

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM297986

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MORGAN STANLEY SENIOR FUNDING, INC.		03/11/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	COLLECTIVE BRANDS, INC.		
Street Address:	3231 SE 6TH AVENUE		
City:	TOPEKA		
State/Country:	KANSAS		
Postal Code:	66607		
Entity Type:	CORPORATION: DELAWARE		
Name:	PAYLESS SHOESOURCE DISTRIBUTION, INC.		
Street Address:	3231 SE 6TH AVENUE		
City:	TOPEKA		
State/Country:	KANSAS		
Postal Code:	66607		
Entity Type:	CORPORATION: KANSAS		
Name:	PAYLESS SHOESOURCE, INC.		
Street Address:	3231 SE 6TH AVENUE		
City:	TOPEKA		
State/Country:	KANSAS		
Postal Code:	66607		
Entity Type:	CORPORATION: MISSOURI		
Name:	WBG PSS HOLDINGS LLC		
Street Address:	ONE EMBARCADERO CENTER		
City:	SAN FRANCISCO		
State/Country:	CALIFORNIA		
Postal Code:	94111		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	PAYLESS CUSTOMER SERVICE SOLUTION, LLC		
Street Address:	3231 SE 6TH AVENUE		
City:	TOPEKA		
State/Country:	KANSAS		

TRADEMARK

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Postal Code:	66607
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	COLLECTIVE LICENSING, LP
Street Address:	800 ENGLEWOOD PARKWAY
City:	ENGLEWOOD
State/Country:	COLORADO
Postal Code:	80110
Entity Type:	LIMITED PARTNERSHIP: DELAWARE
Name:	PAYLESS COLLECTIVE GP, LLC
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	COLLECTIVE BRANDS FRANCHISING SERVICES, LLC
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	LIMITED LIABILITY COMPANY: KANSAS
Name:	COLLECTIVE BRANDS, LLC
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	LIMITED LIABILITY COMPANY: KANSAS
Name:	PAYLESS INTERNATIONAL FRANCHISING, LLC
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	LIMITED LIABILITY COMPANY: KANSAS
Name:	PAYLESS GOLD VALUE WY, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: KANSAS
Name:	CLINCH, LLC

TRADEMARK

REEL: 005236 FRAME: 0203

Street Address:	800 ENGLEWOOD PARKWAY
City:	ENGLEWOOD
State/Country:	COLORADO
Postal Code:	80110
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	COLLECTIVE BRANDS FINANCE, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: NEVADA
Name:	COLLECTIVE BRANDS SERVICES, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: DELAWARE
Name:	COLLECTIVE LICENSING INTERNATIONAL, LLC
Street Address:	800 ENGLEWOOD PARKWAY
City:	ENGLEWOOD
State/Country:	COLORADO
Postal Code:	80110
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	DYELIGHTS, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: DELAWARE
Name:	EASTBOROUGH, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: KANSAS
Name:	PAYLESS NYC, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607

TRADEMARK

Entity Type:	CORPORATION: KANSAS
Name:	PAYLESS PURCHASING SERVICES, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: KANSAS
Name:	PAYLESS SHOESOURCE LEASING, LLC
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	PAYLESS SHOESOURCE MERCHANDISING, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: KANSAS
Name:	PAYLESS SHOESOURCE WORLDWIDE, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: KANSAS
Name:	PSS DELAWARE COMPANY 2, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: DELAWARE
Name:	PSS DELAWARE COMPANY 4, INC.
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: DELAWARE
Name:	SHOE SOURCING, INC.
Street Address:	3231 SE 6TH AVENUE

TRADEMARK

REEL: 005236 FRAME: 0205

City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: KANSAS
Name:	PAYLESS GOLD VALUE, LLC
Street Address:	3231 SE 6TH AVENUE
City:	TOPEKA
State/Country:	KANSAS
Postal Code:	66607
Entity Type:	CORPORATION: WYOMING

