

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks Recorded at Reel/Frame1112/0189

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Huntington National Bank		10/05/2012	a national banking association: UNITED STATES
The Fifth Third Bank of Columbus		10/05/2012	a national banking association: UNITED STATES
NBD Bank, N.A.		10/05/2012	a national banking association: UNITED STATES
National City Bank, Columbus		10/05/2012	a national banking association: UNITED STATES
Comerica Bank		10/05/2012	a national banking association: UNITED STATES

RECEIVING PARTY DATA

Name:	The Kobacker Company
Street Address:	666 Tussing Road
City:	Reynoldsburg
State/Country:	OHIO
Postal Code:	43227
Entity Type:	CORPORATION: OHIO

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Registration Number:	0735471	PIC-WAY
Registration Number:	0978192	JETTERS
Registration Number:	1156745	SHOE WORKS
Registration Number:	1186847	FOOTSHINERS
Registration Number:	1238494	ANNE WELLES
Registration Number:	1358107	SPRINTS
Registration Number:	1313525	PRO SPRINTS
Registration Number:	1291192	PRO SPRINTS

TRADEMARK

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Registration Number:	1328676	NEW DIRECTIONS
Registration Number:	1319506	BILT-TUFF
Registration Number:	1319511	PRINCETON SQUARE
Registration Number:	1359846	PICWAY SHOES
Registration Number:	1420574	THE SHOE WORKS
Registration Number:	1423986	PARK WEST
Registration Number:	1416027	IT'S HAPPENING
Registration Number:	1419308	IT'S REALLY ME
Registration Number:	1427562	DON ARRIVO
Registration Number:	1485334	CHANGE-UPS
Registration Number:	1477843	ELKLAND
Registration Number:	1559890	CHANCES
Registration Number:	1575771	TAKE YOUR PIC ...
Registration Number:	1691641	COMFORT PLUS
Registration Number:	1676265	SMART CHOICE!
Registration Number:	1771578	SHE'S SASSY
Registration Number:	1815968	PEPPERMINTS
Registration Number:	1846254	GRIPERIFIC
Registration Number:	1813831	PARK WEST
Registration Number:	1809322	ANNE WELLS
Registration Number:	1836892	NORTHERN PENINSULA
Registration Number:	1849966	ELKLAND
Registration Number:	1867074	ELKLAND
Serial Number:	74372677	FLEXERIFIC
Serial Number:	74415946	AVITEC
Serial Number:	74460934	ROAD WARRIOR

CORRESPONDENCE DATA

Fax Number: 3128622200
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 312-862-3865
Email: christine.casey@kirkland.com
Correspondent Name: Kirkland & Ellis LLP
Address Line 1: 300 N. LaSalle Street, 28th Floor
Address Line 2: c/o Christine Casey
Address Line 4: Chicago, ILLINOIS 60654

	38310-486 CAC
NAME OF SUBMITTER:	Christine Casey
Signature:	/Christine Casey/
Date:	10/08/2012
Total Attachments: 4 source=KobackerReleaseofSecInterestTrademarks#page1.tif source=KobackerReleaseofSecInterestTrademarks#page2.tif source=KobackerReleaseofSecInterestTrademarks#page3.tif source=KobackerReleaseofSecInterestTrademarks#page4.tif	

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release") is made as of Oct. 5, 2012 ("Effective Date") by The Huntington National Bank, as agent ("Agent") for The Huntington National Bank, The Fifth Third Bank of Columbus, NBD Bank, N.A., National City Bank, Columbus and Comerica Bank (collectively the "Lenders").

