

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
THE CIT GROUP/BUSINESS CREDIT, INC.		08/18/2006	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	SPIEGEL CATALOG HOLDINGS CORPORATION
Street Address:	711 Third Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 38

Property Type	Number	Word Mark
Registration Number:	1445296	ADAM SPENCER
Registration Number:	1447641	ALAN MICHAELS
Registration Number:	2317265	BABY ELEMENTS
Registration Number:	2474567	BARE LUXURY
Registration Number:	2383650	BLUSHE BY SPIEGEL
Registration Number:	1871948	BOUTIQUE EUROPA
Registration Number:	1588863	CHRISTMAS GUARANTEED
Registration Number:	1658093	CLIFFORD & WILLS
Registration Number:	2433558	CW CLIFFORD & WILLS
Registration Number:	2454185	DECORATING WITH UNIQUE STYLE
Registration Number:	1564685	FOR YOU FROM SPIEGEL
Registration Number:	873854	HONEYBEE
Registration Number:	838413	HONEYBEE THE EINBENDER CASUAL

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Registration Number:	1494231	INHOME
Registration Number:	2391735	LIFESTYLE RESOURCE FOR THE WORKING WOMAN
Registration Number:	2458101	MAURIZIO COLLECTIONS
Registration Number:	1464646	OAKBROOK
Registration Number:	2434322	ONVIEW HOME
Registration Number:	2418468	ORARIO
Registration Number:	831850	PRIVATE LIFE
Registration Number:	3081039	REALITY DRESSING
Registration Number:	2418065	REFLECTIONS BY SPIEGEL
Registration Number:	2384033	RR
Registration Number:	2753634	S MADE EXCLUSIVELY FOR SPIEGEL CATALOG, INC.
Registration Number:	2304757	SENSUAL HOME
Registration Number:	2437259	SHOPPING AT THE SPEED OF LIFE
Registration Number:	2717759	SPIEGEL E MARKET
Registration Number:	2584963	SPIEGEL INCENTIVES
Registration Number:	2357704	SPIEGEL
Registration Number:	1339154	SPIEGEL
Registration Number:	1840600	SPIEGEL
Registration Number:	2387639	SPIEGEL.COM
Registration Number:	2346491	SPIEGELTRONICS
Registration Number:	1442086	THE FINER THINGS
Registration Number:	2513324	THE KID'S RESOURCE
Registration Number:	2471411	THE SPIEGEL GROUP LIFESTYLE RETAILERS
Registration Number:	2554891	THE SPIEGEL GROUP
Registration Number:	1443315	TOFFS

CORRESPONDENCE DATA

Fax Number: (213)996-3367
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 213-683-6367
Email: nobukochristy@paulhastings.com
Correspondent Name: Nobuko Christy, c/o Paul Hastings
Address Line 1: 515 So. Flower Street, 25th Floor
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	38426.00009
NAME OF SUBMITTER:	Nobuko Christy

Signature:

/s/Nobuko Christy

Date:

08/28/2006

Total Attachments: 8

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTERESTS IN TRADEMARKS (this "Release") is made as of August 18, 2006 ("Effective Date") by and between SPIEGEL CATALOG HOLDINGS CORPORATION, a Delaware corporation having a mailing address at 711 Third Avenue, New York, New York, 10017 ("Grantor"), and THE CIT GROUP/BUSINESS CREDIT, INC., a New York corporation having a mailing address at 1211 Avenue of the Americas, New York, New York 10036 ("Grantee").

WHEREAS, pursuant to the terms and conditions of that certain TRADEMARK COLLATERAL SECURITY AGREEMENT by and between Grantor and Grantee dated as of March 22, 2005 (the "Trademark Security Agreement"), Grantor granted to Grantee for its benefit and for the ratable benefit of the Lenders (as such term is defined in the Trademark Security Agreement), a security interest in and to all of Grantor's right, title and interest in, to and under the Collateral (as such term is defined in the Trademark Security Agreement), including, but not limited to, that described on Schedule A attached hereto;

WHEREAS, the Trademark Grant of Security agreement, setting forth such rights set forth in the Trademark Security Agreement, was recorded with the United States Patent and Trademark Office ("PTO") on March 28, 2005 starting at Reel 3075, Frame 0662; and

WHEREAS, the obligations secured thereby have been paid in full.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby terminates the Trademark Security Agreement and terminates, cancels and releases any and all security interests it has against the Collateral (as such term is defined in the Trademark Security Agreement).

