

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WELLS FARGO BANK, NATIONAL ASSOCIATION, AS AGENT		06/14/2012	NATIONAL ASSOCIATION: UNITED STATES
CONGRESS FINANCIAL CORPORATION, AS AGENT		06/14/2012	CORPORATION: DELAWARE
WACHOVIA BANK, NATIONAL ASSOCIATION, AS AGENT		06/14/2012	ASSOCIATION: UNITED STATES

RECEIVING PARTY DATA

Name:	C.S.F. CORP.
Street Address:	1105 NORTH MARKET STREET, SUITE 1300
City:	WILMINGTON
State/Country:	DELAWARE
Postal Code:	19810
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 50

Property Type	Number	Word Mark
Registration Number:	3196490	BECAUSE CARING NEVER GOES OUT OF STYLE
Registration Number:	2153614	BRINGING FASHION FROM THE MALL TO YOU
Registration Number:	2972223	BUNDLE OF JOY
Registration Number:	2310808	CARING NEVER GOES OUT OF STYLE
Registration Number:	0945432	CHARMING SHOPPES
Registration Number:	3566468	CHARMING SHOPPES, INC.
Registration Number:	2390730	COMMUNITY CENTER
Registration Number:	3365475	CSI CHARMING SHOPPES, INC.
Registration Number:	3127453	DELUXE L.A. BLUES
Registration Number:	3128173	DELUXE BY L.A. BLUES

OP \$1265.00 3196490

Registration Number:	1419133	DETAILS
Registration Number:	3652147	ELEMENTS BY FASHION BUG
Registration Number:	3133572	ENCHANTED
Registration Number:	3604442	ESSENTIALS BY MAGGIE
Registration Number:	0942143	FASHION BUG
Registration Number:	2618031	FASHION BUG
Registration Number:	3332157	FASHION BUG
Registration Number:	3845920	FASHION BUG
Registration Number:	3000542	FASHION BUG ADVANTAGE
Registration Number:	3474337	FASHION BUG AT HOME
Registration Number:	1756249	FASHION BUG FITS YOUR LIFE
Registration Number:	1261297	FASHION BUG PLUS
Registration Number:	3210952	FASHION BUG (FASH'EN BUG) NOUN. AN INDIVIDUAL WHO BELIEVES THAT HER SENSE OF STYLE IS A REFLECTION OF HER INNER SELF, AND IS NOT DETERMINED BY SIZE OR SHAPE. A PERSON WHO KNOWS THAT VALUE IS A QUALITY TO EXPECT. AN INDIVIDUAL WHO ENJOYS SHOPPING...AND IT SHOWS.
Registration Number:	2103834	FLEXISOLE
Registration Number:	3644508	FLEXISOLE SPORT
Registration Number:	2583587	GENTLE SOLUTIONS
Registration Number:	3264687	IT'S BETTER AT THE BUG
Registration Number:	2335285	JR-MS FASHION BUG PLUS
Registration Number:	2220157	KEEPING KIDS WARM
Registration Number:	2987917	KELSEY
Registration Number:	2987918	KELSEY'S KLOSET
Registration Number:	1585808	L.A. BLUES
Registration Number:	1463667	MAGGIE LAWRENCE
Registration Number:	3138998	
Registration Number:	3139220	
Registration Number:	3842335	
Registration Number:	3198347	NEW (NU) ADJ. NOVEL. ORIGINAL. A FRESH, EXCITING EXPERIENCE.
Registration Number:	3193999	PASSION (PASH'EN) NOUN AN INTENSE, EMOTIONAL DRIVE TO SHOP
Registration Number:	3043269	PSS PLUS SIZE SPECIALIST
Registration Number:	3349585	REDEFINE YOUR STYLE

Registration Number:	3573405	RIGHT FIT BY FASHION BUG
Registration Number:	2473230	SPEAKING WOMAN TO WOMAN
Registration Number:	1374858	STEFANO
Registration Number:	3155205	STUDIO 1940
Registration Number:	1391977	STYLES TO FIT EVERY YOU
Registration Number:	3315027	THE BUG
Registration Number:	3139635	THE COMFORT IS BUILT RIGHT IN
Registration Number:	3573367	THE SCENE
Registration Number:	2798791	VOICES. ONE VOICE CAN LEAD TO A CHORUS FOR CHANGE.
Registration Number:	2287879	WE'RE EVERY WOMAN

