

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
Bank of America, N.A.		05/25/2012	A NATIONAL BANKING ASSOCIATION: UNITED STATES

RECEIVING PARTY DATA

Name:	Act II Jewelry, LLC
Street Address:	1235 N. Mittel Boulevard
City:	Wood Dale
State/Country:	ILLINOIS
Postal Code:	60191
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	3467417	
Registration Number:	3193032	LIA SOPHIA
Registration Number:	2952808	LIA SOPHIA SHARE THE LOVE OF JEWELRY
Registration Number:	3289589	SHARE THE LOVE OF JEWELRY
Registration Number:	3187013	KIAM FAMILY
Registration Number:	3630780	ADVISOR ADVANTAGE
Registration Number:	3630783	EXCELLENT BEGINNINGS
Registration Number:	3607971	CUSTOMER SAVE PLAN

CORRESPONDENCE DATA

Fax Number: 2128139600
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: (212) 813-1600

OP \$215.00 3467417

Email: cboehm@creativity-law.com
Correspondent Name: Caroline Boehm
Address Line 1: 488 Madison Avenue
Address Line 2: 19 FL
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	ACTII 0067
NAME OF SUBMITTER:	Caroline G. Boehm
Signature:	/CGB/
Date:	06/04/2012

Total Attachments: 6

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RELEASE OF LIEN AND SECURITY IN TRADEMARKS

This release is hereby executed on the Execution date stated below by Bank of America, N.A. acting as Administrative Agent pursuant to a certain Credit Agreement dated as of October 3, 2008; a certain Pledge and Security Agreement dated as of October 3, 2008; and an Amended and Restated Pledge and Security Agreement dated July 26, 2010, as amended (the "Credit Agreements"), in favor of Act II Jewelry, LLC (the "Pledgor").

RECITALS

1. On or about October 3, 2008, Pledgor executed both a certain Pledge and Security Agreement and a Perfection Certification, which documents granted to Administrative Agent, for the benefit of certain Secured Parties, a lien and security interest in, to and under the following pledged collateral of the Pledgor:

- a. Trademarks of the Pledgor listed in Schedule A hereto attached;
- b. All goodwill associated with such Trademarks;
- c. All proceeds of any of the foregoing.

Such pledge and lien was subsequently recorded in the United States Patent & Trademark Office, Reel 3864 Frame 0851.

2. Pledgor further executed a Trademark Security Agreement dated July 26, 2010, which document granted to Administrative Agent, for the benefit of certain Secured Parties, a lien and security interest in, to and under the following pledged collateral of the Pledgor:

- a. Trademarks of the Pledgor listed in Schedule B hereto attached;
- b. All goodwill associated with such Trademarks;
- c. All proceeds of any of the foregoing.

Such pledge and lien was subsequently recorded in the United States Trademark Office, Reel 4249 Frame 0100.

3. All Obligations by Pledgor under the Credit Agreements have been fulfilled and all security provided thereunder by Pledgor have automatically terminated.

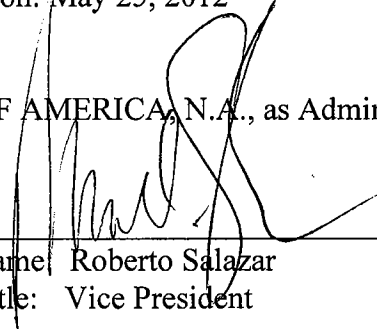
4. The agreements between the parties require the Administrative Agent to deliver to Pledgor an instrument in writing in recordable form evidencing the release of the security interest granted in those agreements.

WHEREFORE Bank of America, N.A., as Administrative Agent under the Credit Agreement and the Security Agreement, on its own behalf and on behalf of all Secured Parties under those agreements, waives, remises, releases and forever discharges all interests, including all security interests, collateral pledges, grants, assignments and liens in the above-referenced Pledged Collateral.

IN WITNESS THEREOF, Administrative Agent has caused this RELEASE OF LIEN AND SECURITY IN TRADEMARKS to be executed and delivered by its duly authorized officer as of the date set forth above:

Executed on: May 25, 2012

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: Roberto Salazar
Title: Vice President

SCHEDULE A

2008 TRADEMARKS PLEDGED AS COLLATERAL

U.S. TRADEMARK REGISTRATIONS AND APPLICATIONS

Trademark Registrations:

REGISTRATION NUMBER	TITLE
3467417	Design of Butterfly
3193032	LIA SOPHIA
2952808	LIA SOPHIA SHARE THE LOVE OF JEWELRY
3289589	SHARE THE LOVE OF JEWELRY

Trademark Applications:

APPLICATION NUMBER	TRADEMARK
77/396799 (now abandoned)	SHARE THE LOVE

FOREIGN TRADEMARK REGISTRATIONS AND APPLICATIONS

Trademark Registrations:

COUNTRY	REGISTRATION NUMBER	TRADEMARK
Australia	1213314	LIA SOPHIA
Australia	1213313	SHARE THE LOVE OF JEWELRY
New Zealand	780695	L1A SOPHIA
Norway	246241	L1A SOPHIA
Norway	246709	SHARE THE LOVE OF JEWELRY
Switzerland	570024	L1A SOPHIA

Trademark Applications:

COUNTRY	APPLICATION NUMBER	TRADEMARK	SUBSEQUENTLY ISSUED REGISTRATION NUMBER
Canada	1375783	LIA SOPHIA	TMA 755,272
Canada	1375778	SHARE THE LOVE OF JEWELRY	TMA 755,461
CTM	006519284	LIA SOPHIA	006519284
CTM	006519342	SHARE THE LOVE OF JEWELRY	006519342
Mexico	920260	LIA SOPHIA	1074584
Mexico	920261	SHARE THE LOVE OF JEWELRY	1076133
New Zealand	780715	SHARE THE LOVE OF JEWELRY	780715
Switzerland	63760/2007	LIA SOPHIA SHARE THE LOVE OF JEWELRY	571638

SCHEDULE B

TRADEMARKS PLEDGED AS COLLATERAL IN 2010

UNITED STATES REGISTERED TRADEMARKS

Trademark	Registration Number
KIAM FAMILY	3,187,013
ADVISOR ADVANTAGE	3,630,780
EXCELLENT BEGININGS	3,630,783
CUSTOMER SAVE PLAN	3,607,971

UNITED STATES TRADEMARK APPLICATIONS

None.