

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM331766

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Cache, Inc.		02/06/2015	CORPORATION: DELAWARE
Cache of Las Vegas, Inc.		02/06/2015	CORPORATION: NEVADA
Cache of Virginia, Inc.		02/06/2015	CORPORATION: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Salus Capital Partners, LLC		
<b>Street Address:</b>	197 First Avenue		
<b>Internal Address:</b>	Suite 250		
<b>City:</b>	Needham		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02494		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 14</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1194124	CACHE	
<b>Registration Number:</b>	1351848	CACHE	
<b>Registration Number:</b>	1382406	CACHE	
<b>Registration Number:</b>	4122025	CACHÉ	
<b>Registration Number:</b>	4122024	CACHÉ	
<b>Registration Number:</b>	3444458	CACHÉ	
<b>Registration Number:</b>	3444459	CACHE	
<b>Registration Number:</b>	3460292	CACHÉ ACCENTS	
<b>Registration Number:</b>	3521804	CACHÉ CONTOUR COLLECTION	
<b>Registration Number:</b>	3521805	CACHÉ CONTOUR COLLECTION	
<b>Registration Number:</b>	3645054	CACHE LUXE	
<b>Registration Number:</b>	3769250		
<b>Registration Number:</b>	3769251		
<b>Registration Number:</b>	3776250		
<b>CORRESPONDENCE DATA</b>			

OP \$365.00 1194124

**Fax Number:** 6172484000

**Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.**

**Email:** tmadmin@choate.com

**Correspondent Name:** Elizabeth A. Walker

**Address Line 1:** Two International Place

**Address Line 2:** Choate Hall & Stewart LLP

**Address Line 4:** Boston, MASSACHUSETTS 02110

<b>ATTORNEY DOCKET NUMBER:</b>	2010280-0052
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<b>NAME OF SUBMITTER:</b>	Elizabeth A. Walker
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<b>SIGNATURE:</b>	/Elizabeth A. Walker/
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<b>DATE SIGNED:</b>	02/10/2015
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**Total Attachments: 9**

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**GRANT OF SECURITY INTEREST IN TRADEMARKS**

**February 6, 2015**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CACHE, INC., a Delaware corporation, CACHE OF LAS VEGAS, INC., a Nevada corporation and CACHE OF VIRGINIA, INC., a Virginia corporation (collectively, the “Grantors” and each a “Grantor”), each with its principal office at 256 West 38th Street, New York, NY 10018, hereby grant to SALUS CAPITAL PARTNERS, LLC, a Delaware limited liability company with its principal office at 197 First Avenue, Suite 250, Needham, Massachusetts 02494 (the “Grantee”), a continuing security interest in and lien upon the following (except as such may be considered Excluded Property): (i) all of such Grantor’s right, title and interest in, to and under to the trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the “Marks”), (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantors, as such term is defined in the Security Agreement by and among the Grantors and the Grantee, dated as of February 6, 2015 (as amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). Capitalized terms used but not otherwise defined herein shall have the meaning assigned to them in the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of Page Left Intentionally Blank]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first above written.

GRANTORS:

CACHE, INC.

By:   
Name: Anthony DiPippa  
Title: Chief Financial Officer

CACHE OF LAS VEGAS, INC.


By:   
Name: Anthony DiPippa  
Title: Chief Financial Officer

CACHE OF VIRGINIA, INC.

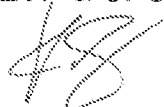
By:   
Name: Anthony DiPippa  
Title: Chief Financial Officer

GRANTEE:

**SALUS CAPITAL PARTNERS, LLC**

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

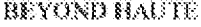

Name: Robert Kuppens  
Title: EVP & CFO



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



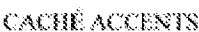
Name: Kyle C. Shonak  
Title: Executive Vice President

**SCHEDULE A**

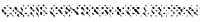
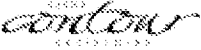
Owner: Cache, Inc.


TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
BEYOND HAUTE   SN:86-354225	Pending - Initialized August 4, 2014  Filed: July 31, 2014	(Int'l Class: 3) Fragrances for personal use
CACHE  SN:73-194568 RN:1,194,124	Renewed April 20, 2012  Int'l Class: 42 First Use: July 31, 1975 Filed: November 24, 1978 Published: June 2, 1981 Registered: April 20, 1982	(Int'l Class: 42) Retail clothing store services
CACHE (Stylized)   SN:73-516716 RN:1,351,848	Renewed July 30, 2005  Int'l Class: 25, 42 First Use: July 31, 1975 Filed: January 9, 1985 Published: May 21, 1985 Registered: July 30, 1985	(Int'l Class: 25) Ladies' clothing, namely shirts, tops, pants, jackets, suits, dresses, belts, shoes, scarves, skirts, skirts with coordinates, t-shirts and coats (Int'l Class: 42) Retail clothing store services

