

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the the Assignee's citizenship and a corrected Schedule A previously recorded on Reel 005074 Frame 0712. Assignor(s) hereby confirms the Trademark Assignment.

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Carlisle Etcetera LLC		07/08/2013	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA	
Name:	JPMORGAN CHASE BANK, N.A.
Street Address:	1600 Division St.
City:	Nashville
State/Country:	TENNESSEE
Postal Code:	37203
Entity Type:	a national banking association: UNITED STATES

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	3406589	ECCOCI
Registration Number:	3359510	CARLISLE
Registration Number:	2706908	ETCETERA ETCETERA ETCETERA ...
Registration Number:	2499135	ETCETERA

CORRESPONDENCE DATA	
Fax Number:	5025890309
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	502-562-7378
Email:	lminton@wyattfirm.com
Correspondent Name:	Matthew A. Williams
Address Line 1:	500 West Jefferson St.
Address Line 2:	Suite 2800
Address Line 4:	Louisville, KENTUCKY 40202

CH \$115.00 3406589

TRADEMARK

ATTORNEY DOCKET NUMBER:	2745.92
NAME OF SUBMITTER:	Matthew A. Williams
Signature:	/matthew a williams/
Date:	07/23/2013
Total Attachments: 4 source=JPMorgan_Security_Agreement#page1.tif source=JPMorgan_Security_Agreement#page2.tif source=JPMorgan_Security_Agreement#page3.tif source=JPMorgan_Security_Agreement#page4.tif	

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Carlisle Etcetera LLC		07/08/2013	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	JPMORGAN CHASE BANK, N.A.
Street Address:	1600 Division Street
City:	Nashville
State/Country:	TENNESSEE
Postal Code:	37203
Entity Type:	a national banking association: TENNESSEE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	3406589	ECCOCI
Registration Number:	3359510	CARLISLE
Registration Number:	2706908	ETCETERA ETCETERA ETCETERA ...
Registration Number:	2499135	ETCETERA

CORRESPONDENCE DATA

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Phone: 502-562-7378
Email: lminton@wyattfirm.com
Correspondent Name: Matthew A. Williams
Address Line 1: Suite 2800
Address Line 2: 500 West Jefferson St.
Address Line 4: Louisville, KENTUCKY 40202

ATTORNEY DOCKET NUMBER:	002745.000092	TRADEMARK
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TRADEMARK ASSIGNMENT

WHEREAS, CARLISLE ETCETERA LLC, a Delaware limited liability company (the "Grantor") is the owner of the entire right, title and interest in and to the United States trademarks, trade names and registrations listed on Schedule A attached hereto and made a part hereof (collectively, the "Trademarks"), which are registered in the United States Patent and Trademark Office or which are subject of pending applications in the United States Patent and Trademark Office; and

WHEREAS, JPMORGAN CHASE BANK, N.A., a national banking association, having a place of business at 1600 Division Street, Nashville, TN 37203, identified as the "Agent" under that certain Trademark Collateral Assignment Addendum to Security Agreement (the "Addendum") of even date herewith (the "Grantee") is desirous of acquiring said Trademarks for the retable benefit of the Lenders referred to in the Addendum;

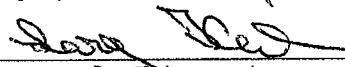
WHEREAS, the Grantee has a security interest in the assets of the Grantor adequate to carry on the business of the Grantor; and

WHEREAS, the Addendum provides that this Assignment shall become effective upon the occurrence of an Event of Default as defined in the Security Agreement dated as of June 30, 2013 by and between the Grantor and the Grantee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, the Grantor, for itself and its successors and assigns does hereby collaterally transfer, assign and set over unto Grantee, its successors, transferees and assigns, all of its present and future right, title and interest in and to the Trademarks, the goodwill of the business associated with such Trademarks and all proceeds thereof and all rights and proceeds associated therewith.

IN WITNESS WHEREOF, the undersigned has caused this Trademark Assignment to be executed by its duly authorized officer on this 30th day of June, 2013.

CARLISLE ETCETERA LLC, a Delaware limited liability company

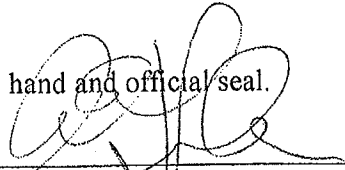
By: 
(signature)
Name: Larry Klein
(print)
Title: CFO
(print)

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

ss:

The foregoing instrument was acknowledged before me this 8 day of July, 2013, by LARRY KLEIN (name), as CFO (title) of CARLISLE ETCETERA, LLC, a Delaware limited liability company, on behalf of the company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Notary Public

My commission expires: _____

[affix Notary seal]

ALAN A. HELLER
Notary Public, State of New York
No. 02HE5026529
Qualified in Nassau County
Commission Expires April 18, 2014

SCHEDULE A

to Trademark Collateral Assignment Addendum to Security Agreement

U.S. Trademark Registrations and Applications identifying Carlisle Etcetera as the Registrant/Applicant
June 23, 2013

Mark	Reg. Date	Reg. No.	Goods	Status / Comments
ECCOCI	4/1/2008	3406589	Class 25: full line of women's clothing, namely, pants, outerwear, namely, vests, rainwear, coats, jackets, blazers, scarves, shawls and sweaters, cut and sewn tops and bottoms and knit tops and bottoms, tops, dresses, blouses, skirts, shorts, shirts, bodysuits, camisoles, belts and gloves * (except golf gloves)	
CARLISLE	12/25/2007	3359510	Class 14: Jewelry, necklaces and jewelry pins. Class 18: Handbags. Class 25: Women's clothing, namely, rainwear, coats, jackets, blazers, scarves, shawls, sweaters, cut and sewn knits, tops, dresses, blouses, skirts, shorts, shirts, bodysuits, camisoles, belts and gloves. Class 35: Retail and wholesale clothing outlets and clothing distributorship services.	Mandatory Statement of Use (Section 15) filing due December 25, 2013.
ETCETERA ETCETERA ETCETERA ...	4/15/2003	2706908	Class 25: women's sportswear; namely dresses, pants, shirts, skirts, casual suits and sweater sets.	Grace period for renewal expires 10/15/2013 (Renewal deadline was 4/15/13.)
ETCETERA	10/16/2001	2499135	Class 25: Women's Sportswear; namely dresses, pants, shirts, skirts, casual suits and sweater sets	

All registrations and applications were assigned to Carlisle Etcetera LLC by The Connaught Group, Ltd pursuant to an asset purchase agreement with the assignment being recorded with the USPTO at reel/frame 4793/0831 on 6/1/2012. There are other, prior assignments.