**CORRESPONDENCE DATA**

Fax Number: 8668265420  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 301-638-0511  
Email: ipresearchplus@comcast.net  
Correspondent Name: IP Research Plus, Inc.  
Address Line 1: 21 Tadcaster Circle  
Address Line 2: attn: Penelope J.A. Agodoa  
Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	37997
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	07/06/2012

Total Attachments: 9  
source=37997#page1.tif  
source=37997#page2.tif  
source=37997#page3.tif  
source=37997#page4.tif  
source=37997#page5.tif  
source=37997#page6.tif  
source=37997#page7.tif  
source=37997#page8.tif  
source=37997#page9.tif

## RELEASE OF SECURITY INTEREST

This Release of Security Interest is made the 14<sup>th</sup> day of June, 2012, by and between Wells Fargo Bank, National Association, a national banking association, with an address of One Boston Place, 18<sup>th</sup> Floor, Boston MA 02108, successor by merger to (i) Wachovia Bank, National Association; (ii) Congress Financial Corporation, in its capacity as agent for and on behalf of the lenders (in such capacity, "Agent") under the Fourth Amended and Restated Loan and Security Agreement dated July 14, 2011 (the "Loan Agreement"), by and among Charming Shoppes, Inc., a Pennsylvania corporation, certain of its subsidiaries party thereto, the lenders party thereto (the "Lenders"), Agent, and certain other parties thereto, in favor of C.S.F. Corp., a Delaware corporation with an address of 1105 North Market Street, Suite 1300, Wilmington, Delaware 19801 ("Debtor").

### RECITALS

A. Debtor is the owner of certain trademarks (collectively, the "Trademarks"), including but not limited to the trademarks and corresponding registrations and applications therefor listed on the attached Schedule A (collectively, the "Scheduled Trademarks"); and

B. Pursuant to Section 5.1 of the Loan Agreement and:

(i) the Security Agreement dated as of November 30, 1995 between Debtor and Congress Financial Corporation, which was recorded with the United States Patent and Trademark Office ("USPTO") on December 20, 1995 at Reel/Frame No. 1457/0785; and/or

(ii) the Security Agreement dated as of August 11, 2000 between Debtor and Congress Financial Corporation, which was recorded with the USPTO on August 31, 2000 at Reel/Frame No. 2136/0813; and/or

(iii) the Security Agreement dated as of March 1, 2001 between Debtor and Congress Financial Corporation, which was recorded with USPTO on March 2, 2001 at Reel/Frame No. 2242/0960; and/or

(iv) the Trademark Collateral Assignment and Security Agreement, dated as of August 16, 2001 between Debtor and Congress Financial Corporation, which was recorded with the United States Patent and Trademark Office ("USPTO") on August 30, 2001 at Reel/Frame No. 2358/0431; and/or

(v) Amendment No. 1 to Trademark Collateral Assignment and Security Agreement, dated as of December 20, 2004 between Debtor and Congress Financial Corporation, which was recorded with the USPTO on February 17, 2005 at Reel/Frame No. 3124/0620; and/or

(vi) Amendment No. 2 to Trademark Collateral Assignment and Security Agreement, dated as of September 1, 2007 between Debtor and Wachovia Bank, National Association (predecessor in interest to Agent) which was recorded with the USPTO on November 21, 2007 at Reel/Frame No. 3665/0868; and/or

(vii) Amendment No. 3 to Trademark Collateral Assignment and Security Agreement dated as of December 31, 2008 between Debtor and Wachovia Bank, National Association (predecessor in interest to Agent) which was recorded with the USPTO on March 4, 2009 at Reel/Frame No. - 3946/0491,

Debtor granted a security interest in the Trademarks (including the Scheduled Trademarks) to Agent (the above-listed agreements referred to collectively as "Trademark Agreements") and the above-listed recordings referred to collectively as the "Recordings");

C. In connection with the termination of the Loan Agreement on the date hereof, Debtor has requested that Agent release all of its right, title, and interest in and to the Trademarks.