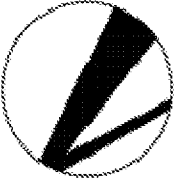
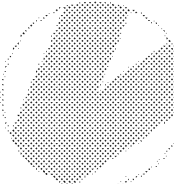
TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
<p>CACHE</p> <p>SN:73-517769 RN:1,382,406</p>	<p>Renewed February 11, 2006</p> <p>Int'l Class: 25 First Use: July 31, 1975 Filed: January 16, 1985 Published: June 11, 1985 Registered: February 11, 1986</p>	<p>(Int'l Class: 25) Ladies' clothing, namely--shirts, tops, pants, jackets, suits, dresses, belts, shoes, scarves, skirts, skirts with coordinating tops, t-shirts and coats</p>
<p>CACHE (Stylized)</p>  <p>SN:77-153137 RN:4,122,025</p>	<p>Registered April 3, 2012</p> <p>Int'l Class: 9, 36 First Use: May, 2007 Filed: April 10, 2007 Published: May 3, 2011 Allowed: June 28, 2011</p>	<p>(Int'l Class: 9) Magnetically encoded credit cards (Int'l Class: 36) Credit card services</p>
<p>CACHE</p>  <p>SN:77-153111 RN:4,122,024</p>	<p>Registered April 3, 2012</p> <p>Int'l Class: 9, 36 First Use: May, 2007 Filed: April 10, 2007 Published: May 3, 2011 Allowed: June 28, 2011</p>	<p>(Int'l Class: 9) Magnetically encoded credit cards (Int'l Class: 36) Credit card services</p>

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
<p>CACHE</p>  <p>SN:77-285711 RN:3,444,458</p>	<p>Registered June 10, 2008</p> <p>Int'l Class: 14, 18</p> <p>First Use: July 31, 1975</p> <p>Filed: September 21, 2007</p> <p>Published: March 25, 2008</p>	<p>(Int'l Class: 14) Jewelry (Int'l Class: 18) Purses, clutch purses, handbags, and satchels</p>
<p>CACHE (Stylized)</p>  <p>SN:77-285763 RN:3,444,459</p>	<p>Registered June 10, 2008</p> <p>Int'l Class: 14, 18</p> <p>First Use: July 31, 1975</p> <p>Filed: September 21, 2007</p> <p>Published: March 25, 2008</p>	<p>(Int'l Class: 14) Jewelry (Int'l Class: 18) Purses, clutch purses, handbags, and satchels</p>
<p>CACHE ACCENTS</p>  <p>SN:77-146393 RN:3,460,292</p>	<p>Registered July 8, 2008</p> <p>Int'l Class: 35</p> <p>First Use: May 10, 2007</p> <p>Filed: April 2, 2007</p> <p>Published: April 22, 2008</p>	<p>(Int'l Class: 35) Retail store services featuring women's clothing and fashion clothing accessories; customer loyalty services for commercial, promotional and/or advertising purposes</p>



TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
<p>CACHE CONTOUR COLLECTION</p>  <p>SN:77-220314 RN:3,521,804</p> <p>Disclaimer: "COLLECTION"</p>	<p>Registered October 21, 2008</p> <p>Int'l Class: 25 First Use: August 15, 2007 Filed: July 2, 2007 Published: May 20, 2008 Allowed: August 12, 2008</p>	<p>(Int'l Class: 25) Clothing, namely, tops, bottoms, jackets and dresses</p>
<p>CACHE CONTOUR COLLECTION (Stylized)</p>  <p>SN:77-220319 RN:3,521,805</p> <p>Disclaimer: "COLLECTION"</p>	<p>Registered October 21, 2008</p> <p>Int'l Class: 25 First Use: August 15, 2007 Filed: July 2, 2007 Published: May 20, 2008 Allowed: August 12, 2008</p>	<p>(Int'l Class: 25) Clothing, namely, tops, bottoms, jackets and dresses</p>

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
<p>CACHE LUXE CACHE LUXE</p> <p>SN:78-914079 RN:3,645,054</p>	<p>Registered June 23, 2009</p> <p>Int'l Class: 14, 18, 25, 35</p> <p>First Use: September 8, 2006</p> <p>Filed: June 22, 2006</p> <p>Published: July 24, 2007</p> <p>Allowed: October 16, 2007</p>	<p>(Int'l Class: 14) Jewelry (Int'l Class: 18) Purses, clutch purses, handbags, and satchels (Int'l Class: 25) Ladies' clothing, namely, shirts, tops, pants, jackets, suits, dresses, undergarments, scarves, skirts, t-shirts, coats, belts, shoes and boots (Int'l Class: 35) Retail clothing stores</p>
 <p>SN:77-978639 RN:3,769,250</p>	<p>Registered March 30, 2010</p> <p>Int'l Class: 25, 26</p> <p>First Use: November, 2007</p> <p>Filed: October 4, 2007</p> <p>Published: August 5, 2008</p>	<p>(Int'l Class: 25) Clothing, namely, tops (Int'l Class: 26) Buttons</p>

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services
 <p data-bbox="237 579 412 642">SN:77-978640 RN:3,769,251</p>	<p data-bbox="607 275 737 369">Registered March 30, 2010</p> <p data-bbox="607 411 776 772">Int'l Class: 25, 26 First Use: November, 2007 Filed: October 4, 2007 Published: August 5, 2008</p>	<p data-bbox="805 275 1256 338">(Int'l Class: 25) Clothing, namely, tops (Int'l Class: 26) Buttons</p>
 <p data-bbox="237 1138 412 1201">SN:77-978763 RN:3,776,250</p>	<p data-bbox="607 840 737 934">Registered April 13, 2010</p> <p data-bbox="607 976 776 1337">Int'l Class: 25, 26 First Use: November, 2007 Filed: August 1, 2007 Published: August 5, 2008</p>	<p data-bbox="805 840 1341 934">(Int'l Class: 25) Clothing, namely, t-shirts and tops (Int'l Class: 26) Embroidery</p>
<p data-bbox="237 1402 428 1434">LILLIE RUBIN</p> <p data-bbox="237 1472 428 1503">SN: 86385574</p>	<p data-bbox="607 1402 763 1528">Application Filed: September 4, 2014</p>	