

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Loehmann's Operating Co.		03/01/2011	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Wells Fargo Bank, National Association, as Administrative Agent and Collateral Agent
Street Address:	One Boston Place
Internal Address:	18th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02108
Entity Type:	Association: UNITED STATES

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	734218	LOEHMANN'S
Registration Number:	1139102	LOEHMANN'S
Registration Number:	2311537	WENDY B.
Registration Number:	2331721	KNITS ETC...
Registration Number:	3634223	
Registration Number:	3725525	FIND IT LOVE IT BUY IT FOR LESS
Registration Number:	3598408	INSIDER CLUB
Registration Number:	3727937	LOEHMANN'S THE IT STORE FOR DESIGNER FASHION
Registration Number:	3727999	THE IT STORE FOR DESIGNER FASHION
Registration Number:	3727936	THE "IT" STORE
Registration Number:	3433009	LOEHMANN'S NEXXT

**CORRESPONDENCE DATA**

Fax Number: (202)408-3141

**900186249**

**TRADEMARK  
 REEL: 004497 FRAME: 0587**

**CH \$290.00 734218**

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 800-927-9801 x2348  
Email: jpaterso@cscinfo.com  
Correspondent Name: Corporation Service Company  
Address Line 1: 1090 Vermont Avenue NW, Suite 430  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	707758
NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	03/14/2011

**Total Attachments: 6**

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GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, LOEHMANN'S OPERATING CO., a Delaware corporation (the "Grantor") with its principal place of business at 2500 Halsey Street, Bronx, New York 10461, hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent and Collateral Agent for its own benefit and the benefit of the other Credit Parties (as defined in the Security Agreement referred to below), with offices at One Boston Place, 18<sup>th</sup> Floor, Boston, Massachusetts 02108 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, service marks, trademark registrations, service mark registrations, trademark applications (to the extent not constituting Excluded Property of the type described in clause (b) of the definition thereof set forth in the Security Agreement referred to below), and service mark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement) 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 OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (this "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 dated as of March 1, 2011 (as amended, modified, supplemented or restated and in effect from time to time, the "Security Agreement") by and between, among others, the Grantor and the Grantee.

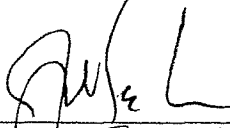
This Grant has been granted in conjunction with the security interest granted by the Grantor to the Grantee under the Security Agreement. The rights and remedies of the

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.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the  
1<sup>st</sup> day of March, 2011.

LOEHMANN'S OPERATING CO., as Grantor

By:   
Name: Joseph Melvin  
Title: Chief operating officer

WELLS FARGO RETAIL BANK, NATIONAL  
ASSOCIATION, as Grantee

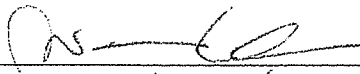
By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its Authorized Signatory

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the  
1<sup>st</sup> day of March, 2011.

LOEHMANN'S OPERATING CO., as Grantor

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

WELLS FARGO RETAIL BANK, NATIONAL  
ASSOCIATION, as Grantee

By:   
Name: William Cram  
Its Authorized Signatory

Schedule A

U.S. Trademarks and Trademark Applications

<b>TRADEMARK</b>	<b>REG. NO./ (APPLICATION NO.)</b>	<b>REGISTRATION DATE/(APPLICATION DATE)</b>
LOEHMANN'S	734,218	July 10, 1962
LOEHMANN'S	1,139,102	August 26, 1980
WENDY B.	2,311,537	January 25, 2000
KNITS ETC.	2,331,721	March 21, 2000
ASTERISK logo	3,634,223	June 9, 2009
FIND IT LOVE IT BUY IT FOR LESS	3,725,525	December 15, 2009
INSIDER CLUB	3,598,408	March 31, 2009
LOEHMANN'S THE IT STORE FOR DESIGNER FASHION	3,727,937	December 22, 2009
THE IT STORE FOR DESIGNER FASHION	3,727,999	December 22, 2009
THE "IT" STORE	3,727,936	December 22, 2009
LOEHMANN'S NEXXT	3,433,009	May 20, 2008