#### AGREEMENT

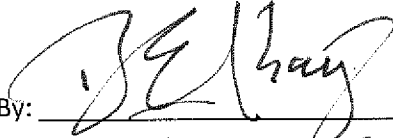
Accordingly, for good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Agent does hereby release any and all right, title, and interest (including all security interests) it may have in and to the Trademarks (including the applications and registrations therefor and the goodwill associated therewith) pursuant to the Loan Agreement, the Trademark Agreements, the Recordings, or otherwise.

Agent will execute such other documents and instruments, and take other such actions (at the expense of Debtor) as Debtor may reasonably request to evidence this termination and release and the release of any security interest Agent may have in and to the Trademarks.

C.S.F. CORP.

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
AS AGENT

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

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

Printed Name: \_\_\_\_\_

Printed Name: Brent E. Shay

Title: \_\_\_\_\_

Title: Director

C.S.F. CORP.

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
AS AGENT

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

Printed Name: COLIN J. STERN

Title: VICE PRESIDENT

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

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Schedule A

<u>Mark</u>	<u>S.N. / Reg. No.</u>
BECAUSE CARING NEVER GOES OUT OF STYLE	3,196,490
BRINGING FASHION FROM TO YOU	2,153,614
BUNDLE OF JOY	2,972,223
CARING NEVER GOES OUT OF STYLE	2,310,808
CHARMING SHOPPES	945,432
CHARMING SHOPPES, INC.	3,566,468
COMMUNITY CENTER (& design)	2,390,730
CSI CHARMING SHOPPES, INC. (& design)	3,365,475
DELUXE L.A. BLUES	3,127,453
DELUXE BY L.A. BLUES	3,128,173
DETAILS	1,419,133
ELEMENTS BY FASHION BUG	3,652,147
ENCHANTED	3,133,572
ESSENTIALS BY MAGGIE	3,604,442
FASHION BUG	942,143
FASHION BUG	2,618,031
FASHION BUG	3,332,157
FASHION BUG (& design)	3,845,920
FASHION BUG ADVANTAGE	3,000,542
FASHION BUG AT HOME	3,474,337
FASHION BUG FITS YOUR LIFE	1,756,249
FASHION BUG PLUS	1,261,297



FASHION BUG (FASH'EN BUG) (& design)	3,210,952
FLEXISOLE	2,103,834
FLEXISOLE SPORT	3,644,508
GENTLE SOLUTIONS	2,583,587
IT'S BETTER AT THE BUG	3,264,687
JR-MS FASHION BUG PLUS	2,335,285
KEEPING KIDS WARM	2,220,157
KELSEY	2,987,917
KELSEY'S KLOSET	2,987,918
L.A. BLUES	1,585,808
MAGGIE LAWRENCE	1,463,667
(MISCELLANEOUS DESIGN)	3,138,998
(MISCELLANEOUS DESIGN)	3,139,220
(MISCELLANEOUS DESIGN)	3,842,335
NEW (NU) ADJ. NOVEL. ORIGINAL . . (& design)	3,198,347
PASSION (PASH'EN) NOUN AN INTENSE . . . (& design)	3,193,999
PSS PLUS SIZE SPECIALIST (& design)	3,043,269
REDIFINE YOUR STYLE	3,349,585
RIGHT FIT BY FASHION BUG	3,573,405
SPEAKING WOMAN TO WOMAN	2,473,230
STEFANO (stylized)	1,374,858
STUDIO 1940	3,155,205
STYLES TO FIT EVERY YOU	1,391,977
THE BUG	3,315,027

THE COMFORT IS BUILT RIGHT IN	3,139,635
THE SCENE	3,573,367
VOICES. ONE VOICE CAN LEAD TO A CHORUS FOR CHANGE	2,798,791
WE'RE EVERY WOMAN	2,287,879