

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM759069

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST
<b>RESUBMIT DOCUMENT ID:</b>	900713321

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ABG-BARNEYS, LLC		05/19/2022	Limited Liability Company:
ABG COLLECTIVE LLC		05/19/2022	Limited Liability Company:
ABG-FREDERICK'S OF HOLLYWOOD, LLC		05/19/2022	Limited Liability Company:
ABG-FRYE LLC		05/19/2022	Limited Liability Company:
ABG-HERVE LEGER, LLC		05/19/2022	Limited Liability Company:
ABG HMX, LLC		05/19/2022	Limited Liability Company:
ABG INTERMEDIATE HOLDINGS 2 LLC		05/19/2022	Limited Liability Company:
ABG-JONES, LLC		05/19/2022	Limited Liability Company:
ABG JUICY COUTURE, LLC		05/19/2022	Limited Liability Company:
ABG-SI LLC		05/19/2022	Limited Liability Company:
ABG-SLG, LLC		05/19/2022	Limited Liability Company:
ABG-SSIP, LLC		05/19/2022	Limited Liability Company:
ABG-TRETORN, LLC		05/19/2022	Limited Liability Company:
ABG-AERO IPCO, LLC		05/19/2022	Limited Liability Company:
PRINCE SPORTS, LLC		05/19/2022	Limited Liability Company:
SPYDER ACTIVE SPORTS, INC.		05/19/2022	Corporation:
THE ESTATE OF MARILYN MONROE LLC		05/19/2022	Limited Liability Company:

## RECEIVING PARTY DATA

<b>Name:</b>	BANK OF AMERICA, N.A.
<b>Street Address:</b>	One Independence Center, 101 Tyron St.
<b>City:</b>	Charlotte
<b>State/Country:</b>	NORTH CAROLINA
<b>Postal Code:</b>	28255
<b>Entity Type:</b>	National Banking Association: DELAWARE

PROPERTY NUMBERS Total: 288

Property Type	Number	Word Mark
Serial Number:	77307474	A DIAMOND IS A GIRL'S BEST FRIEND
Serial Number:	78366026	DIAMONDS ARE A GIRL'S BEST FRIEND
Serial Number:	88206712	DIAMOND'S ARE A GIRL'S BEST FRIEND
Serial Number:	87878608	M MONROE
Serial Number:	90804310	MARILYN MONROE
Serial Number:	88571095	MARILYN MONROE
Serial Number:	88737604	MARILYN MONROE
Serial Number:	88953866	MARILYN MONROE
Serial Number:	90687505	MARILYN MONROE
Serial Number:	90804151	MARILYN MONROE
Serial Number:	88379260	MARILYN MONROE
Serial Number:	88379455	MARILYN MONROE
Serial Number:	87470538	MARILYN MONROE
Serial Number:	87667449	MARILYN MONROE
Serial Number:	87755273	MARILYN MONROE
Serial Number:	88117471	MARILYN MONROE
Serial Number:	86734837	MARILYN MONROE
Serial Number:	88158366	MARILYN MONROE
Serial Number:	88159784	MARILYN MONROE
Serial Number:	90621440	SPYDRY
Serial Number:	88586865	VENOM
Serial Number:	88679309	PROWEB
Serial Number:	88679346	PROWEB
Serial Number:	88737921	SPYDER
Serial Number:	88585029	SPYDER
Serial Number:	88792305	
Serial Number:	88325712	
Serial Number:	88676089	SPYDER
Serial Number:	88585011	
Serial Number:	87554524	SPYDER
Serial Number:	87940781	SPYDER
Serial Number:	88108850	SPYDER
Serial Number:	88123658	SPYDER
Serial Number:	90078542	SPYDER
Serial Number:	88737919	
Serial Number:	88463118	
Serial Number:	87322303	
Serial Number:	88641348	SPYDER SKI

Property Type	Number	Word Mark
Serial Number:	87437135	SPYDER
Serial Number:	88116256	SPYDER
Serial Number:	87593121	PRINCE
Serial Number:	74456597	J-CLASS 1930 1937
Serial Number:	88235675	NAUTICA
Serial Number:	88656313	NAUTICA
Serial Number:	88153162	NAUTICA
Serial Number:	88375716	NAUTICA
Serial Number:	88414267	NAUTICA
Serial Number:	88471462	NAUTICA
Serial Number:	88472494	NAUTICA
Serial Number:	88284819	NAUTICA
Serial Number:	88284812	NAUTICA
Serial Number:	88284795	NAUTICA
Serial Number:	97095101	NAUTICA
Serial Number:	90492625	NAUTICA
Serial Number:	90493956	NAUTICA
Serial Number:	90754372	NAUTICA
Serial Number:	90902015	NAUTICA
Serial Number:	88481163	NAUTICA
Serial Number:	90493963	NAUTICA
Serial Number:	88656351	
Serial Number:	88348470	NAUTICA JEANS COMPANY
Serial Number:	90692029	T
Serial Number:	90691990	T
Serial Number:	88523739	SILVER STAR
Serial Number:	90066570	JUDITH LEIBER MORE IS MORE
Serial Number:	88723600	ROSE RELIEF
Serial Number:	88724319	ROSE RELIEF
Serial Number:	90758702	TARYN ROSE
Serial Number:	88514541	ADRIENNE VITTADINI
Serial Number:	88514548	ADRIENNE VITTADINI
Serial Number:	88514552	ADRIENNE VITTADINI
Serial Number:	88619194	ADRIENNE VITTADINI
Serial Number:	88619190	ADRIENNE VITTADINI
Serial Number:	88625384	ADRIENNE VITTADINI
Serial Number:	90661481	ADRIENNE VITTADINI
Serial Number:	88157126	ADRIENNE VITTADINI BAMBINI