PROPERTY NUMBERS Total: 165

Property Type	Number	Word Mark
Registration Number:	2538220	A
Registration Number:	2152877	A
Registration Number:	2042013	A
Registration Number:	3577082	A
Registration Number:	2091338	A
Registration Number:	3790244	A AIRWALK UNSIGNED HERO
Registration Number:	1812197	A CLUB
Registration Number:	3325504	AIRWALK
Registration Number:	2109810	AIRWALK
Registration Number:	1511840	AIRWALK
Registration Number:	2314004	AIRWALK
Registration Number:	3902942	AIRWALK
Registration Number:	3577081	AIR WALK
Registration Number:	3902941	AIRWALK
Registration Number:	3902891	AIRWALK DOING YOUR PART
Registration Number:	3902890	AIRWALK DOING YOUR PART
Registration Number:	3078840	BO GO
Registration Number:	4068485	BRASH
Registration Number:	4071773	BRASH
Registration Number:	4071873	BRASH
Registration Number:	3238076	BRASH
Registration Number:	4071774	BRASH
Registration Number:	2599625	BUNDLES
Registration Number:	1183870	CHANCELLORS
Registration Number:	2362874	CITY SNEAKS
Registration Number:	4161500	CLINCH GEAR
Registration Number:	2087912	COASTERS

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1691641	COMFORT PLUS
Registration Number:	3204098	COMPEL
Registration Number:	4116093	COSMIC STAR
Registration Number:	2572443	CROSS TREKKERS
Registration Number:	2619496	
Registration Number:	3902943	A
Registration Number:	3902945	A
Registration Number:	1450940	
Registration Number:	3795166	
Registration Number:	3765573	
Registration Number:	3756261	
Registration Number:	3942330	
Registration Number:	3733145	
Registration Number:	3748098	
Registration Number:	4043502	
Registration Number:	3865217	DESIGNED TO PROTECT YOUR MOST VALUABLE A
Registration Number:	3988875	DURABON
Registration Number:	3988876	DURABON
Registration Number:	2664597	DYELIGHTS
Registration Number:	2667463	EXTREME
Registration Number:	3993459	FIONI
Registration Number:	4001765	FRESH GREEN FASHION
Registration Number:	4069707	FRESH GREEN FASHION
Registration Number:	4105653	FRESH GREEN FASHION
Registration Number:	2600366	GENETIC
Registration Number:	4183628	GIVE YOUR WALK A WORKOUT
Registration Number:	2938154	GOT BOGO ON THE BRAIN?
Registration Number:	4139314	HB
Registration Number:	4116091	HEART ATTACK
Registration Number:	1128335	HIGHLIGHTS
Registration Number:	1412432	HIND
Registration Number:	3144118	HIND
Registration Number:	3002970	HIND
Registration Number:	3177327	HL
Registration Number:	2392314	HUNTER'S BAY
Registration Number:	4105797	I SHOES
Registration Number:	4198703	I SHOES
Registration Number:	4096452	I SHOES
Registration Number:	2646852	I LOVE SHOES

