

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CACHE, INC.		07/25/2013	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association
Street Address:	One Boston Place, 19th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02108
Entity Type:	Association: UNITED STATES

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	1194124	CACHE
Registration Number:	1351848	CACHE
Registration Number:	1382406	CACHE
Registration Number:	1679787	LILLIE RUBIN
Registration Number:	1679788	LILLIE RUBIN
Registration Number:	3460292	CACHÉ ACCENTS
Registration Number:	4122024	CACHÉ
Registration Number:	4122025	CACHÉ
Registration Number:	3521804	CACHÉ CONTOUR COLLECTION
Registration Number:	3521805	CACHÉ CONTOUR COLLECTION
Registration Number:	3444458	CACHÉ
Registration Number:	3444459	CACHE
Registration Number:	3769250	
Registration Number:	3769251	

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Registration Number:	3776250	
Registration Number:	3645054	CACHE LUXE
Serial Number:	85474349	LILLIE RUBIN
Serial Number:	85474785	CACHÉ TEE'Z

CORRESPONDENCE DATA

Fax Number: 8004947512
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 2023704761
Email: tfahey@nationalcorp.com
Correspondent Name: Thomas Fahey
Address Line 1: 1025 Vermont Avenuw NW, Suite 1130
Address Line 2: National Corporate Research, Ltd.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:	Matthew R. Pierce
Signature:	/Matthew R. Pierce/
Date:	07/30/2013

Total Attachments: 5
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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

July 25, 2013

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CACHE, INC., a Florida corporation (the “Grantor”), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, with offices at One Boston Place, 19th Floor, Boston, Massachusetts 02108 (the “Grantee”), a continuing security interest in the following: (i) all of the Grantor’s right, title and interest in, to and under the United States trademarks, service marks, trademark registrations, service mark registrations, trademark applications, and service mark applications (the foregoing, collectively, the “Marks”) set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (this “Grant”) is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor, the other Grantors from time to time party thereto and the Grantee, dated as of July 25, 2013 (as amended, restated, supplemented or otherwise modified and in effect from time to time, the “Security Agreement”).

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the

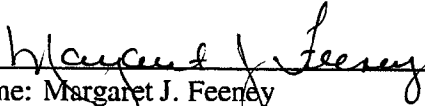
Security Agreement. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

This Grant shall be governed by, and construed in accordance with, the law of the State of New York.

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

CACHE, INC., as a Grantor

By: 
Name: Margaret J. Feeney
Title: Chief Financial Officer and EVP

ACKNOWLEDGED AND ACCEPTED:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Grantee

By: _____

Name: Cory Loftus




Title: Director

Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 005081 FRAME: 0441

SCHEDULE A

U.S. Federal Trademarks

Trademark	Application Number	Registration Number	Application / Registration Date	Record Owner
CACHE	73194568	1194124	4/20/1982	Caché, Inc.
CACHÉ (Stylized)	73516716	1351848	7/30/1985	Caché, Inc.
CACHE	73517769	1382406	2/11/1986	Caché, Inc.
LILLIE RUBIN	74049714	1679787	3/17/1992	Caché, Inc.
LILLIE RUBIN (Stylized)	74049717	1679788	3/17/1992	Caché, Inc.
CACHÉ ACCENTS	77146393	3460292	7/8/2008	Caché, Inc.
CACHÉ	77153111	4122024	4/3/2012	Caché, Inc.
CACHÉ (Stylized)	77153137	4122025	4/3/2012	Caché, Inc.
CACHÉ CONTOUR COLLECTION	77220314	3521804	10/21/2008	Caché, Inc.
CACHÉ CONTOUR COLLECTION (Stylized)	77220319	3521805	10/21/2008	Caché, Inc.
CACHÉ	77285711	3444458	6/10/2008	Caché, Inc.
CACHÉ (Stylized)	77285763	3444459	6/10/2008	Caché, Inc.
	77978639	3769250	3/30/2010	Caché, Inc.
	77978640	3769251	3/30/2010	Caché, Inc.
	77978763	3776250	4/13/2010	Caché, Inc.
CACHE LUXE	78914079	3645054	6/23/2009	Caché, Inc.
LILLIE RUBIN	85474349		11/16/2011	Caché, Inc.
CACHÉ TEE'Z (Stylized)	85474785		11/16/2011	Caché, Inc.