Property Type	Number	Word Mark
Serial Number:	86817135	ADRIENNE VITTADINI STUDIO
Serial Number:	86817151	AV ADRIENNE VITTADINI STUDIO
Serial Number:	90028105	JUDITH LEIBER
Serial Number:	78908352	EXTRA MUSTARD
Serial Number:	90254040	GREENZONE
Serial Number:	78929737	MYSI
Serial Number:	90135688	PROSPECTS BY SPORTS ILLUSTRATED
Serial Number:	90709002	SI
Serial Number:	97124977	SI
Serial Number:	90684914	SI CASINO
Serial Number:	88553592	SI CLASSICS
Serial Number:	88690748	SI COVERS
Serial Number:	90253804	SI GREENZONE
Serial Number:	97155220	SI
Serial Number:	86686755	SI PLAY
Serial Number:	90684928	SI POKER
Serial Number:	90631365	SI SHOP
Serial Number:	90751749	SI SPORTS ILLUSTRATED
Serial Number:	90751774	SI SPORTS ILLUSTRATED
Serial Number:	90687390	SI SPORTS ILLUSTRATED
Serial Number:	90687405	SI SPORTS ILLUSTRATED
Serial Number:	90687421	SI SPORTS ILLUSTRATED
Serial Number:	90557005	SI SPORTSBOOK
Serial Number:	90370303	SI TIX
Serial Number:	86415428	SI WIRE
Serial Number:	75657423	SIKIDS.COM
Serial Number:	88725028	SPORTS ILLUSTRATED
Serial Number:	88731720	SPORTS ILLUSTRATED
Serial Number:	88731734	SPORTS ILLUSTRATED
Serial Number:	88731742	SPORTS ILLUSTRATED
Serial Number:	88731877	SPORTS ILLUSTRATED
Serial Number:	88731889	SPORTS ILLUSTRATED
Serial Number:	88731902	SPORTS ILLUSTRATED
Serial Number:	88732087	SPORTS ILLUSTRATED
Serial Number:	88732099	SPORTS ILLUSTRATED
Serial Number:	88612728	SPORTS ILLUSTRATED
Serial Number:	88665130	SPORTS ILLUSTRATED
Serial Number:	90558117	SPORTS ILLUSTRATED

Property Type	Number	Word Mark
Serial Number:	88732108	SPORTS ILLUSTRATED
Serial Number:	88732132	SPORTS ILLUSTRATED
Serial Number:	90033744	SPORTS ILLUSTRATED
Serial Number:	90033754	SPORTS ILLUSTRATED
Serial Number:	72156341	SPORTS ILLUSTRATED
Serial Number:	73647378	SPORTS ILLUSTRATED
Serial Number:	74403883	SPORTS ILLUSTRATED
Serial Number:	74649155	SPORTS ILLUSTRATED
Serial Number:	78502708	SPORTS ILLUSTRATED
Serial Number:	87453802	SPORTS ILLUSTRATED
Serial Number:	88566453	SPORTS ILLUSTRATED
Serial Number:	87618669	SPORTS ILLUSTRATED
Serial Number:	87666763	SPORTS ILLUSTRATED
Serial Number:	90253843	SPORTS ILLUSTRATED GREENZONE
Serial Number:	78950187	SPORTS ILLUSTRATED KIDS
Serial Number:	78958266	SPORTS ILLUSTRATED KIDS
Serial Number:	86686742	SPORTS ILLUSTRATED PLAY
Serial Number:	90370299	SPORTS ILLUSTRATED TIX
Serial Number:	90750027	ABOVE THE RIM
Serial Number:	97009340	ABOVE THE RIM
Serial Number:	97093499	ABOVE THE RIM
Serial Number:	90565543	AIRWALK
Serial Number:	88106379	FREDERICK'S OF HOLLYWOOD
Serial Number:	88202360	FREDERICK'S OF HOLLYWOOD
Serial Number:	73397425	BARNEYS
Serial Number:	73397428	BARNEYS
Serial Number:	88732253	BARNEYS
Serial Number:	88732259	BARNEYS
Serial Number:	88732365	BARNEYS
Serial Number:	90691697	BARNEYS
Serial Number:	88732243	BARNEYS
Serial Number:	72136187	BARNEY'S
Serial Number:	88017852	BARNEYS BEAUTY BOX
Serial Number:	74698082	BARNEYS NEW YORK
Serial Number:	73397427	BARNEYS NEW YORK
Serial Number:	75273941	BARNEYS NEW YORK
Serial Number:	76471826	BARNEYS NEW YORK
Serial Number:	76050007	BARNEYS NEW YORK FREE STUFF