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4096451	I LOVE SHOES
Registration Number:	3600358	INSPIRING FUN FASHION POSSIBILITIES
Registration Number:	4019720	INSPIRING FUN FASHION POSSIBILITIES FOR
Registration Number:	4019721	INSPIRING POSSIBILITIES
Registration Number:	3188767	L
Registration Number:	2416437	LOWER EAST SIDE
Registration Number:	3273998	M
Registration Number:	3273999	M
Registration Number:	3274000	M
Registration Number:	3278737	M
Registration Number:	3539079	M
Registration Number:	4042474	MÁS AHORROS. MÁS ESTILOS.
Registration Number:	4051889	METAFLEX
Registration Number:	4093929	MINICCI
Registration Number:	2978682	MINICCI
Registration Number:	2880421	MINICCI
Registration Number:	2992430	MINICCI
Registration Number:	2846898	MINICCI
Registration Number:	4165211	MINICCI GIRL
Registration Number:	4165210	MINICCI GIRL
Registration Number:	4165209	MINICCI GIRL
Registration Number:	4172261	MINICCI GIRL
Registration Number:	4180028	MINICCI GIRL
Registration Number:	3965519	MONTEGO BAY CLUB
Registration Number:	2735573	MONTEGO BAY CLUB
Registration Number:	2444712	MONTEGO BAY CLUB
Registration Number:	4190965	NEVER PREDICTABLE.
Registration Number:	4183587	NEVER PREDICTABLE. ALWAYS COMFORTABLE.
Registration Number:	4093931	P
Registration Number:	3336965	P
Registration Number:	3759411	P PAYLESS SHOESOURCE
Registration Number:	3759412	P PAYLESS SHOESOURCE
Registration Number:	3482321	P PAYLESS SHOESOURCE
Registration Number:	3759413	P PAYLESS SHOESOURCE
Registration Number:	3759409	P PAYLESS SHOESOURCE
Registration Number:	3413177	P PAYLESS SHOESOURCE
Registration Number:	3759410	P PAYLESS SHOESOURCE
Registration Number:	3503082	P PAYLESS SHOESOURCE
Registration Number:	3750788	P PAYLESS SHOESOURCE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3750789	P PAYLESS SHOESOURCE
Registration Number:	3750790	P PAYLESS SHOESOURCE
Registration Number:	3469562	P PAYLESS SHOESOURCE
Registration Number:	3750787	P PAYLESS SHOESOURCE
Registration Number:	3482324	P PAYLESS SHOESOURCE
Registration Number:	1949546	PAYLESS
Registration Number:	3941159	PAYLESS GIVES.
Registration Number:	2283329	PAYLESS KIDS
Registration Number:	1837194	PAYLESS KIDS
Registration Number:	3430968	PAYLESS ON THE RUNWAY
Registration Number:	2126944	PAYLESS SHOE SOURCE
Registration Number:	2126943	PAYLESS SHOE SOURCE
Registration Number:	1958918	PAYLESS SHOESOURCE
Registration Number:	1731803	PAYLESS SHOESOURCE
Registration Number:	1903614	PAYLESS SHOESOURCE
Registration Number:	1155940	PAYLESS SHOESOURCE
Registration Number:	2389340	PAYLESS.COM
Registration Number:	4116092	PETAL CRUSH
Registration Number:	2483736	PLUSHEEZ
Registration Number:	4147372	POWER CHASERS
Registration Number:	754243	PREDICTIONS
Registration Number:	3160542	PRO SPRINTS
Registration Number:	3880614	PROSPRINTS
Registration Number:	3865216	PROTECT YOUR MOST VALUABLE ASSETS - YOUR
Registration Number:	3041312	P-TEK
Registration Number:	3513484	R
Registration Number:	3509528	R RUGGED OUTBACK
Registration Number:	3509527	R RUGGED OUTBACK
Registration Number:	1747820	RUGGED OUTBACK
Registration Number:	4093805	RUGGED OUTBACK
Registration Number:	4105238	SAFE T STEP
Registration Number:	4167992	SAFETSTEP
Registration Number:	2806039	SMART FIT
Registration Number:	3578943	SMART FIT
Registration Number:	3462218	SMART FIT
Registration Number:	2881936	SMART FIT
Registration Number:	1687941	SOFT FLEXIBLE BY HIGHLIGHTS
Registration Number:	3865768	SPOT-BILT
Registration Number:	954968	SPOT-BILT

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1129304	SPOT-BILT
Registration Number:	324181	SPOT-BILT
Registration Number:	2663284	STATE STREET
Registration Number:	3368483	TAKING STEPS TO FIGHT BREAST CANCER
Registration Number:	3027047	TEENY TOES
Registration Number:	3204101	TEENY TOES
Registration Number:	3625749	THE FRIENDSHIP SHOE
Registration Number:	3610175	UNFORGETTABLE MOMENTS
Registration Number:	3610174	UNFORGETTABLE MOMENTS
Registration Number:	3928949	UNFORGETTABLE MOMENTS
Registration Number:	1868389	WATER SOCK BY PAYLESS SHOESOURCE
Registration Number:	338768	
Registration Number:	3911554	ZOE & ZAC
Registration Number:	3911553	ZOE & ZAC
Registration Number:	3908547	ZOE & ZAC
Registration Number:	4132329	ZOE & ZAC
Serial Number:	85551736	BRASH
Serial Number:	76703537	BRASH
Serial Number:	85555343	SAFETSTEP
Serial Number:	76705420	SXY BY UNFORGETTABLE MOMENTS
Serial Number:	85686646	P PAYLESS SHOESOURCE

CORRESPONDENCE DATA

Fax Number: 2124464900

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

Email: susan.zablocki@kirkland.com

Correspondent Name: Susan Zablocki

Address Line 1: Kirkland & Ellis LLP

Address Line 2: 601 Lexington Avenue

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 14731-2

NAME OF SUBMITTER: Susan zablocki

SIGNATURE: /susan zablocki/

DATE SIGNED: 03/12/2014

Total Attachments: 13

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TRADEMARK

REEL: 005236 FRAME: 0210

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release") is made as of March 11, 2014 ("Effective Date") by **MORGAN STANLEY SENIOR FUNDING, INC.**, a Delaware corporation, with its principal office at 1585 Broadway, New York, NY 10036 ("Grantee") in favor of the entities listed on Schedule A, each with its principal office as reflected on such Schedule (collectively "Grantors").