Grantee represents and warrants that: (i) it has the full power and authority to execute this Release; (ii) it has not assigned, transferred, restricted or otherwise encumbered any security interest it has against the Collateral (as such term is defined in the Trademark Security Agreement); and (iii) it has not recorded or otherwise evidenced its security interest with respect to any trademark, or registration of an application to register the foregoing, or any trade name or assumed name, other than those of the foregoing described on Schedule A (attached hereto), in any jurisdiction throughout the world.

Grantee shall take all further actions, and provide to Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Grantor to more fully and effectively effectuate the purposes of this Release.

IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date.

THE CIT GROUP/BUSINESS CREDIT, INC.

By: Rebecca J. Martin
Name: Rebecca J. Martin
Title: Vice President

ACKNOWLEDGMENT

STATE OF CALIFORNIA

COUNTY OF Los Angeles

On August 18th, 2006 before me, Ninett Hernandez, Notary Public
(here insert name and title of the officer)

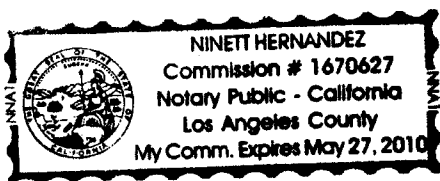
personally appeared Rebecca J. Martin

personally known to me (or proved to me on the basis of satisfactory evidence) to be
the person(s) whose name(s) is/are subscribed to the within instrument and
acknowledged to me that he/she/they executed the same is his/her/their authorized
capacity(ies), and that by his/her/their signature(s) on the instrument the person(s),
or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Ninett Hernandez

(Seal)



SCHEDULE A

TRADEMARKS

Trademark	Country	Reg. No.	Reg. Date	App. No.	App. Date	Status
ADAM SPENCER	U.S.	1,445,296	06/30/87	73626504	10/23/86	Registered
ALAN MICHAELS	U.S.	1,447,641	07/14/87	73626509	10/23/86	Registered
BABY ELEMENTS	U.S.	2,317,265	02/08/00	75/519746	07/16/98	Registered
BARE LUXURY	U.S.	2,474,567	07/31/01	78/000001	03/20/00	Registered
BLUSHE BY SPIEGEL	U.S.	2,383,650	09/05/00	75/372254	10/14/97	Registered
BOUTIQUE EUROPA	U.S.	1,871,948	01/03/95	74/313591	10/14/02	Registered
CHRISTMAS GUARANTEED	U.S.	1,588,863	03/27/90	73/822283	08/28/89	Registered
CLIFFORD & WILLS	Japan	4,711,594	09/19/03	2002-109329	12/25/02	Registered
CLIFFORD & WILLS	U.S.	1,658,093	09/24/91	74102806	10/03/90	Registered
CW	Canada	TMA454951	03/08/96	700775	03/13/92	Registered
CW	Canada	TMA460626	08/02/96	700822	03/13/92	Registered
CW CLIFFORD & WILLS (old logo)	Chile	509154	04/02/98	388950	08/29/97	Registered
CW CLIFFORD & WILLS (old logo)	China	767662	09/20/95	93122424	12/16/93	Registered
CW CLIFFORD & WILLS (old logo)	China	767642	09/20/95	93122425	12/16/93	Registered
CW CLIFFORD & WILLS (old logo)	China	800574	12/20/95	93122422	12/16/93	Registered
CW CLIFFORD & WILLS (old logo)	China	787343	10/27/95	93122426	12/16/93	Registered
CW CLIFFORD & WILLS (old logo)	China	783316	10/13/95	93122423	12/16/93	Registered
CW CLIFFORD & WILLS (old logo)	Japan	3168638	06/28/96	5-080924	09/04/93	Registered
CW CLIFFORD & WILLS (old logo)	Japan	3180822	07/31/96	5-080925	08/04/93	Registered
CW CLIFFORD & WILLS (old logo)	Japan	3168639	06/28/96	5-080926	08/04/93	Registered
CW CLIFFORD & WILLS (old logo)	Japan	3180823	07/31/96	5-080927	08/04/93	Registered
CW CLIFFORD & WILLS (old logo)	Japan	3175541	07/31/96	5-080923	08/04/93	Registered
CW CLIFFORD & WILLS (old logo)	Mexico	474647	07/20/94	205955	07/20/94	Registered