Property Type	Number	Word Mark
Serial Number:	88016156	BARNEYS NEW YORK INFLUENCER
Serial Number:	85368485	BARNEYS NEW YORK WAREHOUSE
Serial Number:	76570839	BARNEYS NEW YORK
Serial Number:	76580230	BARNEYS NEW YORK
Serial Number:	75981426	BARNEYS NEW YORK
Serial Number:	73792604	BARNEYS NEW YORK
Serial Number:	85368495	BARNEYS WAREHOUSE
Serial Number:	74139558	CHELSEA PASSAGE
Serial Number:	78556950	CHELSEA PASSAGE
Serial Number:	85545867	CONNOR
Serial Number:	75983558	CO-OP
Serial Number:	75983420	CO-OP
Serial Number:	75983287	CO-OP
Serial Number:	75983316	CO-OP BARNEYS NEW YORK
Serial Number:	76976610	COOP BARNEYS NEW YORK
Serial Number:	88015994	FIVESEVENTYFIVE
Serial Number:	88796457	FREDS
Serial Number:	88734076	FREDS AT BARNEYS
Serial Number:	75172667	FRED'S AT BARNEYS NEW YORK
Serial Number:	85477858	FREDS AT BARNEY'S NEW YORK
Serial Number:	85417225	FREDS AT BARNEYS NEW YORK
Serial Number:	76579728	
Serial Number:	75981502	
Serial Number:	76579727	
Serial Number:	85451602	MY BARNEYS BAG
Serial Number:	85631113	N
Serial Number:	85631150	N NEW ARRIVAL
Serial Number:	85860425	PURPLE CARD
Serial Number:	74030677	SELECT, DON'T SETTLE.
Serial Number:	76283654	TASTE, LUXURY, HUMOR
Serial Number:	76368542	THE FOUNDATION
Serial Number:	76389133	THE FOUNDATION
Serial Number:	85498555	X AND O
Serial Number:	85499590	XO EXCLUSIVELY OURS
Serial Number:	75062840	HERVE LEGER
Serial Number:	74509766	STITCHING HORSE
Serial Number:	76358973	
Serial Number:	74509759	SMALL FRYE

Property Type	Number	Word Mark
Serial Number:	87264101	JOHN A FRYE
Serial Number:	74509758	JETBOOT
Serial Number:	86966184	FRYE SINCE 1863
Serial Number:	86966176	FRYE SINCE 1863
Serial Number:	73375583	FRYE
Serial Number:	76618171	FRYE FF
Serial Number:	77981065	FRYE FF
Serial Number:	77806175	FRYE FF
Serial Number:	86670285	FRYE FF
Serial Number:	88670577	FRYE AND CO. SINCE 1863
Serial Number:	88731442	FRYE
Serial Number:	78656376	FRYE
Serial Number:	77391378	FRYE
Serial Number:	86670273	FRYE
Serial Number:	73099229	FRYE
Serial Number:	76434885	FRYE
Serial Number:	76618170	FRYE
Serial Number:	77716469	FRYE
Serial Number:	77779383	FRYE
Serial Number:	88199596	FRYE
Serial Number:	75415454	FRYE
Serial Number:	88194331	FRYE
Serial Number:	88194305	FRYE
Serial Number:	88194289	FRYE
Serial Number:	90288134	FRYE
Serial Number:	90288131	FRYE
Serial Number:	88731499	FF
Serial Number:	76618758	FF
Serial Number:	78656383	FF
Serial Number:	85742623	FF
Serial Number:	86670292	FF
Serial Number:	78786718	FF
Serial Number:	77870059	CAMPUS
Serial Number:	90804043	HERVE BY HERVE LEGER
Serial Number:	90221432	HERVE LEGER
Serial Number:	75062842	HERVE LEGER
Serial Number:	88663419	HICKEY FREEMAN
Serial Number:	88460776	HICKEY FREEMAN NEW YORK

Property Type	Number	Word Mark
Serial Number:	88099685	ZOOEY
Serial Number:	88645661	ALLPASS
Serial Number:	87185742	JONES NEW YORK
Serial Number:	88254136	JONES NEW YORK
Serial Number:	88254843	JONES NEW YORK
Serial Number:	87522096	JONES NEW YORK
Serial Number:	87559058	JUICY COUTURE
Serial Number:	87559076	JUICY COUTURE
Serial Number:	88284835	JUICY COUTURE LOS ANGELES, CALIFORNIA
Serial Number:	88227068	BANDOLINO
Serial Number:	88169592	BANDOLINO
Serial Number:	88227049	BANDOLINO
Serial Number:	88153020	NINE WEST
Serial Number:	90342124	NINE WEST
Serial Number:	88311921	NINE WEST
Serial Number:	88390224	NINE WEST
Serial Number:	88414214	NINE WEST
Serial Number:	88486184	NINE WEST
Serial Number:	88597502	NINE WEST
Serial Number:	74355985	NINE WEST
Serial Number:	78251344	87
Serial Number:	76344182	A
Serial Number:	85773041	A87
Serial Number:	85325662	A87
Serial Number:	97072449	A87
Serial Number:	78746520	A87
Serial Number:	85310708	AERO
Serial Number:	86486763	AERO
Serial Number:	75942762	AERO
Serial Number:	78289477	AERO
Serial Number:	78272006	AERO ATHLETICS
Serial Number:	73708583	AEROPOSTALE
Serial Number:	77070636	AEROPOSTALE
Serial Number:	73679424	AEROPOSTALE
Serial Number:	77187554	AEROPOSTALE
Serial Number:	73502671	AEROPOSTALE
Serial Number:	78907234	AEROPOSTALE
Serial Number:	77070654	AEROPOSTALE