WHEREAS, pursuant to the terms and conditions of that certain Grant of Security Interest in United States Trademarks by and between Grantors and Grantee dated October 9, 2012 (the "Trademark Security Agreement"), Grantors granted to Grantee a continuing security interest in (i) all of the Grantors' right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (except any intent-to-use applications for trademark registrations for which a statement of use has not yet been filed) set forth on Schedule B attached hereto (the "Marks"), (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, (iv) all income, fees, royalties, damages, claims and payments now or hereafter due and/or payable thereunder and with respect thereto including, without limitation, damages and payments for past, present or future infringements thereof, (v) any and all rights corresponding thereto throughout the world, and (vi) any and all rights to sue for past, present or future infringements thereof;

WHEREAS, Grantors and Grantee entered into the Trademark Security Agreement pursuant to the terms and conditions of that certain Security Agreement by and between Grantors and Grantee dated October 9, 2012 (the "Security Agreement");

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office ("PTO") on October 16, 2012, at Reel/Frame: 4882/0039; and

WHEREAS, Grantors have paid all of their outstanding indebtedness to Grantee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby terminates the Trademark Security Agreement and the Security Agreement, and hereby terminates, cancels and releases any and all security interests it has against the Marks.

Grantee represents and warrants that: (i) it has the full power and authority to execute this Release; (ii) it has not assigned, transferred, restricted or otherwise encumbered any security interest it has against the Marks; (iii) it has not recorded or otherwise evidenced its security interest with respect to any trademark, or registration of an application to register any trademark, or any trade name or assumed name, other than those Marks set forth on Schedule B (attached hereto), in any jurisdiction throughout the world, other than such filings made in the PTO.

Grantee shall, at Grantors' expense, take all further actions, and provide to Grantors, Grantors' successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or

IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date.

MORGAN STANLEY SENIOR FUNDING, INC.

By: Julie Lilienfeld
Name: Julie Lilienfeld
Title: Authorized Signatory

[Release of Trademark Security Interest]

TRADEMARK
REEL: 005236 FRAME: 0212

SCHEDULE A

Grantor	Address of Principal Office
Payless Gold Value WY, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Payless Gold Value, LLC	3231 SE 6th Avenue, Topeka, KS 66607
Payless Customer Service Solution, LLC	3231 SE 6th Avenue, Topeka, KS 66607
WBG - PSS Holdings LLC	One Embarcadero Center, Suite 3900, San Francisco, CA 94111
Clinch, LLC	800 Englewood Parkway, Suite C-200, Englewood, CO 80110
Collective Brands Finance, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Collective Brands Franchising Services, LLC	3231 SE 6th Avenue, Topeka, KS 66607
Collective Brands, LLC	3231 SE 6th Avenue, Topeka, KS 66607
Collective Brands Services, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Collective Brands, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Collective Licensing International, LLC	800 Englewood Parkway, Suite C-200, Englewood, CO 80110
Collective Licensing, LP	800 Englewood Parkway, Suite C-200, Englewood, CO 80110
Dyelights, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Eastborough, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Payless Collective GP, LLC	3231 SE 6th Avenue, Topeka, KS 66607
Payless International Franchising, LLC	3231 SE 6th Avenue, Topeka, KS 66607
Payless NYC, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Payless Purchasing Services, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Payless ShoeSource Distribution, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Payless ShoeSource Leasing, LLC	3231 SE 6th Avenue, Topeka, KS 66607
Payless ShoeSource Merchandising, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Payless ShoeSource Worldwide, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Payless ShoeSource, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
PSS Delaware Company 2, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
PSS Delaware Company 4, Inc.	3231 SE 6th Avenue, Topeka, KS 66607
Shoe Sourcing, Inc.	3231 SE 6th Avenue, Topeka, KS 66607

SCHEDULE B

U.S. Federal Trademark Applications

Trademark	Application Number	Filing Date	Registrant
BRASH	85551736	2/24/2012	Payless ShoeSource Worldwide, Inc.
BRASH (word)	76703537	6/28/2010	Payless ShoeSource Worldwide, Inc.
SAFETSTEP	85555343	2/28/2012	Payless ShoeSource Worldwide, Inc.
SXY BY UNFORGETTABLE MOMENTS	76705420	11/15/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE	85686646	7/25/2012	Payless ShoeSource Worldwide, Inc.