Trademark	Country	Reg. No.	Reg. Date	App. No.	App. Date	Status
CW CLIFFORD & WILLS (old logo)	Mexico	474648	07/20/94	205957	07/20/94	Registered
CW CLIFFORD & WILLS (old logo)	Mexico	507731	07/20/94	205952	07/20/94	Registered
CW CLIFFORD & WILLS (old logo)	Mexico	474143	07/20/94	205953	07/20/94	Registered
CW CLIFFORD & WILLS (old logo)	Mexico	486557	07/20/94	205954	07/20/94	Registered
CW CLIFFORD & WILLS (old logo)	Mexico	474144	07/20/94	205956	07/20/94	Registered
CW CLIFFORD & WILLS (old logo)	Switzerland	415605	07/29/93	9458/1993.0	07/29/93	Registered
CW CLIFFORD & WILLS	Australia	606706	7/12/93	606706	7/12/93	Registered
CW CLIFFORD & WILLS	Australia	606707	7/12/93	606707	7/12/93	Registered
CW CLIFFORD & WILLS	Australia	606708	7/12/93	606708	7/12/93	Registered
CW CLIFFORD & WILLS	Australia	606709	7/12/93	606709	7/12/93	Registered
CW CLIFFORD & WILLS	Australia	606710	7/12/93	606710	7/12/93	Registered
CW CLIFFORD & WILLS	Australia	606711	7/12/93	606711	7/12/93	Registered
CW CLIFFORD & WILLS	Australia	841716	7/4/00	841716	7/4/00	Registered
CW CLIFFORD & WILLS	Canada	701063	03/17/92	701063	03/17/92	Registered
CW CLIFFORD & WILLS	Australia	841716	10/10/01	841716	07/04/00	Registered
CW CLIFFORD & WILLS	Mexico	691789	08/22/00	443358	08/22/00	Registered
CW CLIFFORD & WILLS	Taiwan	143309	06/01/01	89022305	04/21/00	Registered
CW CLIFFORD & WILLS (new logo)	Japan	3332275	07/18/97	7-075486	07/26/95	Registered
CW CLIFFORD & WILLS (new logo)	Canada	496633	06/23/98	785024	06/13/95	Registered
CW CLIFFORD & WILLS (new logo)	European Community	186460	04/01/96	186460	04/01/96	Registered
CW CLIFFORD & WILLS (new logo)	European Community	1627397	07/23/01	001 627 397	04/26/00	Registered
CW CLIFFORD & WILLS (new logo)	U.S.	2433558	03/06/01	76/003530	03/18/00	Registered
CW CLIFFORD & WILLS	Mexico	770488	11/27/02	443357	08/22/00	Registered
DECORATING WITH UNIQUE STYLE	U.S.	2454185	05/22/01	75/979935	07/13/98	Registered
ELEMENTS	Mexico	455698	3/29/94	189845	2/3/94	Registered
ELEMENTS	Mexico	455697	3/29/94	189843	2/3/94	Registered

Trademark	Country	Reg. No.	Reg. Date	App. No.	App. Date	Status
ELEMENTS	Mexico	455619	3/29/94	189844	2/3/94	Registered
ELEMENTS	Mexico	684344	08/22/00	443142	08/22/00	Registered
ELEMENTS	Mexico	629516	03/30/01	443143	08/22/00	Registered
ELEMENTS	Mexico	685678	08/22/00	443147	08/22/00	Registered
FOR YOU FROM SPIEGEL	U.S.	1564685	11/07/89	785222	03/07/89	Registered
HONEYBEE & Design	U.S.	873854	07/29/69	309047	10/07/68	Registered
HONEYBEE AND THE EINBENDER CASUAL DESIGN	U.S.	838413	11/07/67	209695	01/11/65	Registered
INHOME	U.S.	1494231	06/28/88	696394	11/19/97	Registered
LIFESTYLE RESOURCE FOR THE WORKING WOMAN	U.S.	2391735	10/03/00	75/858442	11/29/99	Registered
MAURIZIO COLLECTIONS	U.S.	2458101	06/05/01	75/661135	03/16/99	Registered
OAKBROOK	U.S.	1464646	11/10/87	608794	07/10/86	Registered
ONVIEW HOME	U.S.	2434322	03/06/01	75/979927	10/14/97	Registered
ORARIO	U.S.	2418468	01/02/01	75/790013	09/23/99	Registered
PRIVATE LIFE	U.S.	831850	07/11/67	831850	07/19/62	Registered
REALITY DRESSING	U.S.	3081039	4/11/06	78/596863	3/29/05	Registered
REFLECTIONS BY SPIEGEL	U.S.	2418065	01/02/01	75/545430	09/01/98	Registered
RR and Design	U.S.	2384033	09/05/00	2384033	09/05/00	Registered
S MADE EXCLUSIVELY FOR SPIEGEL CATALOG, INC.	U.S.	2753634	08/19/03	76/123205	10/06/00	Registered
SENSUAL HOME	U.S.	2304757	12/28/99	75/435144	02/17/98	Registered
SHOPPING AT THE SPEED OF LIFE	U.S.	2437259	03/20/01	76037375	05/01/00	Registered
SPIEGEL	Mexico	459588	5/9/94	148223	8/25/92	Registered
SPIEGEL	Mexico	467877	7/27/94	196013	4/13/94	Registered
SPIEGEL	Bolivia	62413-C	11/01/96	1263	03/27/95	Registered
SPIEGEL	Bolivia	62417-C	11/01/96	1264	03/27/95	Registered
SPIEGEL	Canada	TMA520811	12/21/99	796947	11/09/95	Registered

