

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM497397

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cortland Capital Market Services LLC, as Successor Agent to Morgan Stanley Senior Funding, Inc.		11/05/2018	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Nine West Development LLC
Street Address:	1411 Broadway
Internal Address:	20th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	Limited Liability Company: DELAWARE
Name:	Camuto Consulting, Inc.
Street Address:	411 West Putnam Avenue
City:	Greenwich
State/Country:	CONNECTICUT
Postal Code:	06830
Entity Type:	Corporation: CONNECTICUT

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1202134	CIRCA
Registration Number:	3698961	CIRCA JOAN & DAVID

CORRESPONDENCE DATA

Fax Number: 3128622200

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: 3128628738

Email: michelle.nowicki@kirkland.com

Correspondent Name: Michelle Nowicki

Address Line 1: 300 N. LaSalle

Address Line 2: Kirkland & Ellis LLP

TRADEMARK

Address Line 4:	Chicago, ILLINOIS 60654
ATTORNEY DOCKET NUMBER:	24466-17
NAME OF SUBMITTER:	Michelle Nowicki
SIGNATURE:	/Michelle Nowicki/
DATE SIGNED:	11/08/2018

Total Attachments: 5

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RELEASE OF SECURITY INTEREST

This **RELEASE OF SECURITY INTEREST** (this “Release”), dated as of November 5, 2018, is made by **CORTLAND CAPITAL MARKET SERVICES LLC**, in its capacity as Successor Agent (the “Successor Agent”), to **MORGAN STANLEY SENIOR FUNDING, INC.** (the “Resigning Agent”) in favor of Nine West Development LLC, as prior owner of the trademarks identified on Schedule A hereto, and Camuto Consulting, Inc., as successor thereto.

Reference is made to the Credit Agreement, dated as of April 8, 2014 (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “Credit Agreement”), among Jasper Merger Sub, Inc., Jasper Parent LLC, the Lenders party thereto from time to time and Morgan Stanley Senior Funding, Inc., as Collateral Agent.

Whereas, in connection with the Credit Agreement, and pursuant to a Trademark Security Agreement dated as of April 8, 2014 (the “Security Agreement”), the Grantors (as defined in the Security Agreement) granted a security interest in certain intellectual property owned by the Grantors, including the Trademarks identified on Schedule A to the Security Agreement;

Whereas, the Security Agreement was recorded in the U.S. Patent and Trademark Office on April 11, 2014 at Reel 5259, Frame 0096;

Whereas, an Assignment of United States Trademark was recorded in the U.S. Patent and Trademark Office on February 14, 2017 at Reel 6013 Frame 0437 and an Assignment of United States Trademark was recorded in the U.S. Patent and Trademark Office on May 1, 2017 at Reel 6045 Frame 0912 assigning the trademarks listed on Schedule A hereto to Camuto Consulting, Inc. (the “Camuto Trademarks”);

Whereas, in connection with the Security Agreement, a Release of Security Interest in Certain Intellectual Property was recorded in the U.S. Patent and Trademark Office on April 19, 2017 at Reel 6037 Frame 0463, releasing, inter alia, the Camuto Trademarks;

Whereas, an Intellectual Property Security Interest Assignment Agreement (the “IP Assignment Agreement”) was recorded in the U.S. Patent and Trademark Office on July 5, 2018 at Reel 6403, Frame 0056 assigning, inter alia, the Security Agreement to the Successor Agent;

Whereas the trademarks identified on Schedule 2 to the IP Assignment Agreement erroneously included the Camuto Trademarks listed on Schedule A hereto which are the property of Camuto Consulting, Inc. and in which neither Grantors nor Resigning Agent have any interest; and

Whereas, this Release is being executed to remedy the obvious error of including the Camuto Trademarks on Schedule 2 to the IP Assignment Agreement.

NOW, THEREFORE, the Successor Agent hereby releases, without representation, recourse or warranty whatsoever, the security interest (if any) that the Successor Agent may have in the Camuto Trademarks listed on Schedule A attached hereto, whether granted pursuant to the IP Assignment Agreement or any other agreement or document delivered in connection with the Credit Agreement.

The Successor Agent agrees, at the expense of the Borrower, to cooperate with the Borrower and to provide the Borrower with the information and additional authorization reasonably required to effect and record the release of the Successor Agent's security interests (if any) in such Camuto Trademarks listed on Schedule A attached hereto. All of the Successor Agent's rights under the Credit Agreement and Security Agreement in other intellectual property owned by the Borrower shall remain in full force and effect.

By its execution hereof, the Successor Agent and each of the Grantors acknowledges and agrees that the Camuto Trademarks shall be deemed deleted from Schedule 2 to the IP Assignment Agreement with the same effect as if they were never included thereon.

[Signature Page Follows]

IN WITNESS WHEREOF, the Successor Agent has executed this Release as of the date first above written.

**CORTLAND CAPITAL MARKET
SERVICES LLC**, as Successor Agent and
Grantee

By:  _____

Name: Matthew Trybula
Associate Counsel

Title: _____
Authorized Signatory

ACKNOWLEDGED AND AGREED AS OF THE DATE FIRST ABOVE WRITTEN.

NINE WEST DEVELOPMENT LLC

By: 

Name: Ralph A. Schipani

Title: President

Schedule A

TRADEMARK	REGISTRATION NO.	REGISTRATION DATE
CIRCA (Stylized)	1202134	7/20/1982
CIRCA JOAN & DAVID	3698961	10/20/2009