U.S. Federal Trademark Registrations

Trademark	Registration Number	Registration Date	Registrant
A & Design (Peak A)	2538220	2/12/2002	Collective Licensing International, LLC
A & Design (Peak A)	2152877	4/21/1998	Collective Licensing International, LLC
A & Design (Peak A)	2042013	3/4/1997	Collective Licensing International, LLC
A & Design (Peak A)	3577082	2/17/2009	Collective Licensing International, LLC
A & Design (Script A Reverse)	2091338	8/26/1997	Collective Licensing International, LLC
A AIRWALK UNSIGNED HERO & Design	3790244	5/18/2010	Collective Licensing International, LLC
A CLUB	1812197	12/21/1993	Payless ShoeSource Worldwide, Inc.
AIRWALK	3325504	10/30/2007	Collective Licensing International, LLC
AIRWALK	2109810	10/28/1997	Collective Licensing International, LLC
AIRWALK	1511840	11/8/1988	Collective Licensing International, LLC
AIRWALK	2314004	2/1/2000	Collective Licensing

Trademark	Registration Number	Registration Date	Registrant
			International, LLC
AIRWALK (28)	3902942	1/11/2011	Collective Licensing International, LLC
AIRWALK (9 12 18)	3577081	2/17/2009	Collective Licensing International, LLC
AIRWALK (9)	3902941	1/11/2011	Collective Licensing International, LLC
AIRWALK DOING YOUR PART (Design) (36)	3902891	1/11/2011	Collective Licensing International, LLC
AIRWALK DOING YOUR PART (Design) (41)	3902890	1/11/2011	Collective Licensing International, LLC
BO GO button design	3078840	4/11/2006	Payless ShoeSource Worldwide, Inc.
BRASH (14)	4068485	12/6/2011	Payless ShoeSource Worldwide, Inc.
BRASH (18)	4071773	12/13/2011	Payless ShoeSource Worldwide, Inc.
BRASH (25)	4071873	12/13/2011	Payless ShoeSource Worldwide, Inc.
BRASH (25)	3238076	5/1/2007	Payless ShoeSource Worldwide, Inc.
BRASH (26)	4071774	12/13/2011	Payless ShoeSource Worldwide, Inc.
BUNDLES (25)	2599625	7/23/2002	Payless ShoeSource Worldwide, Inc.
CHANCELLORS	1183870	12/29/1981	Payless ShoeSource Worldwide, Inc.
CITY SNEAKS	2362874	6/27/2000	Payless ShoeSource Worldwide, Inc.
CLINCH GEAR (16 25 26)	4161500	6/19/2012	Clinch, LLC
COASTERS	2087912	8/12/1997	Payless ShoeSource Worldwide, Inc.
COMFORT PLUS	1691641	6/9/1992	Payless ShoeSource Worldwide Inc.
COMPEL	3204098	1/30/2007	Payless ShoeSource Worldwide, Inc.
COSMIC STAR (3)	4116093	3/20/2012	Payless ShoeSource Worldwide, Inc.
CROSS TREKKERS	2572443	5/28/2002	Payless ShoeSource Worldwide, Inc.

Trademark	Registration Number	Registration Date	Registrant
Design (Dot A) (25)	2619496	9/17/2002	Collective Licensing International, LLC
Design (Peak A) (18)	3902943	1/11/2011	Collective Licensing International, LLC
Design (Peak A) (28)	3902945	1/11/2011	Collective Licensing International, LLC
Design (Running Man) (25)	1450940	8/4/1987	Collective Licensing International, LLC
DESIGN ONLY ("Mind" Outsole) (25)	3795166	5/25/2010	Payless ShoeSource Worldwide, Inc.
DESIGN ONLY ("Safe Harbor" #1) (25) Side Design	3765573	3/23/2010	Payless ShoeSource Worldwide, Inc.
DESIGN ONLY ("Safe Harbor" #2) (25) Side Design	3756261	3/2/2010	Payless ShoeSource Worldwide, Inc.
DESIGN ONLY ("Safe Harbor" #6) (25) Side Design	3942330	4/5/2011	Payless ShoeSource Worldwide, Inc.
DESIGN ONLY ("Spider" Outsole) (25)	3733145	1/5/2010	Payless ShoeSource Worldwide, Inc.
DESIGN ONLY (Shoe Curved Band Side Design)	3748098	2/16/2010	Payless ShoeSource Worldwide, Inc.
DESIGN ONLY (Trade dress for Shine Sponge) (Supplemental Register)	4043502	10/18/2011	Payless ShoeSource Worldwide, Inc.
DESIGNED TO PROTECT YOUR MOST VALUABLE ASSETS - YOUR EMPLOYEES. (35)	3865217	10/19/2010	Payless ShoeSource Worldwide, Inc.
DURABON (25)	3988875	7/5/2011	Payless ShoeSource Worldwide, Inc.
DURABON Design (25)	3988876	7/5/2011	Payless ShoeSource Worldwide, Inc.
DYELIGHTS (25)	2664597	12/17/2002	Payless ShoeSource Worldwide, Inc.
EXTREME (25)	2667463	12/31/2002	Collective Licensing International, LLC
FIONI (25)	3993459	7/12/2011	Payless ShoeSource Worldwide, Inc.