Trademark	Country	Reg. No.	Reg. Date	App. No.	App. Date	Status
SPIEGEL	Colombia	179238	08/31/95	95018304	05/03/95	Registered
SPIEGEL	Colombia	179239	08/31/95	95018303	05/03/95	Registered
SPIEGEL	Ecuador	218296	11/13/96	55522	03/24/95	Registered
SPIEGEL	Ecuador	218196	11/13/96	55521	03/24/95	Registered
SPIEGEL	Korea, the Republic	437995	01/15/99	40829/1997	09/22/97	Registered
SPIEGEL	Korea, the Republic	426138	10/22/98	40830/1997	09/22/97	Registered
SPIEGEL	Mexico	428905	08/25/92	148,222	08/25/92	Registered
SPIEGEL	Mexico	486134	02/03/94	189847	02/03/94	Registered
SPIEGEL	Panama	091130	11/20/97	91130	11/20/97	Registered
SPIEGEL	Paraguay	247166	06/07/02	11645-98	06/05/98	Registered
SPIEGEL	Canada	520730	12/17/99	796945	11/09/95	Registered
SPIEGEL	Mexico	692517	03/30/01	443145	08/22/00	Registered
SPIEGEL	Mexico	685677	08/22/00	443146	08/22/00	Registered
SPIEGEL	Mexico	684345	08/22/00	443144	08/22/00	Registered
SPIEGEL (AND DESIGN)	Colombia	240906	09/04/01	00086472	11/14/00	Registered
SPIEGEL (AND DESIGN)	U.S.	1,496,715	07/19/88	630313	11/14/86	Registered
SPIEGEL (SIGNATURE DESIGN)	Russian Federation	210725	04/10/02	2000718953	07/26/00	Registered
SPIEGEL EMARKET (AND DESIGN)	U.S.	2,717,759	05/20/03	76/028851	04/19/00	Registered
SPIEGEL INCENTIVES	U.S.	2,584,963	06/25/02	76/228675	03/23/01	Registered
SPIEGEL	U.S.	2,357,704	06/13/00	75/784327	08/26/99	Registered
SPIEGEL	U.S.	1,339,154	06/04/85	463727	02/02/84	Registered
SPIEGEL	U.S.	1,840,600	06/21/94	74/387194	05/05/93	Registered
SPIEGEL.COM	U.S.	2,387,639	09/19/00	75/784329	08/26/99	Registered
SPIEGELTRONICS	U.S.	2,346,491	05/02/00	75/504544	07/16/98	Registered
SPIEGEL	Russian Federation	147478	04/20/95	95,704,482	4/20/95	Registered

Trademark	Country	Reg. No.	Reg. Date	App. No.	App. Date	Status
THE FINER THINGS	U.S.	1,442,086	06/09/87	626488	10/23/86	Registered
THE KID'S RESOURCE	U.S.	2,513,324	11/27/01	75/855161	12/09/99	Registered
THE SPIEGEL GROUP LIFESTYLE RETAILERS (AND DESIGN)	U.S.	2,471,411	07/24/01	76/029020	04/19/00	Registered
THE SPIEGEL GROUP	U.S.	2,554,891	04/02/02	76/015859	04/03/00	Registered
TOFFS	U.S.	1,443,315	06/16/87	626495	10/23/86	Registered