

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Barclays Bank PLC, as Administrative Agent		11/29/2012	Public Limited Company: UNITED KINGDOM

RECEIVING PARTY DATA

Name:	OP Holdings LLC
Street Address:	103 Foulk Road, Suite 153
City:	Wilmington,
State/Country:	DELAWARE
Postal Code:	19803
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Serial Number:	78167458	72
Serial Number:	73048507	OCEAN PACIFIC
Serial Number:	73551091	OCEAN PACIFIC
Serial Number:	76350183	OCEAN PACIFIC
Serial Number:	76365247	OCEAN PACIFIC
Serial Number:	74054361	OCEAN PACIFIC
Serial Number:	85417405	OCEAN PACIFIC
Serial Number:	85449706	OCEAN PACIFIC
Serial Number:	85449732	OCEAN PACIFIC
Serial Number:	85450753	OCEAN PACIFIC
Serial Number:	77639202	OP
Serial Number:	76976484	OP
Serial Number:	76259835	OP
Serial Number:	85275280	OP

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Serial Number:	76118031	OP
Serial Number:	76389398	OP
Serial Number:	85275274	OP
Serial Number:	73432243	OP
Serial Number:	74051480	OP
Serial Number:	77777695	OP
Serial Number:	73404997	OP
Serial Number:	75564085	OP
Serial Number:	76333172	SEVEN2
Serial Number:	76977718	OCEAN PACIFIC
Serial Number:	76977719	OP
Serial Number:	73819890	OP PRO
Serial Number:	74055964	OP PRO

CORRESPONDENCE DATA

Fax Number: 2123548113

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-819-8200

Email: iprecordations@whitecase.com

Correspondent Name: Andrew Fessak/White & Case LLP

Address Line 1: 1155 Avenue of the Americas

Address Line 2: Patent and Trademark Department

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	1179234-0012
NAME OF SUBMITTER:	Andrew Fessak
Signature:	/Andrew Fessak/
Date:	11/29/2012

Total Attachments: 4

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TRADEMARK SECURITY INTEREST RELEASE

THIS RELEASE OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (this "Release"), effective as of November 29, 2012, is granted by Barclays Bank PLC, as Administrative Agent, a United Kingdom Public Limited Company ("Grantee"), having a place of business at 1 Churchill Place, London, E14 5HP, England, to OP Holdings LLC, a Delaware limited liability company, having a place of business at 103 Foulk Road, Suite 153, Wilmington, Delaware 19803, ("Grantor"), as follows:

W I T N E S S E T H:

WHEREAS, pursuant to the terms of the Revolving Credit Agreement, dated as of November 22, 2011 (as amended, restated, modified and/or supplemented through the date hereof, the "Credit Agreement"), among Iconix Brand Group, Inc., a Delaware corporation, the several lenders from time to time parties thereto, Barclays Capital, Goldman Sachs Bank USA and GE Capital Markets, Inc., as joint lead arrangers and bookrunners, Goldman Sachs Bank USA and GE Capital Markets, Inc., as syndication agents, Barclays Bank PLC, as documentation agent, and Barclays Bank PLC, as administrative agent, Grantor has heretofore granted to the Grantee a security interest in (i) all of the Grantor's right, title and interest in, to and under the Trademarks, including without limitation the United States 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 rights to sue at law or in equity for any infringement or other impairment thereof, including the right to receive all proceeds and damages therefrom (collectively, the "Trademark Collateral"), which security interest was recorded at Reel 4667, Frames 0182; 0163, 0202, 0449, 0582, 0467 in the United States Patent and Trademark Office; and

WHEREAS, the Grantee wishes to release and restore all right, title and interest in and to the Trademark Collateral to Grantor and to dissolve any and all security interests, liens and encumbrances on or relating to the Trademark Collateral.

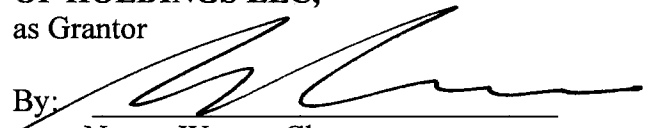
NOW, THEREFORE, for good and valuable consideration, Grantee hereby releases, discharges, quit claims and relinquishes unto Grantor its security interest in and lien on any and all right, title and interest in the Trademark Collateral and does hereby assign to Grantor any right, title, and interest in the Trademark Collateral that Grantee may possess. All capitalized terms used but not defined in this Release shall have the meanings ascribed to them in the Credit Agreement.

IN TESTIMONY WHEREOF, the parties have caused this Release to be duly executed by its duly authorized officer on the date set forth above.

BARCLAYS BANK PLC,
as Grantee

By: _____
Name:
Title:

OP HOLDINGS LLC,
as Grantor

By:  _____
Name: Warren Clamen
Title: President and Treasurer

Signature page to Trademark Security Interest Releases US - OP Holdings LLC and Barclays

IN TESTIMONY WHEREOF, the parties have caused this Release to be duly executed by its duly authorized officer on the date set forth above.

BARCLAYS BANK PLC

as Grantee

By: 

Name:

PITAM SHALLA

Title:

DIRECTOR

OP HOLDINGS LLC,

as Grantor

By: _____

Name: Warren Clamen

Title: President and Treasurer

Signature page to Trademark Security Interest Releases US - OP Holdings LLC and Barclays

SCHEDULE A

Trademarks and Trademark Applications

Owner	Trademark	Application No.	Registration No.
OP Holdings LLC	72	78167458	3223734
OP Holdings LLC	OCEAN PACIFIC	73048507	1050102
OP Holdings LLC	OCEAN PACIFIC	73551091	1382503
OP Holdings LLC	OCEAN PACIFIC	76350183	2891591
OP Holdings LLC	OCEAN PACIFIC	76365247	2882299
OP Holdings LLC	OCEAN PACIFIC	74054361	1641210
OP Holdings LLC	OCEAN PACIFIC	85417405	4138544
OP Holdings LLC	OCEAN PACIFIC	85449706	N/A
OP Holdings LLC	OCEAN PACIFIC	85449732	N/A
OP Holdings LLC	OCEAN PACIFIC	85450753	4139235
OP Holdings LLC	OP	77639202	3654167
OP Holdings LLC	OP	76976484	2854837
OP Holdings LLC	OP	76259835	2748118
OP Holdings LLC	OP	85275280	N/A
OP Holdings LLC	OP	76118031	2742962
OP Holdings LLC	OP	76389398	2856406
OP Holdings LLC	OP	85275274	N/A
OP Holdings LLC	OP	73432243	1293032
OP Holdings LLC	OP	74051480	1639594
OP Holdings LLC	OP	77777695	3749521
OP Holdings LLC	OP	73404997	1309084
OP Holdings LLC	OP	75564085	2451493
OP Holdings LLC	SEVEN2	76333172	2976781
OP Holdings LLC	OCEAN PACIFIC	76977718	3021594
OP Holdings LLC	OP	76977719	3021595
OP Holdings LLC	OP PRO	73819890	1594622
OP Holdings LLC	OP PRO	74055964	1639812