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FRESH GREEN FASHION (18)	4001765	7/26/2011	Payless ShoeSource Worldwide, Inc.
FRESH GREEN FASHION (25)	4069707	12/13/2011	Payless ShoeSource Worldwide, Inc.
FRESH GREEN FASHION (35)	4105653	2/28/2012	Payless ShoeSource Worldwide, Inc.
GENETIC (25)	2600366	7/30/2002	Collective Licensing International, LLC
GIVE YOUR WALK A WORKOUT (25)	4183628	7/31/2012	Payless ShoeSource Worldwide, Inc.
GOT BOGO ON THE BRAIN?	2938154	4/5/2005	Payless ShoeSource Worldwide, Inc.
HB & Design (25)	4139314	5/8/2012	Payless ShoeSource Worldwide, Inc.
HEART ATTACK (3)	4116091	3/20/2012	Payless ShoeSource Worldwide, Inc.
HIGHLIGHTS	1128335	12/25/1979	Payless ShoeSource Worldwide, Inc.
HIND & Design (25)	1412432	10/7/1986	Collective Licensing International, LLC
HIND (25)	3144118	9/19/2006	Collective Licensing International, LLC
HIND (Stylized) (25)	3002970	9/27/2005	Collective Licensing International, LLC
HL stylized	3177327	11/28/2006	Payless ShoeSource Worldwide, Inc.
HUNTER'S BAY (25)	2392314	10/3/2000	Payless ShoeSource Worldwide, Inc.
I (Heart) SHOES (one line) (9)	4105797	2/28/2012	Payless ShoeSource Worldwide, Inc.
I (Heart) SHOES Logo (35)	4198703	8/28/2012	Payless ShoeSource Worldwide, Inc.
I (Heart) SHOES Logo (9)	4096452	2/7/2012	Payless ShoeSource Worldwide, Inc.
I LOVE SHOES (35)	2646852	11/5/2002	Payless ShoeSource Worldwide, Inc.
I LOVE SHOES (Word) (9)	4096451	2/7/2012	Payless ShoeSource Worldwide, Inc.
INSPIRING FUN FASHION POSSIBILITIES	3600358	3/31/2009	Payless ShoeSource Worldwide, Inc.

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(35)			
INSPIRING FUN FASHION POSSIBILITIES FOR THE FAMILY (35)	4019720	8/30/2011	Payless ShoeSource Worldwide, Inc.
INSPIRING POSSIBILITIES (35)	4019721	8/30/2011	Payless ShoeSource Worldwide, Inc.
L stylized (leather logo)	3188767	12/26/2006	Payless ShoeSource Worldwide, Inc.
LOWER EAST SIDE (25)	2416437	12/26 /2000	Payless ShoeSource Worldwide, Inc.
M Design (14)	3273998	8/7/2007	Payless ShoeSource Worldwide, Inc.
M Design (18)	3273999	8/7/2007	Payless ShoeSource Worldwide, Inc.
M Design (25)	3274000	8/7/2007	Payless ShoeSource Worldwide, Inc.
M design (9)	3278737	8/14/2007	Payless ShoeSource Worldwide, Inc.
M Pattern - Small (18)	3539079	11/25/2008	Payless ShoeSource Worldwide, Inc.
MÁS AHORROS. MÁS ESTILOS. (35)	4042474	10/18/2011	Payless ShoeSource Worldwide, Inc.
METAFLEX (25)	4051889	11/08/2011	Payless ShoeSource Worldwide, Inc.
MINICCI (14)	4093929	1/31/2012	Payless ShoeSource Worldwide, Inc.
MINICCI (14)	2978682	7/26/2005	Payless ShoeSource Worldwide, Inc.
MINICCI (18)	2880421	8/31/2004	Payless ShoeSource Worldwide, Inc.
MINICCI (25)	2992430	9/6/2005	Payless ShoeSource Worldwide, Inc.
MINICCI (9)	2846898	5/25/2004	Payless ShoeSource Worldwide, Inc.
MINICCI GIRL (14)	4165211	6/26/2012	Payless ShoeSource Worldwide, Inc.
MINICCI GIRL (18)	4165210	6/26/2012	Payless ShoeSource Worldwide, Inc.
MINICCI GIRL (25)	4165209	6/26/2012	Payless ShoeSource Worldwide, Inc.

