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| <b>TRADEMARK ASSIGNMENT COVER SHEET</b> |
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Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM379485

|                              |                              |
|------------------------------|------------------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT               |
| <b>NATURE OF CONVEYANCE:</b> | RELEASE OF SECURITY INTEREST |

**CONVEYING PARTY DATA**

| Name                  | Formerly                           | Execution Date | Entity Type  |
|-----------------------|------------------------------------|----------------|--------------|
| Bank of America, N.A. | FORMERLY Fleet Capital Corporation | 04/04/2016     | Corporation: |

**RECEIVING PARTY DATA**

|                        |                       |
|------------------------|-----------------------|
| <b>Name:</b>           | Cave Springs, Inc.    |
| <b>Street Address:</b> | 2751 Centerville Road |
| <b>City:</b>           | Wilmington            |
| <b>State/Country:</b>  | DELAWARE              |
| <b>Postal Code:</b>    | 19808                 |
| <b>Entity Type:</b>    | Corporation: DELAWARE |

**PROPERTY NUMBERS Total: 21**

| Property Type        | Number   | Word Mark                    |
|----------------------|----------|------------------------------|
| Registration Number: | 1055611  | MOTHERHOOD                   |
| Registration Number: | 1432037  | A PEA IN THE POD             |
| Registration Number: | 1427963  | A PEA IN THE POD             |
| Registration Number: | 1585139  | MATERNITY REDEFINED          |
| Registration Number: | 1583746  | MATERNITY REDEFINED          |
| Registration Number: | 1329678  | MOTHERS WORK                 |
| Registration Number: | 1430336  | JUSTA-SNAP                   |
| Registration Number: | 1552044  | LAUREN TAYLOR                |
| Registration Number: | 1697117  | MIMI MATERNITY               |
| Registration Number: | 1791217  | ESSENTIEL                    |
| Registration Number: | 1896673  | MOTHERS WORK                 |
| Registration Number: | 1898334  | MOTHERHOOD MATERNITY         |
| Registration Number: | 1900180  | MOTHERHOOD MATERNITY OUTLET  |
| Registration Number: | 1935763  | WHAT'S SHOWING IS YOUR STYLE |
| Registration Number: | 1941700  | MATERNITE                    |
| Registration Number: | 1959252  | MATERNITY WORKS              |
| Registration Number: | 1974394  | REAL TIME RETAILING          |
| Serial Number:       | 75174549 | QUINTESSENTIALS              |
| Serial Number:       | 75386856 | MORE FOR LE\$\$ EVERYDAY     |

TRADEMARK

| Property Type        | Number  | Word Mark        |
|----------------------|---------|------------------|
| Registration Number: | 1636978 | STEENA           |
| Registration Number: | 1695375 | DANIEL & REBECCA |

**CORRESPONDENCE DATA**

**Fax Number:** 4122810717

*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.*

**Phone:** 412-454-5000

**Email:** englishm@pepperlaw.com

**Correspondent Name:** Pepper Hamilton LLP

**Address Line 1:** 500 Grant Street

**Address Line 2:** Suite 5000

**Address Line 4:** Pittsburgh, PENNSYLVANIA 15219-2507

|                                |                   |
|--------------------------------|-------------------|
| <b>ATTORNEY DOCKET NUMBER:</b> | 105702.00174      |
| <b>NAME OF SUBMITTER:</b>      | Aparna Nemlekar   |
| <b>SIGNATURE:</b>              | /Aparna Nemlekar/ |
| <b>DATE SIGNED:</b>            | 04/05/2016        |

**Total Attachments: 4**

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## RELEASE OF SECURITY AGREEMENT IN TRADEMARKS

This RELEASE OF SECURITY AGREEMENT IN TRADEMARKS (this "Release") is dated as of April 4, 2016 by Bank of America, N.A. (formerly known as Fleet Capital Corporation) (together with its permitted successors and assigns in such capacity, the "Lender"), in favor of Cave Springs, Inc., a Delaware corporation (the "Debtor").

