

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Assignment of Rights in Trademark Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Wells Fargo Retail Finance II, LLC		10/25/2006	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Wells Fargo Retail Finance, LLC
<b>Street Address:</b>	One Boston Place
<b>Internal Address:</b>	18th Floor
<b>City:</b>	Boston
<b>State/Country:</b>	MASSACHUSETTS
<b>Postal Code:</b>	02108
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 88**

Property Type	Number	Word Mark
Serial Number:	78396667	AUTHENTIC COMFORT
Serial Number:	78396677	AUTHENTIC COMFORT
Serial Number:	78397779	AUTHENTIC COMFORT
Serial Number:	78397784	AUTHENTIC COMFORT
Serial Number:	74625796	
Serial Number:	78637480	BAD DOG
Serial Number:	75294784	BAD DOG
Registration Number:	2568750	BAD DOG
Registration Number:	2335873	BDS
Registration Number:	2217495	BIG BIG DOGS
Registration Number:	2166733	BIG DOG
Registration Number:	1985899	BIG DOG
Registration Number:	2078155	BIG DOG

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Serial Number:	78527528	BIG DOG
Serial Number:	78527537	BIG DOG
Serial Number:	76123788	BIG DOG CLUB
Serial Number:	75797005	BIG DOG ENTERTAINMENT
Serial Number:	75189686	BIG DOG MOTORCYCLES
Serial Number:	76292794	BIG DOG SHOOTOUT
Registration Number:	1798361	BIG DOG SPORTSWEAR
Registration Number:	1459306	BIG DOGS
Registration Number:	1842765	BIG DOGS
Registration Number:	2295456	BIG DOGS
Serial Number:	75599164	BIG DOGS
Serial Number:	75677919	BIG DOGS
Registration Number:	2551515	BIG DOGS
Registration Number:	2206261	BIG DOGS
Registration Number:	2348494	BIG DOGS
Registration Number:	2710307	BIG DOGS
Registration Number:	2746763	BIG DOGS KIDS
Registration Number:	2109020	BIGDOG MOTORCYCLES
Registration Number:	2740896	BIGDOGS.COM
Registration Number:	2470795	BRUISER THE BIG DOG OF TANDEM PULLERS
Registration Number:	2077876	DENIM DOGS
Registration Number:	2048686	IF YOU CAN'T RUN WITH THE BIG DOGS STAY ON THE PORCH
Registration Number:	2048687	IF YOU CAN'T RUN WITH THE BIG DOGS STAY ON THE PORCH
Registration Number:	2048688	IF YOU CAN'T RUN WITH THE BIG DOGS STAY ON THE PORCH
Registration Number:	1910157	IT'S A JUNGLE OUT THERE
Serial Number:	78453043	IT'S FIVE O'CLOCK SOMEWHERE!
Registration Number:	1710157	LIFEFORMS
Registration Number:	2201356	LIFEFORMS
Registration Number:	2059754	LITTLE BIG DOGS
Registration Number:	2430026	POLAR DOG
Registration Number:	2837826	POLAR DOGS
Registration Number:	2570563	QVF QUALITY VALUE FUN BIG DOGS
Registration Number:	2236932	RUN WITH THE BIG DOGS

Registration Number:	1986729	RUN WITH THE BIG DOGS
Registration Number:	1980728	RUN WITH THE BIG DOGS
Registration Number:	1980729	RUN WITH THE BIG DOGS
Registration Number:	1988089	
Registration Number:	1986750	SIERRA WEST
Registration Number:	1490237	
Registration Number:	1818819	
Registration Number:	1952997	
Registration Number:	2044478	
Registration Number:	1940076	
Registration Number:	1942816	
Registration Number:	1942817	
Registration Number:	1938902	
Registration Number:	1945678	
Registration Number:	1945679	
Registration Number:	2114456	
Registration Number:	2037638	
Registration Number:	2053253	
Registration Number:	2305610	
Registration Number:	2686874	
Registration Number:	2078147	
Registration Number:	1589017	TEAM SHRED
Serial Number:	78494998	THE BEST BRANDS FROM AROUND THE WORLD
Registration Number:	2367923	THE BIG DOGS
Registration Number:	2178776	THE WALKING CO.
Registration Number:	2397877	WALKING CO-
Registration Number:	2492669	WALKING CO.
Registration Number:	1868904	THE WALKING COMPANY
Registration Number:	1854353	THE WALKING COMPANY
Serial Number:	78495066	THE WALKING COMPANY
Serial Number:	78495074	THE WALKING COMPANY AUTHENTIC COMFORT
Registration Number:	1641792	THE WALKING STORE
Registration Number:	2367924	THEBIGDOGS.NET
Registration Number:	2256173	UNDERDOGS
Registration Number:	2397876	WALKING CO