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MINICCI GIRL (26)	4172261	7/10/2012	Payless ShoeSource Worldwide, Inc.
MINICCI GIRL (9)	4180028	7/24/2012	Payless ShoeSource Worldwide, Inc.
MONTEGO BAY CLUB & Palm Tree Design (25)	3965519	5/24/2011	Payless ShoeSource Worldwide, Inc.
MONTEGO BAY CLUB (18)	2735573	7/8/2003	Payless ShoeSource Worldwide, Inc.
MONTEGO BAY CLUB (25)	2444712	4/17/2001	Payless ShoeSource Worldwide, Inc.
NEVER PREDICTABLE. (25)	4190965	8/14/2012	Payless ShoeSource Worldwide, Inc.
NEVER PREDICTABLE. ALWAYS COMFORTABLE. (25)	4183587	7/31/2012	Payless ShoeSource Worldwide, Inc.
P DESIGN (35)	4093931	1/31/2012	Payless ShoeSource Worldwide, Inc.
P color design (35)	3336965	11/13/2007	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (b/w one line) (14)	3759411	3/9/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (b/w one line) (18)	3759412	3/9/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (b/w one line) (25)	3482321	8/5/2008	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (b/w one line) (26)	3759413	3/9/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (b/w one line) (3)	3759409	3/9/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (b/w one line) (35)	3413177	4/15/2008	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (b/w one line) (9)	3759410	3/9/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS	3503082	9/16/2008	Payless ShoeSource

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SHOESOURCE & Design (b/w stacked) (35)			Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (color one line) (14)	3750788	2/16/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (color one line) (18)	3750789	2/16/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (color one line) (25)	3750790	2/16/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (color one line) (35)	3469562	7/15/2008	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (color one line) (9)	3750787	2/16/2010	Payless ShoeSource Worldwide, Inc.
P PAYLESS SHOESOURCE & Design (color stacked) (35)	3482324	8/5/2008	Payless ShoeSource Worldwide, Inc.
PAYLESS (42)	1949546	1/16/1996	Payless ShoeSource Worldwide, Inc.
PAYLESS GIVES (35 45)	3941159	4/5/2011	Payless ShoeSource Worldwide, Inc.
PAYLESS KIDS (35)	2283329	10/5/1999	Payless ShoeSource Worldwide, Inc.
PAYLESS KIDS colors design (42)	1837194	5/17/1994	Payless ShoeSource Worldwide, Inc.
PAYLESS ON THE RUNWAY (35)	3430968	5/20/2008	Payless ShoeSource Worldwide, Inc.
PAYLESS SHOE SOURCE & Design (old) (stacked blk on wht) (25)	2126944	1/6/1998	Payless ShoeSource Worldwide, Inc.
PAYLESS SHOE SOURCE & Design (old) (stacked blk on wht) (35)	2126943	1/6/1998	Payless ShoeSource Worldwide, Inc.
PAYLESS SHOESOURCE & Design (old) (orange & yellow on blk bkgrd-one line) (42)	1958918	2/27/1996	Payless ShoeSource Worldwide, Inc.
PAYLESS SHOESOURCE	1731803	11/10/1992	Payless ShoeSource

