

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM313306

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Abercrombie & Fitch Trading Co.		08/07/2014	CORPORATION: OHIO

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association, as Term Loan Agent
Street Address:	1525 West W.T. Harris Blvd.
Internal Address:	MAC D1109-019
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28262
Entity Type:	a national banking association: UNITED STATES

PROPERTY NUMBERS Total: 57

Property Type	Number	Word Mark
Registration Number:	1169714	A & F
Registration Number:	2530664	A & F
Registration Number:	3349895	A & F
Registration Number:	4501963	A & F
Registration Number:	951410	ABERCROMBIE & FITCH
Registration Number:	1178609	ABERCROMBIE & FITCH
Registration Number:	1999665	ABERCROMBIE & FITCH
Registration Number:	2500146	ABERCROMBIE & FITCH
Registration Number:	4361667	ABERCROMBIE & FITCH
Registration Number:	4501962	ABERCROMBIE & FITCH
Registration Number:	4392587	ABERCROMBIE & FITCH
Registration Number:	4422183	ABERCROMBIE & FITCH
Registration Number:	4517968	ABERCROMBIE & FITCH
Registration Number:	2061284	ABERCROMBIE & FITCH
Registration Number:	2713598	FIERCE
Registration Number:	4361661	FIERCE
Registration Number:	4238034	FIERCE
Registration Number:	4057045	FIERCE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3310650	HOLLISTER
Registration Number:	3358499	HOLLISTER
Registration Number:	3605286	HOLLISTER
Registration Number:	3605285	HOLLISTER
Registration Number:	4478358	HOLLISTER
Registration Number:	4485432	HOLLISTER
Registration Number:	4485431	HOLLISTER
Registration Number:	4501964	HOLLISTER
Registration Number:	2648144	HOLLISTER
Registration Number:	2774426	HOLLISTER
Registration Number:	3065016	
Registration Number:	3964371	
Registration Number:	3220225	
Registration Number:	3383434	
Registration Number:	4436783	
Registration Number:	4168384	
Registration Number:	4384092	
Registration Number:	3426742	
Registration Number:	3571820	
Registration Number:	3795415	
Registration Number:	3756961	
Registration Number:	3855891	
Registration Number:	4022932	
Registration Number:	4091084	
Serial Number:	86142294	A&F
Serial Number:	86285193	A & F
Serial Number:	85547931	A & F
Serial Number:	85549384	A & F
Serial Number:	85502065	ABERCROMBIE & FITCH
Serial Number:	86162324	ABERCROMBIE & FITCH
Serial Number:	85502678	FIERCE
Serial Number:	85502203	HOLLISTER
Serial Number:	86257848	HOLLISTER
Serial Number:	78743432	
Serial Number:	85789540	
Serial Number:	86142248	
Serial Number:	86142226	
Serial Number:	86232482	
Serial Number:	86232484	

TRADEMARK

CORRESPONDENCE DATA**Fax Number:** 7043738822*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:** (704) 373-4640**Email:** bsmith@mcguirewoods.com**Correspondent Name:** Betty G. Smith, Senior Paralegal**Address Line 1:** McGuireWoods LLP, 201 N. Tryon Street**Address Line 2:** Suite 3000**Address Line 4:** Charlotte, NORTH CAROLINA 28202**ATTORNEY DOCKET NUMBER:** 2029724-0710**NAME OF SUBMITTER:** Betty G. Smith**SIGNATURE:** /Betty G. Smith/**DATE SIGNED:** 08/07/2014**Total Attachments: 5**

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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

August 7, 2014


FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, ABERCROMBIE & FITCH TRADING CO., an Ohio corporation (the "Grantor"), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION (the "Grantee"), as term loan agent, a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds 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 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 and between, among others, the Grantor and the Grantee, dated as of the date hereof (as amended, restated, supplemented or otherwise modified and in effect from time to time, 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. 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.

[signature pages follow]

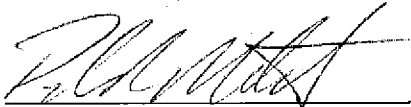
IN WITNESS WHEREOF, the undersigned have executed this grant as of the date above first written.

ABERCROMBIE & FITCH TRADING CO., as
Grantor

By: 
Name: Ewert Gallagher
Title: SVP & Treasurer

Address for Notices:
c/o Abercrombie & Fitch Management Co.
6301 Fitch Path
New Albany, Ohio 43054
Attn: Treasurer

WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Grantee

By: 
Name: Peter R. Martinets
Title: Managing Director

Address for Notices:
Wells Fargo Bank, National Association
MAC D1109-019
1525 West W.T. Harris Blvd.
Charlotte, North Carolina 28262
Attn: Syndication Agency Services