Property Type	Number	Word Mark
Serial Number:	77149296	AEROPOSTALE
Serial Number:	77070674	AEROPOSTALE
Serial Number:	86727210	AEROPOSTALE
Serial Number:	73679252	AEROPOSTALE
Serial Number:	97040148	AEROPOSTALE
Serial Number:	76344183	AEROPOSTALE A
Serial Number:	86272042	AEROPOSTALE MAXIMUM
Serial Number:	86867232	CAPE JUBY
Serial Number:	78445273	EIGHTY SEVEN
Serial Number:	86867021	
Serial Number:	86132645	FREE STATE
Serial Number:	90872687	HAUL-A-BUSTER
Serial Number:	85983889	LIVE LOVE DREAM
Serial Number:	85710446	LIVE LOVE DREAM
Serial Number:	85794355	LIVE LOVE DREAM
Serial Number:	85755971	LIVE LOVE DREAM
Serial Number:	85794134	LIVE LOVE DREAM AEROPOSTALE
Serial Number:	86866961	PRINCE & FOX
Serial Number:	77488907	PS FROM AEROPOSTALE
Serial Number:	77488966	PS FROM AEROPOSTALE
Serial Number:	77978100	PS FROM AEROPOSTALE
Serial Number:	78522220	

**CORRESPONDENCE DATA**

**Fax Number:**

*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:** 6464909839  
**Email:** trademark@authenticbrands.com  
**Correspondent Name:** Bridgette Fitzpatrick  
**Address Line 1:** 1411 Broadway  
**Address Line 4:** New York, NEW YORK 10018

<b>NAME OF SUBMITTER:</b>	Bridgette Fitzpatrick
<b>SIGNATURE:</b>	/Bridgette Fitzpatrick/
<b>DATE SIGNED:</b>	10/04/2022

**Total Attachments: 12**

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**FIRST LIEN TRADEMARK SECURITY AGREEMENT**

This FIRST LIEN TRADEMARK SECURITY AGREEMENT (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, this “**Trademark Security Agreement**”), dated as of May 19, 2022, is made by the undersigned Grantors (each, a “**Grantor**” and collectively, the “**Grantors**”) in favor of Bank of America, N.A., as Collateral Agent for the Secured Parties (together with its successors and assigns in such capacity, the “**Collateral Agent**”).

WHEREAS, the Grantors are party to that certain First Lien Security Agreement, dated as of September 29, 2017 (as amended, restated, amended and restated, supplemented, waived, refinanced, replaced or otherwise modified from time to time, the “**Security Agreement**”), among the Grantors, the other grantors party thereto and the Collateral Agent; and

WHEREAS, under the terms of the Security Agreement, each Grantor has granted to the Collateral Agent, for the benefit of the Secured Parties, a security interest in, among other property, certain intellectual property of such Grantor, and has agreed to execute this Trademark Security Agreement for recording with the U.S. Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor agrees as follows:

SECTION 1. Terms. Capitalized terms used but not defined herein shall have the meanings given or given by reference in the Security Agreement.

SECTION 2. Grant of Security. As security for the payment or performance, as the case may be, in full of the Secured Obligations, each Grantor hereby grants to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest (the “**Security Interest**”) in all of such Grantor’s right, title and interest in, to and under the Trademarks, including the trademark and service mark registrations and applications set forth on Schedule A attached hereto (the “**Trademark Collateral**”); provided that “**Trademark Collateral**” shall not include and the Security Interest shall not attach to any “intent-to-use” application for registration of a Trademark filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. §1051, prior to the filing and acceptance of a “Statement of Use” pursuant to Section 1(d) of the Lanham Act or an “Amendment to Allege Use” pursuant to Section 1(c) of the Lanham Act with respect thereto (it being understood that after such filing and acceptance such intent-to-use application shall be automatically subject to the security interest granted herein and deemed to be included in the Trademark Collateral) or to any other Excluded Asset as provided under the Security Agreement.

SECTION 3. Recordation. Each Grantor authorizes and requests that the Commissioner for Trademarks record this Trademark Security Agreement with the U.S. Patent and Trademark Office.

SECTION 4. Execution in Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed signature page to this Trademark Security Agreement by facsimile or electronic (including .pdf or .tif file) transmission shall be as effective as delivery of a manually signed counterpart of this Trademark Security Agreement.

SECTION 5. Security Agreement. This Trademark Security Agreement has been entered into in conjunction with the provisions of the Security Agreement. Each Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms

and provisions of which are incorporated herein by reference as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 6. Governing Law. THIS TRADEMARK SECURITY AGREEMENT AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HEREUNDER (INCLUDING, WITHOUT LIMITATION, ANY CLAIMS SOUNDING IN CONTRACT LAW OR TORT LAW ARISING OUT OF THE SUBJECT MATTER HEREOF AND ANY DETERMINATIONS WITH RESPECT TO POST-JUDGMENT INTEREST) SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK WITHOUT REGARD TO THE CONFLICT OF LAWS PRINCIPLES THEREOF THAT WOULD RESULT IN THE APPLICATION OF ANY LAW OTHER THAN THE LAW OF THE STATE OF NEW YORK WITHOUT GIVING EFFECT TO THE CONFLICTS OF LAW PRINCIPLES THEREOF, BUT INCLUDING SECTION 5-1401 OF THE NEW YORK GENERAL OBLIGATIONS LAW (OTHER THAN ANY MANDATORY PROVISIONS OF LAW RELATING TO THE LAW GOVERNING PERFECTION AND THE EFFECT OF PERFECTION OF THE SECURITY INTEREST AND APPLICABLE FEDERAL LAWS PERTAINING TO TRADEMARKS).