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& Design (old) (yellow/orange-one line) (42)			Worldwide, Inc.
PAYLESS SHOESOURCE (word) (25)	1903614	7/4/1995	Payless ShoeSource Worldwide, Inc.
PAYLESS SHOESOURCE (word) (42)	1155940	5/26/1981	Payless ShoeSource Worldwide, Inc.
PAYLESS.COM (35)	2389340	9/26/2000	Payless ShoeSource Worldwide, Inc.
PETAL CRUSH (3)	4116092	3/20/2012	Payless ShoeSource Worldwide, Inc.
PLUSHEEZ	2483736	8/28/2001	Payless ShoeSource Worldwide, Inc.
POWER CHASERS	4147372	5/22/2012	Payless ShoeSource Worldwide, Inc.
PREDICTIONS	754243	8/6/1963	Payless ShoeSource Worldwide, Inc.
PRO SPRINTS	3160542	10/17/2006	Payless ShoeSource Worldwide, Inc.
PROSPRINTS (and design) (25)	3880614	11/23/2010	Payless ShoeSource Worldwide, Inc.
PROTECT YOUR MOST VALUABLE ASSETS - YOUR EMPLOYEES (35)	3865216	10/19/2010	Payless ShoeSource Worldwide, Inc.
P-TEK (18)	3041312	1/10/2006	Payless ShoeSource Worldwide, Inc.
R (Design Only) - (25)	3513484	10/7/2008	Payless ShoeSource Worldwide, Inc.
R RUGGED OUTBACK & Design (One-Line) (25)	3509528	9/30/2008	Payless ShoeSource Worldwide, Inc.
R RUGGED OUTBACK & Design (Stacked) (25)	3509527	9/30/2008	Payless ShoeSource Worldwide, Inc.
RUGGED OUTBACK	1747820	1/19/1993	Payless ShoeSource Worldwide, Inc.
RUGGED OUTBACK (25)	4093805	1/31/2012	Payless ShoeSource Worldwide, Inc.
SAFE T STEP (25)	4105238	2/28/2012	Payless ShoeSource Worldwide, Inc.
SAFETSTEP	4167992	7/3/2012	Payless ShoeSource Worldwide, Inc.

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SMART FIT	2806039	1/20/2004	Payless ShoeSource Worldwide, Inc.
SMART FIT & Design (one line-bw) (25) (Footwear)	3578943	2/24/2009	Payless ShoeSource Worldwide, Inc.
SMART FIT (25) (Footwear)	3462218	7/8/2008	Payless ShoeSource Worldwide, Inc.
SMART FIT and design (one line)	2881936	9/7/2004	Payless ShoeSource Worldwide, Inc.
SOFT FLEXIBLE BY HIGHLIGHTS	1687941	5/19/1992	Payless ShoeSource Worldwide, Inc.
SPOT-BILT & Design (25)	3865768	10/19/2010	Collective Licensing International, LLC
SPOT-BILT (25)	954968	3/13/1973	Collective Licensing International, LLC
SPOT-BILT (25)	1129304	1/15/1980	Collective Licensing International, LLC
SPOT-BILT (Design plus characters) (25)	324181	5/14/1935	Collective Licensing International, LLC
STATE STREET (25)	2663284	12/17/2002	Payless ShoeSource Worldwide, Inc.
TAKING STEPS TO FIGHT BREAST CANCER	3368483	1/15/2008	Payless ShoeSource Worldwide, Inc.
TEENY TOES (35)	3027047	12/13/2005	Payless ShoeSource Worldwide, Inc.
TEENY TOES b/w design	3204101	1/30/2007	Payless ShoeSource Worldwide, Inc.
THE FRIENDSHIP SHOE (25 36)	3625749	5/26/2009	Payless ShoeSource Worldwide, Inc.
UNFORGETTABLE MOMENTS (18)	3610175	4/21/2009	Payless ShoeSource Worldwide, Inc.
UNFORGETTABLE MOMENTS (25)	3610174	4/21/2009	Payless ShoeSource Worldwide, Inc.
UNFORGETTABLE MOMENTS (3)	3928949	3/8/2011	Payless ShoeSource Worldwide, Inc.
WATER SOCK BY PAYLESS SHOESOURCE (25)	1868389	12/20/1994	Payless ShoeSource Worldwide, Inc.
White Spot or Disk on Upper Portion of Shoe (25) (Design	338768	9/15/1936	Collective Licensing International, LLC

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ZOE & ZAC (18)	3911554	1/25/2011	Payless ShoeSource Worldwide, Inc.
ZOE & ZAC (25)	3911553	1/25/2011	Payless ShoeSource Worldwide, Inc.
ZOE & ZAC (25)	3908547	1/18/2011	Payless ShoeSource Worldwide, Inc.
ZOE & ZAC (3)	4132329	4/24/2012	Payless ShoeSource Worldwide, Inc.