use: July 31, 1975</p> <p>Filed: September 21, 2007</p> <p>Published: March 25, 2008</p>	<p>(Int'l Class: 18) Purses, clutch purses, handbags, and satchels</p>
<p>CACHE (Stylized)</p>  <p>SN:77-285763 RN:3,444,459</p>	<p>Registered June 10, 2008</p> <p>Int'l Class: 14, 18</p> <p>First Use: July 31, 1975</p> <p>Filed: September 21, 2007</p> <p>Published: March 25, 2008</p>	<p>(Int'l Class: 14) Jewelry</p> <p>(Int'l Class: 18) Purses, clutch purses, handbags, and satchels</p>
<p>CACHE ACCENTS</p>  <p>SN:77-146393 RN:3,460,292</p>	<p>Registered July 8, 2008</p> <p>Int'l Class: 35</p> <p>First Use: May 10, 2007</p> <p>Filed: April 2, 2007</p> <p>Published: April 22, 2008</p>	<p>(Int'l Class: 35) Retail store services featuring women's clothing and fashion clothing accessories; customer loyalty services for commercial, promotional and/or advertising purposes</p>
<p>CACHE CONTOUR COLLECTION</p> 	<p>Registered October 21, 2008</p> <p>Int'l Class: 25</p> <p>First Use:</p>	<p>(Int'l Class: 25) Clothing, namely, tops, bottoms, jackets and dresses</p>



TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
SN:77-220314 RN:3,521,804  Disclaimer: "COLLECTION"	August 15, 2007 Filed: July 2, 2007 Published: May 20, 2008 Allowed: August 12, 2008	
CACHE CONTOUR COLLECTION (Stylized)    SN:77-220319 RN:3,521,805  Disclaimer: "COLLECTION"	Registered October 21, 2008  Int'l Class: 25 First Use: August 15, 2007 Filed: July 2, 2007 Published: May 20, 2008 Allowed: August 12, 2008	(Int'l Class: 25) Clothing, namely, tops, bottoms, jackets and dresses
CACHE LUXE  CACHE LUXE   SN:78-914079 RN:3,645,054	Registered June 23, 2009  Int'l Class: 14, 18, 25, 35 First Use: September 8, 2006 Filed: June 22, 2006 Published: July 24, 2007 Allowed: October 16, 2007	(Int'l Class: 14) Jewelry (Int'l Class: 18) Purses, clutch purses, handbags, and satchels (Int'l Class: 25) Ladies' clothing, namely, shirts, tops, pants, jackets, suits, dresses, undergarments, scarves, skirts, t-shirts, coats, belts, shoes and boots (Int'l Class: 35) Retail clothing stores

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
 <p data-bbox="237 579 407 642">SN:77-978639 RN:3,769,250</p>	<p data-bbox="605 275 732 369">Registered March 30, 2010</p> <p data-bbox="605 411 776 772">Int'l Class: 25, 26 First Use: November, 2007 Filed: October 4, 2007 Published: August 5, 2008</p>	<p data-bbox="803 275 1256 338">(Int'l Class: 25) Clothing, namely, tops (Int'l Class: 26) Buttons</p>
 <p data-bbox="237 1142 407 1205">SN:77-978640 RN:3,769,251</p>	<p data-bbox="605 842 732 936">Registered March 30, 2010</p> <p data-bbox="605 978 776 1339">Int'l Class: 25, 26 First Use: November, 2007 Filed: October 4, 2007 Published: August 5, 2008</p>	<p data-bbox="803 842 1256 905">(Int'l Class: 25) Clothing, namely, tops (Int'l Class: 26) Buttons</p>
 <p data-bbox="237 1703 407 1766">SN:77-978763 RN:3,776,250</p>	<p data-bbox="605 1404 732 1499">Registered April 13, 2010</p> <p data-bbox="605 1541 776 1864">Int'l Class: 25, 26 First Use: November, 2007 Filed: August 1, 2007 Published: August 5,</p>	<p data-bbox="803 1404 1341 1499">(Int'l Class: 25) Clothing, namely, t-shirts and tops (Int'l Class: 26) Embroidery</p>

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
	2008	
LILLIE RUBIN SN: 86385574	Application Filed: September 4, 2014	