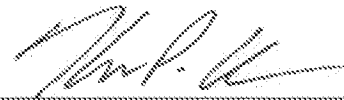
SECTION 7. Intercreditor Agreement. NOTWITHSTANDING ANYTHING HEREIN TO THE CONTRARY, THE LIEN AND SECURITY INTEREST GRANTED TO THE COLLATERAL AGENT, FOR THE BENEFIT OF THE SECURED PARTIES, PURSUANT TO THIS TRADEMARK SECURITY AGREEMENT AND THE EXERCISE OF ANY RIGHT OR REMEDY BY THE COLLATERAL AGENT AND THE OTHER SECURED PARTIES HEREUNDER ARE SUBJECT TO THE PROVISIONS OF THE INTERCREDITOR AGREEMENT. IN THE EVENT OF ANY CONFLICT OR INCONSISTENCY BETWEEN THE PROVISIONS OF THE INTERCREDITOR AGREEMENT AND THIS TRADEMARK SECURITY AGREEMENT, THE PROVISIONS OF THE INTERCREDITOR AGREEMENT SHALL GOVERN AND CONTROL.

[Remainder of this page intentionally left blank]

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

GRANTORS

ABG-BARNEYS, LLC  
ABG COLLECTIVE LLC  
ABG-FREDERICK'S OF HOLLYWOOD, LLC  
ABG-FRYE LLC  
ABG-HERVE LEGER, LLC  
ABG HMX, LLC  
ABG INTERMEDIATE HOLDINGS 2 LLC  
ABG-JONES, LLC  
ABG JUICY COUTURE, LLC  
ABG-SI LLC  
ABG-SLG, LLC  
ABG SSIP, LLC  
ABG-TRETORN, LLC  
ABG-AERO IPCO, LLC  
PRINCE SPORTS, LLC  
SPYDER ACTIVE SPORTS, INC.  
THE ESTATE OF MARILYN MONROE LLC

By:   
Name: Kevin Clarke  
Title: Secretary and Chief Financial Officer

ABG-NINE WEST, LLC  
NAUTICA APPAREL, INC.

By:   
Name: Kevin Clarke  
Title: Chief Financial Officer

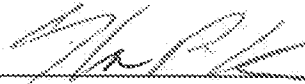
First Lien Trademark Security Agreement

**TRADEMARK**  
**REEL: 007815 FRAME: 0146**

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

ABG-AERO IPCO, LLC

By:



Name: Kevin Clarke

Title: Secretary and Chief Financial Officer

Accepted and Agreed:

**BANK OF AMERICA, N.A.**, as Collateral Agent

By: Kyle D. Harding  
Name: Kyle D. Harding  
Title: Vice President

SCHEDULE A

[See attached.]



ABG-Barneys, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	BARNEYS	73397425	1371828	42
United States of America	BARNEYS	73397428	1337912	18, 21, 25, 40, 42
United States of America	BARNEYS	88732253		21
United States of America	BARNEYS	88732259	6202071	35
United States of America	BARNEYS	88732365		3
United States of America	BARNEYS	90691697		43
United States of America	BARNEYS	88732243		18
United States of America	BARNEY'S	72136187	740068	25
United States of America	BARNEYS BEAUTY BOX	88017852		3, 35, 44
United States of America	BARNEYS NEW YORK	74698082	2073088	42
United States of America	BARNEYS NEW YORK	73397427	1332229	21, 25, 40, 42
United States of America	BARNEYS NEW YORK	75273941	2571696	24, 25
United States of America	BARNEYS NEW YORK	76471826	2766664	30
United States of America	BARNEYS NEW YORK FREE STUFF (and Design)	76050007	2608036	35
United States of America	BARNEYS NEW YORK INFLUENCER	88016156	5860038	35
United States of America	BARNEYS NEW YORK WAREHOUSE	85368485	4343133	35
United States of America	BARNEYS NEWYORK (and Design - Lion - Stacked)	76570839	3088046	28
United States of America	BARNEYS NEWYORK (and Design - Lion)	76580230	2963769	25
United States of America	BARNEYS NEWYORK (and Design - Lion)	75981426	2583246	24, 25
United States of America	BARNEYS NEWYORK (Stylized - Stacked)	73792604	1620003	25, 35
United States of America	BARNEYS WAREHOUSE	85368495	4343134	35
United States of America	CHELSEA PASSAGE	74139558	1793956	42
United States of America	CHELSEA PASSAGE	78556950	3070632	35
United States of America	CONNOR	85545867	4233033	16
United States of America	CO-OP	75983558	2983421	25
United States of America	CO-OP	75983420	2847734	35
United States of America	CO-OP	75983287	2847733	25
United States of America	CO-OP BARNEYS NEW YORK	75983316	2802702	25, 35
United States of America	COOP BARNEYS NEW YORK (Stylized)	76976610	2867636	35
United States of America	FIVESEVENTYFIVE	88015994	5675074	25
United States of America	FREDS	88796457	6096550	43
United States of America	FREDS AT BARNEYS	88734076		30
United States of America	FRED'S AT BARNEYS NEW YORK	75172667	2144170	43
United States of America	FREDS AT BARNEY'S NEW YORK	85477858	4182469	29, 30
United States of America	FREDS AT BARNEYS NEW YORK (Stylized - Stacked)	85417225	4243203	43
United States of America	Lion Device	76579728	3088067	28
United States of America	Lion Device	75981502	2559933	24, 25
United States of America	Lion Device	76579727	2927627	25
United States of America	MY BARNEYS BAG	85451602	4235176	35, 39, 43, 44, 45
United States of America	N (and Design - Diamond)	85631113	4444648	35
United States of America	NNEW ARRIVAL (and Design - Diamond)	85631150	4951545	35
United States of America	PURPLE CARD	85860425	4439121	35
United States of America	SELECT, DON'T SETTLE.	74030677	1678142	42
United States of America	TASTE, LUXURY, HUMOR	76283654	2552600	35
United States of America	THE FOUNDATION	76368542	2744455	35
United States of America	THE FOUNDATION (Stylized)	76389133	2782869	35
United States of America	XO (and Design - In a Circle)	85498555	4247329	25, 35
United States of America	XO EXCLUSIVELY OURS (and Design - In a Circle)	85499590	4247333	25, 35