Registration Number:	2070289	WALKING ISN'T FOR WIMPS
Registration Number:	2113274	WATCH DOGS
Registration Number:	2037633	WE SEARCH THE WORLD OVER SO YOU CAN WALK THE WORLD IN COMFORT
Registration Number:	2815244	WHERE THE BIG DOGS SHOP
Registration Number:	2399171	ZANTE
Registration Number:	1941228	
Serial Number:	74735228	

**CORRESPONDENCE DATA**

Fax Number: (617)248-4000  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 6172485000  
Email: tadmin@choate.com  
Correspondent Name: Jennifer Lynch  
Address Line 1: Two International Place  
Address Line 2: Attn: Trademark Administrator  
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Jennifer Lynch
Signature:	/Jennifer Lynch/
Date:	10/25/2006

Total Attachments: 9  
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**ASSIGNMENT OF RIGHTS IN  
TRADEMARK SECURITY AGREEMENT**

This Assignment of Rights in Trademark Security Agreement (this "Assignment") is made as of October 25, 2006 by Wells Fargo Retail Finance II, LLC, as assigning lender (the "Assignor") in favor of Wells Fargo Retail Finance, LLC, assignee lender (the "Assignee").

WHEREAS, Assignor was granted a security interest in the trademarks and trademark applications listed on Schedule A attached hereto (the "Marks") and has recorded in the United States Patent and Trademark Office on July 20, 2005 at Reel 3124, Frame 0789 the First Amendment to Trademark Security Agreement dated July 7, 2005 (the "Trademark Security Agreement") by and among Assignor, Big Dog USA, Inc. ("Big Dog") and Big Dog Holdings, Inc. (together with Big Dog, the "Debtor"); and

WHEREAS, Assignee is desirous of acquiring security interest granted by the Trademark Security Agreement in and to the Marks and the business and goodwill of the business in connection with which the Marks have been used.

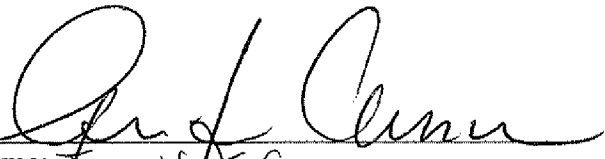
NOW THEREFORE, For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby assigns to Assignee all of its right, title and interest in, to and under the Trademark Security Agreement and the Marks, together with the business and goodwill of the business in connection with such the Marks have been used.

[Signature Page to Follow]

IN WITNESS WHEREOF, the Assignor, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.


ASSIGNOR

WELLS FARGO RETAIL FINANCE II, LLC

By:   
Name: Jennifer Cann  
Title: Senior Vice President

ASSIGNEE

WELLS FARGO RETAIL FINANCE, LLC

By:   
Name: Jennifer Cann  
Title: Senior Vice President

SCHEDULE A

### Big Dog Holdings Trademarks

Mark	Country	Serial Number	Reg. Number	Class(es)
Authentic Comfort	U.S.	78/396,667		25
Authentic Comfort	U.S.	78/396,677		18
Authentic Comfort	U.S.	78/397,779		18
Authentic Comfort & Design	U.S.	78/397,784		25
Baby Dog Design	U.S.	74/625,796	2,114,455	25
Bad Dog	US	78/637,480		25
Bad Dog & Design	U.S.	75/294,784		25
Bad Dog & Design	U.S.	75/295,009	2,568,750	06, 09, 16, 21
BDS	U.S.	75/702,524	2,335,873	25
Big Big Dogs	U.S.	74/625,780	2,217,495	25
Big Dog	E.C.	084210	084210	12, 37
Big Dog	U.S.	74/698,908	2,166,733	37, 42
Big Dog	U.S.	74/698,908	2,166,733	37, 42
Big Dog	U.S.	75/004,206	1,985,899	28
Big Dog	U.S.	75/976,098	2,078,155	12
Big Dog	U.S.	78/527,528		41
Big Dog	U.S.	78/527,537		09
Big Dog Club	U.S.	76/123,788	2,546,520	35
Big Dog Entertainment	U.S.	75/797,005	2,825,395	41
Big Dog Imprints	U.S.			
Big Dog Motorcycles	U.S.	75/189,686	2,110,697	12
Big Dog Shootout	U.S.	76/292,794	2,755,108	41
Big Dog Sportswear	CA State		041,701	25
Big Dog Sportswear	Canada	0877458	TMA586230	35, 38, 42
Big Dog Sportswear	U.S.	74/351,518	1,798,361	42
Big Dogs	Argentina	1586340	1586340	25
Big Dogs	Brazil	823847055		25
Big Dogs	Canada	57500201	347918	25
Big Dogs	China	1485118	1485118	28
Big Dogs	China	881458	881458	25
Big Dogs	E.C.	867275	867275	03, 06, 09 14, 16, 18, 20, 21, 24 25, 26, 28 30, 41
Big Dogs	Guatemala	6823	88103	25
Big Dogs	India	629596	629596	25
Big Dogs	Indonesia	342168	342168	25
Big Dogs	Ireland	94/3165	160846	25
Big Dogs	Israel	92755	92755	25
Big Dogs	Japan	51275/99	4520491	25