WHEREAS, pursuant to the terms and conditions of that certain Trademark Security Agreement by and between The Kobacker Company, now known as Payless Shoesource Worldwide, Inc. ("Grantor"), Grantor and Agent dated February 2, 1994 (the "Trademark Security Agreement"), Grantor granted to Agent a continuing security interest in and to all of Grantor's right, title and interest in and to all of the trademarks, and registrations of and applications to register the foregoing, and all of the trade names, assumed names, designs, logos and other identifiers owned by Grantor (collectively, the "Trademarks"), including, without limitation, the United States trademark registrations and applications for registration set forth on Schedule A attached hereto, together with the goodwill associated therewith;

WHEREAS, the Trademark Security Agreement was recorded with the U.S. Patent and Trademark Office ("USPTO") on February 24, 1994, at reel/frame number 1112/0189; and

WHEREAS, Agent desires to terminate all such security interests on its behalf and as agent to the other secured parties, and to execute and deliver to Grantor this Release and any other instruments as may be reasonably necessary to release the security interests relating to the Trademarks granted by the Trademark Security Agreement.

NOW, THEREFORE, for and in consideration of the foregoing, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Agent hereby terminates the Trademark Security Agreement and hereby terminates, cancels and releases any and all security interests it has in and to the Trademarks, including without limitation, those trademarks set forth on Schedule A (attached hereto).

Agent represents and warrants that: it has the full power and authority to execute this Release.

Agent shall, at Grantor's expense, 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.

[Signature Page to Follow]

IN WITNESS WHEREOF, Agent has caused this Release of Security Interest in Trademarks to be executed by its duly authorized signatory this 5th day of October, 2012.

THE HUNTINGTON NATIONAL BANK,
as Agent

By: Erin W. Kallmerten, VP
Name: Erin W. Kallmerten
Title: Vice President

Schedule A

1	Serial #: <u>72083493</u> Mark: PIC-WAY	Filing Dt: 10/19/1959	Reg #: <u>735471</u>	Reg. Dt: 07/31/1962
2	Serial #: <u>72443613</u> Mark: JETTERS	Filing Dt: 12/13/1972	Reg #: <u>978192</u>	Reg. Dt: 02/05/1974
3	Serial #: <u>73194735</u> Mark: SHOE WORKS	Filing Dt: 11/27/1978	Reg #: <u>1156745</u>	Reg. Dt: 06/02/1981
4	Serial #: <u>73239006</u> Mark: FOOTSHINERS	Filing Dt: 11/13/1979	Reg #: <u>1186847</u>	Reg. Dt: 01/19/1982
5	Serial #: <u>73342382</u> Mark: ANNE WELLES	Filing Dt: 12/18/1981	Reg #: <u>1238494</u>	Reg. Dt: 05/17/1983
6	Serial #: <u>73346016</u> Mark: SPRINTS	Filing Dt: 01/18/1982	Reg #: <u>1358107</u>	Reg. Dt: 09/03/1985
7	Serial #: <u>73386272</u> Mark: PRO SPRINTS	Filing Dt: 09/17/1982	Reg #: <u>1313525</u>	Reg. Dt: 01/08/1985
8	Serial #: <u>73393998</u> Mark: PRO SPRINTS	Filing Dt: 09/29/1982	Reg #: <u>1291192</u>	Reg. Dt: 08/21/1984
9	Serial #: <u>73464131</u> Mark: NEW DIRECTIONS	Filing Dt: 02/06/1984	Reg #: <u>1328676</u>	Reg. Dt: 04/02/1985
10	Serial #: <u>73464132</u> Mark: BILT-TUFF	Filing Dt: 02/06/1984	Reg #: <u>1319506</u>	Reg. Dt: 02/12/1985
11	Serial #: <u>73464261</u> Mark: PRINCETON SQUARE	Filing Dt: 02/06/1984	Reg #: <u>1319511</u>	Reg. Dt: 02/12/1985
12	Serial #: <u>73522224</u> Mark: PICWAY SHOES	Filing Dt: 02/14/1985	Reg #: <u>1359846</u>	Reg. Dt: 09/10/1985
13	Serial #: <u>73574445</u> Mark: THE SHOE WORKS	Filing Dt: 12/20/1985	Reg #: <u>1420574</u>	Reg. Dt: 12/09/1986
14	Serial #: <u>73591239</u> Mark: PARK WEST	Filing Dt: 04/03/1986	Reg #: <u>1423986</u>	Reg. Dt: 01/06/1987
15	Serial #: <u>73592750</u> Mark: IT'S HAPPENING	Filing Dt: 04/11/1986	Reg #: <u>1416027</u>	Reg. Dt: 11/04/1986
16	Serial #: <u>73599392</u> Mark: IT'S REALLY ME	Filing Dt: 05/16/1986	Reg #: <u>1419308</u>	Reg. Dt: 12/02/1986
17	Serial #: <u>73602759</u> Mark: DON ARRIVO	Filing Dt: 06/06/1986	Reg #: <u>1427562</u>	Reg. Dt: 02/03/1987
18	Serial #: <u>73656163</u> Mark: CHANGE-UPS	Filing Dt: 04/20/1987	Reg #: <u>1485334</u>	Reg. Dt: 04/19/1988
19	Serial #: <u>73671178</u> Mark: ELKLAND	Filing Dt: 07/10/1987	Reg #: <u>1477843</u>	Reg. Dt: 02/23/1988
20	Serial #: <u>73718802</u>	Filing Dt: 03/28/1988	Reg #: <u>1559890</u>	Reg. Dt: 10/10/1989