ABG Collective LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	ABOVE THE RIM	90750027		21
United States of America	ABOVE THE RIM	97009340		25
United States of America	ABOVE THE RIM	97093499		25
United States of America	AIRWALK	90565543		28

ABG-Frederick's of Hollywood, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	FREDERICK'S OF HOLLYWOOD	88106379		3
United States of America	FREDERICK'S OF HOLLYWOOD	88202360	5727991	14

ABG-Frye LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	CAMPUS	77870059	4824194	25
United States of America	FF Boot/Design	78786718	3183436	25
United States of America	FF Design	86670292	4892736	9
United States of America	FF Design	85742623	4342210	25
United States of America	FF Design	78656383	3700365	14, 18
United States of America	FF Design	76618758	3039511	18, 25
United States of America	FF Design	88731499	6069540	14
United States of America	FRYE	90288131	6557159	24
United States of America	FRYE	90288134	6557160	20
United States of America	FRYE	88194289	5887300	16
United States of America	FRYE	88194305	5887301	21
United States of America	FRYE	88194331	5881669	28
United States of America	FRYE	75415454	2191093	25
United States of America	FRYE	88199596	5881674	3
United States of America	FRYE	77779383	4042539	25
United States of America	FRYE	77716469	4019887	18
United States of America	FRYE	76618170	3149258	14
United States of America	FRYE	76434885	2998603	3
United States of America	FRYE	73099229	1093784	18
United States of America	FRYE	86670273	5034374	9
United States of America	FRYE	77391378	4150364	25
United States of America	FRYE	78656376	3759339	18
United States of America	FRYE	88731442	6557784	14
United States of America	FRYE & CO SINCE 1863	88670577		25
United States of America	FRYE FF Design	86670285	4892735	9
United States of America	FRYE FF Design	77806175	3894900	18
United States of America	FRYE FF Design	77981065	3932607	18, 25
United States of America	FRYE FF Design	76618171	3149259	14
United States of America	FRYE FF Design	73375583	1244640	25
United States of America	FRYE SINCE 1863	86966176	5090247	18, 25, 35
United States of America	FRYE SINCE 1863	86966184	5365623	25
United States of America	JETBOOT	74509758	2004728	25
United States of America	JOHN A. FRYE Signature	87264101	5383608	25
United States of America	SMALL FRYE	74509759	1990286	25
United States of America	Stitch Design	76358973	2701562	25
United States of America	STITCHING HORSE	74509766	1949578	25

ABG-Herve Leger, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	HERVE BY HERVE LEGER	90804043		25
United States of America	HERVE LEGER	90221432	6387566	35
United States of America	HERVE LEGER	75062842	2090637	3, 18, 25
United States of America	HERVE LEGER (logo)	75062840	2062875	25

ABG HMX, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	HICKEY FREEMAN	88663419		9
United States of America	HICKEY FREEMAN NEW YORK (stylized logo)	88460776		3
United States of America	ZOOEY	88099685	6019763	5

ABG Intermediate Holdings 2 LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	ALLPASS	88645661		35

ABG-Jones, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	JONES NEW YORK	87185742	5546530	18
United States of America	JONES NEW YORK	88254136		21
United States of America	JONES NEW YORK	88254843	6019996	8
United States of America	JONES NEW YORK	87522096	5932502	3

ABG Juicy Couture, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	JUICY COUTURE	87559058	5581961	11
United States of America	JUICY COUTURE	87559076	5581963	8
United States of America	JUICY COUTURE LOS ANGELES, CALIFORNIA Stylized	88284835	5839173	25

ABG-Nine West, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	BANDOLINO	88227068		14
United States of America	BANDOLINO	88169592	5939589	18
United States of America	BANDOLINO	88227049	5916545	9
United States of America	NINE WEST	88153020	6019836	25
United States of America	NINE WEST	90342124		18
United States of America	NINE WEST	88311921	6185860	26
United States of America	NINE WEST	88390224	6015123	3
United States of America	NINE WEST	88414214	6015166	25
United States of America	NINE WEST	88486184	6025648	25
United States of America	NINE WEST Active Logo	88597502	6252337	25
United States of America	NINE WEST Logo	74355985	1829417	42