Mark	Country	Serial Number	Reg. Number	Class(es)
Big Dogs	Korea	98-0025915	467464	25, 49
Big Dogs	Malaysia	94/5819	94/5819	25
Big Dogs	N. Zealand	237246	237246	25
Big Dogs	Pakistan	125278	125278	25
Big Dogs	Philippines	96331	4199498450	25
Big Dogs	Russia	94020267	134174	25
Big Dogs	Singapore	S/4336/94	T94/04336F	25
Big Dogs	U.S.	73/626,412	1,459,306	25
Big Dogs	U.S.	74/381,860	1,842,765	09, 14, 16, 18, 21, 24
Big Dogs	U.S.	75/499,152	2,295,456	09, 18, 21
Big Dogs	U.S.	75/599,164		05, 30, 32
Big Dogs	U.S.	75/677,919	2,705,708	35
Big Dogs	U.S.	75/691,994	2,551,515	28
Big Dogs	U.S.	75/977,671	2,206,261	03, 09, 14, 16, 18, 20, 21, 24, 25, 28, 42
Big Dogs & Design	Australia	500922	500922	25
Big Dogs & Design	Austria	AM2804/89	128917	25
Big Dogs & Design	Belize	8853	8853	25
Big Dogs & Design	Benelux	729,677	464138	25
Big Dogs & Design	Brazil	823847063		25
Big Dogs & Design	Denmark	4.325/89	VR199005448	25
Big Dogs & Design	France	132.465	1532618	25
Big Dogs & Design	Germany	S48471/25 Wz	1150261	25
Big Dogs & Design	Greece	95782	95782	25
Big Dogs & Design	Hong Kong	9245/89	00220/1992	25
Big Dogs & Design	Indonesia	509390	509390	25
Big Dogs & Design	Italy	556932	MI99C-005851	25
Big Dogs & Design	Japan	123438/88	2346496	25
Big Dogs & Design	Mexico	175,533	503421	25
Big Dogs & Design	Norway	89.2798	143060	25
Big Dogs & Design	Portugal	256542	256542	25
Big Dogs & Design	Spain	1509271	1509271	25
Big Dogs & Design	Sweden	89-5468	221761	25
Big Dogs & Design	Switzerland	4486	378832	25
Big Dogs & Design	U.K.	1384880	1384880	25
Big Dogs & Design	U.S.	75/692,850	2,348,494	25
Big Dogs & Design	U.S.	75/706,274	2,710,307	35
Big Dogs Kids	U.S.	76/446,456	2,746,763	25
Bigdog Motorcycles & Design	U.S.	75/189,926	2,109,020	12
Bigdogs.com	U.S.	75/677,071	2,740,896	35
Bruiser The Big Dog Of Tandem Pullers	U.S.	75/303,270	2,470,795	08
Denim Dogs	U.S.	74/625,795	2,077,876	25