SCHEDULE A

Trademark	App. No.	App. Date	Reg. No.	Reg. Date
A & F	86/142,294	12-Dec-2013		
A & F	86/285,193	19-May-2014		
A & F	73/239,161	14-Nov-1979	1,169,714	15-Sep-1981
A & F	75/981,420	31-Jan-2000	2,530,664	15-Jan-2002
A & F	78/787,866	09-Jan-2006	3,349,895	04-Dec-2007
A & F	77/923,258	29-Jan-2010	4,501,963	25-Mar-2014
A & F	85/547,931	21-Feb-2012		
A & F	85/549,384	22-Feb-2012		
ABERCROMBIE & FITCH	85/502,065	22-Dec-2011		
ABERCROMBIE & FITCH	86/162,324	10-Jan-2014		
ABERCROMBIE & FITCH	72/383,829	16-Feb-1971	951,410	23-Jan-1973
ABERCROMBIE & FITCH	73/239,158	14-Nov-1979	1,178,609	17-Nov-1981
ABERCROMBIE & FITCH	74/725,849	06-Sep-1995	1,999,665	10-Sep-1996
ABERCROMBIE & FITCH	76/124,449	08-Sep-2000	2,500,146	23-Oct-2001
ABERCROMBIE & FITCH	77/871,823	13-Nov-2009	4,361,667	02-Jul-2013
ABERCROMBIE & FITCH	77/923,252	29-Jan-2010	4,501,962	25-Mar-2014
ABERCROMBIE & FITCH	77/923,261	29-Jan-2010	4,392,587	27-Aug-2013
ABERCROMBIE & FITCH	77/923,477	29-Jan-2010	4,422,183	22-Oct-2013
ABERCROMBIE & FITCH	77/923,473	29-Jan-2010	4,517,968	22-Apr-2014
ABERCROMBIE & FITCH	75/113,828	04-Jun-1996	2,061,284	13-May-1997
FIERCE	85/502,678	22-Dec-2011		
FIERCE	78/137,306	20-Jun-2002	2,713,598	06-May-2003
FIERCE	77/845,929	09-Oct-2009	4,361,661	02-Jul-2013
FIERCE	77/841,401	05-Oct-2009	4,238,034	06-Nov-2012
FIERCE	77/982,401	09-Oct-2009	4,057,045	15-Nov-2011
HOLLISTER	85/502,203	22-Dec-2011		
HOLLISTER	86/257,848	21-Apr-2014		
HOLLISTER	77/038,757	07-Nov-2006	3,310,650	16-Oct-2007
HOLLISTER	77/054,504	30-Nov-2006	3,358,499	25-Dec-2007
HOLLISTER	77/470,496	09-May-2008	3,605,286	14-Apr-2009
HOLLISTER	77/470,492	09-May-2008	3,605,285	14-Apr-2009
HOLLISTER	77/923,458	29-Jan-2010	4,478,358	04-Feb-2014
HOLLISTER	77/923,455	29-Jan-2010	4,485,432	18-Feb-2014
HOLLISTER	77/923,450	29-Jan-2010	4,485,431	18-Feb-2014
HOLLISTER	77/923,430	29-Jan-2010	4,501,964	25-Mar-2014
HOLLISTER	76/117,011	25-Aug-2000	2,648,144	12-Nov-2002
HOLLISTER	76/153,445	25-Oct-2000	2,774,426	21-Oct-2003
MOOSE Design (Solid)	78/743,432	31-Oct-2005		
MOOSE Design (Solid)	85/789,540	28-Nov-2012		
MOOSE Design (Solid)	86/142,248	12-Dec-2013		
MOOSE Design (Solid)	78/299,926	12-Sep-2003	3,065,016	07-Mar-2006
MOOSE Design (Solid)	78/743,723	31-Oct-2005	3,964,371	24-May-2011

Trademark	App. No.	App. Date	Reg. No.	Reg. Date
MOOSE Design (Solid)	78/977,673	31-Oct-2005	3,220,225	20-Mar-2007
MOOSE Design (Solid)	78/979,398	31-Oct-2005	3,383,434	12-Feb-2008
MOOSE Design (Solid)	77/968,297	25-Mar-2010	4,436,783	19-Nov-2013
MOOSE Design (Solid)	78/981,467	31-Oct-2005	4,168,384	03-Jul-2012
SEAGULL Design – Solid	86/142,226	12-Dec-2013		
SEAGULL Design – Solid	86/232,482	26-Mar-2014		
SEAGULL Design – Solid	86/232,484	26-Mar-2014		
SEAGULL Design – Solid	76/516,815	16-May-2003	4,384,092	13-Aug-2013
SEAGULL Design – Solid	77/328,408	13-Nov-2007	3,426,742	13-May-2008
SEAGULL Design – Solid	77/470,498	09-May-2008	3,571,820	10-Feb-2009
SEAGULL Design – Solid	77/470,500	09-May-2008	3,795,415	01-Jun-2010
SEAGULL Design – Solid	77/730,244	06-May-2009	3,756,961	09-Mar-2010
SEAGULL Design – Solid	77/865,065	04-Nov-2009	3,855,891	05-Oct-2010
SEAGULL Design – Solid	76/979,139	16-May-2003	4,022,932	06-Sep-2011
SEAGULL Design – Solid	85/359,504	29-Jun-2011	4,091,084	24-Jan-2012

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