ABG-AERO IPCO, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	87	78251344	3000665	25
United States of America	A & Design	76344182	2680386	25
United States of America	A87	85773041	4324559	25
United States of America	A87	85325662	4074223	35
United States of America	A87	1141576	1141576	3, 35
United States of America	A87	97072449		9
United States of America	A87 Stylized	78746520	3151023	25
United States of America	AERO	85310708	4299932	25
United States of America	AERO	86486763	4794024	35
United States of America	AERO (Stylized)	75942762	2911335	25
United States of America	AERO and EXPLOSION Design	78289477	2937762	25
United States of America	AERO ATHLETICS	78272006	2927817	25
United States of America	AEROPOSTALE	73708583	1548372	25
United States of America	AEROPOSTALE	77070636	3361415	14
United States of America	AEROPOSTALE	73679424	1485368	25
United States of America	AEROPOSTALE	77187554	3444014	25
United States of America	AEROPOSTALE	73502671	1354292	25
United States of America	AEROPOSTALE	78907234	3233142	3
United States of America	AEROPOSTALE	77070654	3361416	18
United States of America	AEROPOSTALE	77149296	3443836	35
United States of America	AEROPOSTALE	77070674	3285335	3
United States of America	AEROPOSTALE	86727210	4895881	11, 16, 20, 24, 27
United States of America	AEROPOSTALE	73679252	1487211	42
United States of America	AEROPOSTALE	97040148		9
United States of America	AEROPOSTALE A & Design	76344183	2680387	25
United States of America	AEROPOSTALE MAXIMUM	86272042	4609927	3
United States of America	CAPE JUBY and Design	86867232	5022213	25
United States of America	EIGHTY SEVEN	78445273	3421014	25
United States of America	Fox Head & Design	86867021	5026101	25
United States of America	FREE STATE	86132645	4660903	25
United States of America	HAUL-A-BUSTER	90872687		35
United States of America	LIVE LOVE DREAM	85983889	4874822	24
United States of America	LIVE LOVE DREAM	85710446	4460948	25
United States of America	LIVE LOVE DREAM	85794355	4502798	35
United States of America	LIVE LOVE DREAM	85755971	4482218	18
United States of America	LIVE LOVE DREAM EROPOSTALE	85794134	4324601	3
United States of America	PRINCE & FOX	86866961	5026100	25
United States of America	PS FROM AEROPOSTALE	77488907	3693636	35
United States of America	PS FROM AEROPOSTALE	77488966	3709721	3
United States of America	PS FROM AEROPOSTALE	77978100	3716916	18, 25
United States of America	Turtle Design	78522220	3041426	25

ABG-SI LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	EXTRA MUSTARD	78908352	3459632	41
United States of America	GREENZONE	90254040		41
United States of America	MYSI	78929737	3407233	41
United States of America	PROSPECTS BY SPORTS ILLUSTRATED	90135688	6472705	41
United States of America	SI	90709002		41
United States of America	SI	97124977		25
United States of America	SI CASINO	90684914		41
United States of America	SI CLASSICS	88553592		25
United States of America	SI COVERS	88690748	6229603	35
United States of America	SI GREENZONE	90253804		41
United States of America	SI Logo	97155220		25
United States of America	SI PLAY	86686755	5751524	42
United States of America	SI POKER	90684928		41
United States of America	SI SHOP	90631365		35
United States of America	SI SPORTS ILLUSTRATED	90751749		21
United States of America	SI SPORTS ILLUSTRATED	90751774		43
United States of America	SI SPORTS ILLUSTRATED Logo	90687390		25
United States of America	SI SPORTS ILLUSTRATED Logo	90687405		18
United States of America	SI SPORTS ILLUSTRATED Logo	90687421		24
United States of America	SI SPORTSBOOK	90557005		41
United States of America	SI TIX	90370303	6495227	41
United States of America	SI WIRE	86415428	4759259	41
United States of America	SIKIDS.COM	75657423	2389386	42
United States of America	SPORTS ILLUSTRATED	88725028		39
United States of America	SPORTS ILLUSTRATED	88731720	6229738	5
United States of America	SPORTS ILLUSTRATED	88731734	6252719	9
United States of America	SPORTS ILLUSTRATED	88731742		14
United States of America	SPORTS ILLUSTRATED	88731877	6229739	18
United States of America	SPORTS ILLUSTRATED	88731889		20
United States of America	SPORTS ILLUSTRATED	88731902		21
United States of America	SPORTS ILLUSTRATED	88732087		28
United States of America	SPORTS ILLUSTRATED	88732099		35
United States of America	SPORTS ILLUSTRATED	88612728		41
United States of America	SPORTS ILLUSTRATED	88665130	6252439	41
United States of America	SPORTS ILLUSTRATED	90558117		25
United States of America	SPORTS ILLUSTRATED	88732108		43
United States of America	SPORTS ILLUSTRATED	88732132		44
United States of America	SPORTS ILLUSTRATED	90033744	6503543	16
United States of America	SPORTS ILLUSTRATED	90033754		41
United States of America	SPORTS ILLUSTRATED	72156341	0754203	16
United States of America	SPORTS ILLUSTRATED	73647378	1463508	24, 25
United States of America	SPORTS ILLUSTRATED	74403883	1822747	16
United States of America	SPORTS ILLUSTRATED	74649155	1969741	42
United States of America	SPORTS ILLUSTRATED	78502708	3541778	9
United States of America	SPORTS ILLUSTRATED	87453802	5393067	41
United States of America	SPORTS ILLUSTRATED	88566453		3
United States of America	SPORTS ILLUSTRATED	87618669	6471200	38
United States of America	SPORTS ILLUSTRATED	87666763	5704344	9
United States of America	SPORTS ILLUSTRATED GREENZONE	90253843		41
United States of America	SPORTS ILLUSTRATED KIDS	78950187	3422999	16
United States of America	SPORTS ILLUSTRATED KIDS logo	78958266	3423012	16
United States of America	SPORTS ILLUSTRATED PLAY	86686742	5751523	42
United States of America	SPORTS ILLUSTRATED TIX	90370299		41