### WITNESSETH:

WHEREAS, pursuant to that certain Loan and Security Agreement dated April 24, 1998 (as amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), by and among Debtor, Mother's Work, Inc. (collectively, the "Borrowers"), and Lender, the Debtor granted Lender a lien on and security interest in certain assets of Debtor associated with or relating to products leased or sold under Debtor's trademarks and the goodwill associated therewith;

WHEREAS, under the terms and conditions of the Loan Agreement, Debtor was required to execute and deliver to Lender a Trademark Security Agreement, dated as of April 24, 1998 (the "Trademark Security Agreement"), which was recorded with the United States Patent and Trademark Office on August 17, 1998, at Reel/Frame No. 1772/0145;

WHEREAS, pursuant to the Loan Agreement and Trademark Security Agreement, the Debtor granted to Lender a security interest in and to all of its right, title and interest in, to and under the Trademarks (as defined in the Trademark Security Agreement), including those United States registered trademarks and trademark licenses specifically listed on Schedule I attached hereto and the goodwill associated therewith; and

WHEREAS, the Borrowers' Obligations have been repaid, and the Lender desires to terminate and release its security interest in the Trademarks.

NOW, THEREFORE, in consideration of the premises and for good and valuable consideration, the sufficiency of which is hereby acknowledged, the Lender hereby agrees as follows:

I. Release of Security Interest. The Lender hereby releases and terminates its security interest under the Loan Agreement and the Trademark Security Agreement, in all of the Debtor's rights, title and interest in, to and under the Trademarks, including, but not limited to, those United States registered trademarks and trademark licenses set forth on Schedule I hereto and the goodwill associated therewith, and hereby reassigns any and all right, title and interest that it may have therein to the Debtor.

II. Filing of the Release. The Lender hereby authorizes the filing of this Release in the United States Patent and Trademark Office by the Debtor, at the Debtor's sole cost and expense.

III. Further Assurances. The Lender agrees to take such further action as may be reasonably requested by the Debtors, from time to time, at the Debtor's expense, to effectuate and carry out the provision and intent of this Release.

[Signature Page to Release of Security Agreement in Trademarks]

IN WITNESS WHEREOF, the undersigned has executed this Release by its duly authorized officer as of the date first above written.

BANK OF AMERICA, N.A.  
f/k/a FLEET CAPITAL CORPORATION

By: 

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

Title: Richard D. Hill, Jr.  
Managing Director

[Signature Page to Release of Security Agreement in Trademarks]

SCHEDULE I  
TO  
RELEASE OF SECURITY AGREEMENT IN TRADEMARKS

TRADEMARK REGISTRATIONS/APPLICATIONS

| No. | Country | Mark                            | Registration.<br>No. | Date<br>Registered |
|-----|---------|---------------------------------|----------------------|--------------------|
| 1   | US      | MOTHERHOOD                      | 1055611              | 01/04/1977         |
| 2   | US      | A PEA IN THE POD                | 1432037              | 03/10/1987         |
| 3   | US      | A PEA IN THE POD                | 1427963              | 02/03/1987         |
| 4   | US      | MATERNITY REDEFINED             | 1585139              | 02/27/1990         |
| 5   | US      | MATERNITY REDEFINED             | 1583746              | 02/20/1990         |
| 6   | US      | MOTHERS WORK                    | 1,329,678            | 4/9/85             |
| 7   | US      | JUSTA-SNAP                      | 1,430,336            | 2/24/87            |
| 8   | US      | LAUREN TAYLOR                   | 1,552,044            | 8/15/89            |
| 9   | US      | MIMI MATERNITY                  | 1,697,117            | 6/23/92            |
| 10  | US      | ESSENTIEL                       | 1,791,217            | 9/7/93             |
| 11  | US      | MOTHERS WORK                    | 1,896,673            | 5/30/95            |
| 12  | US      | MOTHERHOOD<br>MATERNITY         | 1,898,334            | 6/6/95             |
| 13  | US      | MOTHERHOOD<br>MATERNITY OUTLET  | 1,900,180            | 6/13/95            |
| 14  | US      | WHAT'S SHOWING IS<br>YOUR STYLE | 1,935,763            | 11/14/95           |
| 15  | US      | MATERNITE                       | 1,941,700            | 12/12/95           |

| No. | Country | Mark                         | Registration. No. | Date Registered |
|-----|---------|------------------------------|-------------------|-----------------|
| 16  | US      | MATERNITY WORKS              | 1,959,252         | 2/27/96         |
| 17  | US      | REAL TIME RETAILING          | 1,974,394         | 5/14/96         |
| 18  | US      | QUINTESSENTIALS              | 75/174,549        | 9/27/96         |
| 19  | US      | MORE FOR LE\$\$<br>EVERYDAY! | 75/386,856        | 11/7/97         |
| 20  | US      | STEENA                       | 1,636,978         | 3/5/91          |
| 21  | US      | DANIEL & REBECCA             | 1,695,375         | 6/16/92         |