Mark	Country	Serial Number	Reg. Number	Class(es)
If You Can't Run With The Big Dogs Stay On The Porch	U.S.	74/713,177	2,048,686	25
If You Can't Run With The Big Dogs Stay On The Porch	U.S.	74/713,193	2,048,687	21
If You Can't Run With The Big Dogs Stay On The Porch	U.S.	74/713,195	2,048,688	16
It's A Jungle Out There	U.S.	74/481,571	1,910,157	25
It's Five O'Clock Somewhere!	US	78/453,043		16, 24, 25, 42
Lifeforms	U.S.	74/222,469	1,710,157	25
Lifeforms	U.S.	75/358,112	2,201,356	25
Little Big Dogs	U.S.	74/625,794	2,059,754	25
Polar Dog	U.S.	76/015,687	2,430,026	25
Polar Dogs	U.S.	76/450,645	2,837,826	25
QVF - Quality Value Fun Big Dogs & Design	U.S.	75/606,237	2,570,563	35
Run With The Big Dogs	U.S.	74/625,783	2,236,932	31
Run With The Big Dogs	U.S.	74/625,790	1,986,729	25
Run With The Big Dogs	U.S.	74/634,303	1,980,728	18
Run With The Big Dogs	U.S.	74/634,306	1,980,729	21
Running Big Dog Design	U.S.	74/625,777	1,988,089	25
Sierra West	U.S.	74/630,530	1,986,750	25
Standing Big Dog Design	China	1485119	1485119	28
Standing Big Dog Design	E.C.	1211184	1211184	03, 06, 09 14, 16, 18 20, 21, 24, 25, 26, 28 30, 41
Standing Big Dog Design	Indonesia	509389	509389	25
Standing Big Dog Design	Japan	51274/99	4440737	18, 25
Standing Big Dog Design	U.S.	73/626,414	1,490,237	25
Standing Big Dog Design	U.S.	74/383,862	1,818,819	09, 14, 16, 18, 21, 24
Standing Big Dog Design	U.S.	74/625,776	1,952,997	31
Standing Big Dog Design	U.S.	74/625,781	2,044,478	21

Mark	Country	Serial Number	Reg. Number	Class(es)
Standing Big Dog Design	U.S.	74/625,784	1,940,076	14
Standing Big Dog Design	U.S.	74/625,785	1,942,816	16
Standing Big Dog Design	U.S.	74/625,786	1,941,228	18
Standing Big Dog Design	U.S.	74/625,787	1,942,817	06, 20
Standing Big Dog Design	U.S.	74/625,788	1,938,902	25
Standing Big Dog Design	U.S.	74/625,789	1,945,678	28
Standing Big Dog Design	U.S.	74/625,792	1,945,679	42
Standing Big Dog Design	U.S.	74/625,797	2,114,456	24
Standing Big Dog Design	U.S.	74/625,798	2,037,638	25
Standing Big Dog Design	U.S.	74/626,162	2,053,253	03
Standing Big Dog Design	U.S.	74/735,228	2,088,166	09
Standing Big Dog Design	U.S.	75/508,465	2,305,610	09
Standing Big Dog Design	U.S.	75/600,698	2,686,874	30, 32
Standing Big Dog Design	U.S.	75/976,012	2,078,147	28
Team Shred	U.S.	73/816,169	1,589,017	25
The Best Brands From Around The World	US	78/494,998		42
The Big Dogs	U.S.	75/618,367	2,367,923	38
The Walking Co.	E.C.	000500850	000500850	9, 25
The Walking Co.	U.S.	74/625,041	2,178,776	9, 16 & 18
The Walking Co. & Design	U.S.	75/851,142	2,397,877	35
The Walking Co. & Design	U.S.	76/173,460	2,492,669	35
The Walking Co. And Design	Canada	456587	456587	35
The Walking Co. And Design	E.C.	002084150	002084150	25, 28, 35
The Walking Company	Australia	680340	680340	25
The Walking Company	Australia	680341	680341	42
The Walking Company	Canada	496512	496512	25, 35
The Walking Company	Japan	10-033548	4443530	25

Mark	Country	Serial Number	Reg. Number	Class(es)
The Walking Company	U.S.	74/359,782	1,868,904	25
The Walking Company	U.S.	74/384,320	1,854,353	42
The Walking Company - arched	US	78/495,066		42
The Walking Company - globe	US	78/495,074		42
The Walking Store	Japan	5-18226	3126081	25
The Walking Store	U.S.	74/028,901	1,641,792	42
TheBigDogs.net	U.S.	75/618,369	2,367,924	38
Underdogs	U.S.	74/625,779	2,256,173	25
Walking Co	U.S.	75/851,140	2,397,876	35
Walking Co & Design	Brazil	824048016		25
Walking Isn't For Wimps	U.S.	74/625,069	2,070,289	25
Watch Dogs	U.S.	74/625,778	2,113,274	14
We Search The World Over So You Can Walk The World In Comfort	U.S.	74/625,042	2,037,633	25
Where The Big Dogs Shop	U.S.	75/691,993	2,815,244	35
Zante	E.C.	001238146	001238146	14, 18, 25
Zante	Japan	11-062409	4434993	25
Zante	U.S.	75/622,897	2,399,171	25