ABG-SLG, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	ADRIENNE VITTADINI	88514541	6060382	4
United States of America	ADRIENNE VITTADINI	88514548	6060383	8
United States of America	ADRIENNE VITTADINI	88514552	6060384	16
United States of America	ADRIENNE VITTADINI	88619194	6296257	21
United States of America	ADRIENNE VITTADINI	88619190	6201767	9
United States of America	ADRIENNE VITTADINI	88625384	6029129	18
United States of America	ADRIENNE VITTADINI	90661481		21
United States of America	ADRIENNE VITTADINI BAMBINI w/ Sheep Design	88157126		24
United States of America	ADRIENNE VITTADINI STUDIO	86817135	5503486	11, 20
United States of America	AV ADRIENNE VITTADINI STUDIO & design	86817151	5503487	11, 21
United States of America	JUDITH LEIBER	90028105	6464981	14

**TRADEMARK**  
**REEL: 007815 FRAME: 0153**

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	JUDITH LEIBER MORE IS MORE	90066570		3
United States of America	ROSE RELIEF	88723600		25
United States of America	ROSE RELIEF	88724319		3
United States of America	TARYN ROSE	90758702		14, 18

ABG SSIP, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	SILVER STAR	88523739		25

ABG-Tretorn, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	T Logo	90692029		25
United States of America	T Logo	90691990		18

Nautica Apparel, Inc.

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	J-CLASS 1930 1937 Logo	74456597	1871390	25
United States of America	NAUTICA	88235675	6025075	21
United States of America	NAUTICA	88656313		8
United States of America	NAUTICA	88153162	5802441	9
United States of America	NAUTICA	88375716	6222704	28
United States of America	NAUTICA	88414267	6267369	14
United States of America	NAUTICA	88471462	6246413	16
United States of America	NAUTICA	88472494		11
United States of America	NAUTICA	88284819	5957462	20
United States of America	NAUTICA	88284812	5910359	27
United States of America	NAUTICA	88284795	5992424	21
United States of America	NAUTICA	97095101		9
United States of America	NAUTICA	90492625		36
United States of America	NAUTICA	90493956		12
United States of America	NAUTICA	90754372		8
United States of America	NAUTICA	90902015		22
United States of America	NAUTICA	88481163	6229029	28
United States of America	NAUTICA and J Class Logo	90493963		12
United States of America	NAUTICA J-Class Logo	88656351		8
United States of America	NAUTICA JEANS COMPANY	88348470	6009423	24

Prince Sports, LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	PRINCE logo	87593121	5591539	18

Spyder Active Sports, Inc.

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	PROWEB	88679309		9
United States of America	PROWEB	88679346		25
United States of America	SPYDER	88737921	6296470	9
United States of America	SPYDER	88585029		21
United States of America	SPYDER & Design	88792305		25
United States of America	SPYDER & Design	88325712		14
United States of America	SPYDER and Bug Design (black and white)	88676089		28
United States of America	SPYDER and Bug Design (black and white)	87554524	6266944	9
United States of America	SPYDER and Bug Design (black and white)	87940781	5682216	28
United States of America	SPYDER and Bug Design (black and white)	88108850	6434900	9
United States of America	SPYDER and Bug Design (black and white)	88123658	5722345	25
United States of America	SPYDER and Bug Design (black and white)	90078542	6343710	28
United States of America	SPYDER Logo	88585011		21
United States of America	Spyder Logo	88737919	6296469	9
United States of America	Spyder Logo	88463118	5963501	3
United States of America	Spyder Logo	87322303	5880469	12
United States of America	SPYDER SKI	88641348		3
United States of America	SPYDER Vertical Logo	87437135	6002945	25
United States of America	SPYDER Vertical Logo	87437135	6002945	24

**TRADEMARK**

**REEL: 007815 FRAME: 0154**

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	SPYDRY Logo	90621440		25
United States of America	VENOM	88586865		25

The Estate of Marilyn Monroe LLC

COUNTRY	TRADEMARK	APPLICATION NO	REGISTRATION NO	INT. CLASSES
United States of America	A DIAMOND IS A GIRL'S BEST FRIEND	77307474	3558634	14
United States of America	DIAMONDS ARE A GIRL'S BEST FRIEND	78366026	3269035	14
United States of America	DIAMONDS ARE A GIRL'S BEST FRIEND	88206712		9
United States of America	M. MONROE Stylized	87878608	5616902	14
United States of America	MARILYN MONROE	90804310		10
United States of America	MARILYN MONROE	88571095	6435123	3
United States of America	MARILYN MONROE	88737604	6100911	35
United States of America	MARILYN MONROE	88953866		32
United States of America	MARILYN MONROE	90687505		14
United States of America	MARILYN MONROE	90804151		26
United States of America	MARILYN MONROE	88379260	6211936	30
United States of America	MARILYN MONROE	88379455	6025494	28
United States of America	MARILYN MONROE	87470538	6262203	28
United States of America	MARILYN MONROE	87667449	5956159	3
United States of America	MARILYN MONROE	87755273	5978750	20
United States of America	MARILYN MONROE	88117471	5928036	13
United States of America	MARILYN MONROE	86734837	5481423	9
United States of America	MARILYN MONROE Signature	88158366	5928256	14
United States of America	MARILYN MONROE Signature	88159784	5928263	25

**TRADEMARK**

**REEL: 007815 FRAME: 0155**

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