	Mark: CHANCES			
21	Serial #: <u>73789024</u> Mark: TAKE YOUR PIC ...	Filing Dt: 03/27/1989	Reg #: <u>1575771</u>	Reg. Dt: 01/02/1990
22	Serial #: <u>74071002</u> Mark: COMFORT PLUS	Filing Dt: 06/20/1990	Reg #: <u>1691641</u>	Reg. Dt: 06/09/1992
23	Serial #: <u>74152824</u> Mark: SMART CHOICE!	Filing Dt: 04/01/1991	Reg #: <u>1676265</u>	Reg. Dt: 02/18/1992
24	Serial #: <u>74323313</u> Mark: SHE'S SASSY	Filing Dt: 10/19/1992	Reg #: <u>1771578</u>	Reg. Dt: 05/18/1993
25	Serial #: <u>74323316</u> Mark: PEPPERMINTS	Filing Dt: 10/19/1992	Reg #: <u>1815968</u>	Reg. Dt: 01/11/1994
26	Serial #: <u>74372510</u> Mark: GRIPERIFIC	Filing Dt: 03/29/1993	Reg #: <u>1846254</u>	Reg. Dt: 07/19/1994
27	Serial #: <u>74372677</u> Mark: FLEXERIFIC	Filing Dt: 03/29/1993	Reg #: NONE	Reg. Dt:
28	Serial #: <u>74375579</u> Mark: PARK WEST	Filing Dt: 04/05/1993	Reg #: <u>1813831</u>	Reg. Dt: 12/28/1993
29	Serial #: <u>74375580</u> Mark: ANNE WELLS	Filing Dt: 04/05/1993	Reg #: <u>1809322</u>	Reg. Dt: 12/07/1993
30	Serial #: <u>74415946</u> Mark: AVITEC	Filing Dt: 07/23/1993	Reg #: NONE	Reg. Dt:
31	Serial #: <u>74416675</u> Mark: NORTHERN PENINSULA	Filing Dt: 07/23/1993	Reg #: <u>1836892</u>	Reg. Dt: 05/17/1994
32	Serial #: <u>74441484</u> Mark: ELKLAND	Filing Dt: 09/29/1993	Reg #: <u>1849966</u>	Reg. Dt: 08/16/1994
33	Serial #: <u>74460934</u> Mark: ROAD WARRIOR	Filing Dt: 11/22/1993	Reg #: NONE	Reg. Dt:
34	Serial #: <u>74478121</u> Mark: ELKLAND	Filing Dt: 01/10/1994	Reg #: <u>1867074</u>	Reg. Dt: 12/13/1994