

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM522227

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Partial Release of Security Interest in Trademark Collateral at Reel/Frame No. 5606/0207

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Goldman Sachs Bank USA, as Administrative Agent		05/06/2019	state chartered bank: NEW YORK

RECEIVING PARTY DATA

Name:	Maurices Incorporated
Street Address:	105 West Superior Street
City:	Duluth
State/Country:	MINNESOTA
Postal Code:	55802
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	3620503	ADISON
Registration Number:	4422323	AMIA
Registration Number:	4324854	DENIM FLEX
Registration Number:	3974704	DENIM JEANERATOR
Registration Number:	4061576	I AM POLISHED
Registration Number:	4671741	I AM REAL
Registration Number:	4061575	I AM SMART
Registration Number:	4061577	I AM STUNNING
Registration Number:	4724559	INSIDE VOICE
Registration Number:	3698119	LOVE WHAT YOU WEAR. ADORABLE. AFFORDABLE
Registration Number:	4499798	M
Registration Number:	4119294	MAIN STREET MODEL SEARCH
Registration Number:	1095513	MAURICES
Registration Number:	3386467	MAURICES
Registration Number:	4770205	MAURICES INMOTION
Registration Number:	3977272	MAURICES RESCUES & RUNWAYS
Registration Number:	3953885	MAURICES SMALL TOWN CHARM
Registration Number:	4014773	MAURICES SMALL TOWN SOUND

OP \$790.00 3620503

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4111049	MAURICES STYLE MINUTE
Registration Number:	3836455	MAURICES TEMPT
Registration Number:	4770109	
Registration Number:	4774041	M
Registration Number:	4325868	PAVÉ
Registration Number:	3988978	RESCUES & RUNWAYS MAURICES
Registration Number:	3974040	RESCUES & RUNWAYS
Registration Number:	3953884	SMALL TOWN CHARM
Registration Number:	4064846	SMALL TOWN SOUND
Registration Number:	4020588	SMALL TOWN TUNES
Registration Number:	2466324	STUDIO Y
Registration Number:	3847915	TEMPT
Registration Number:	4161840	WINSPIRE

CORRESPONDENCE DATA

Fax Number: 2138918763

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.

Email: rhonda.deleon@lw.com

Correspondent Name: Latham & Watkins LLP

Address Line 1: 355 South Grand Avenue

Address Line 4: Los Angeles, CALIFORNIA 90071-1560

ATTORNEY DOCKET NUMBER: 049646-0282

NAME OF SUBMITTER: Rhonda DeLeon

SIGNATURE: /Rhonda DeLeon/

DATE SIGNED: 05/06/2019

Total Attachments: 4

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PARTIAL RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL

This PARTIAL RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL (the "Partial Release"), dated as of May 6, 2019, is made by GOLDMAN SACHS BANK USA, as administrative agent (the "Administrative Agent"). Capitalized terms used but not defined herein have the meanings assigned to them in the Security Agreement (as defined below).

WHEREAS, MAURICES INCORPORATED, a Delaware corporation ("Maurices"), the other Loan Parties, and the Administrative Agent, entered into that certain Guaranty and Collateral Agreement, dated as of August 21, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, pursuant to the Security Agreement, Maurices and the other Loan Parties executed and delivered to the Administrative Agent that certain Patent and Trademark Security Agreement, dated as of August 21, 2015 (the "Patent and Trademark Security Agreement"), and recorded with the U.S. Patent and Trademark Office on August 21, 2015 at Reel/Frame No. 5606/0207, pursuant to which they collaterally assigned and pledged to the Administrative Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in, all of their right, title and interest in, to and under any and all of the Patent and Trademark Collateral (as defined in the Patent and Trademark Security Agreement);

WHEREAS, the Administrative Agent has agreed to release its security interest in all of the right, title, and interest in and to the trademark registrations and applications owned by Maurices set forth in Schedule I attached hereto and incorporated herein by this reference (the "Released Collateral"), and to reconvey any and all of its right, title, and interest in and to the Released Collateral to Maurices; and

WHEREAS, the security interest in the remaining Patent and Trademark Collateral not owned by Maurices and granted to the Administrative Agent pursuant to the Patent and Trademark Security Agreement (the "Remaining Collateral"), will be unaffected by this Partial Release and such security interest in the Remaining Collateral will continue in full force and effect.

NOW, THEREFORE, for and in consideration of the foregoing, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Partial Release, the Administrative Agent, on behalf of itself, its successors and assigns, and the Secured Parties, hereby TERMINATES, without recourse, representation, or warranty of any kind or nature the security interest in the Released Collateral, RELEASES and forever discharges, without recourse, representation, or warranty of any kind or nature its security interest in the Released Collateral, and retransfers and reassigns to Maurices any right, title or interest the Administrative Agent may have in, to or under the Released Collateral, without representation or warranty. The Administrative Agent shall retain its security interest in all other portions of the Patent and Trademark Collateral that are not the Released Collateral that is the subject of this Partial Release.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Administrative Agent has caused this Partial Release to be duly executed and delivered as of the date first written above.

GOLDMAN SACHS BANK USA,
as Administrative Agent

By:
Name:
Title:



Gabriel Jacobson
Authorized Signatory

[Signature Page to Partial Release]

TRADEMARK
REEL: 006637 FRAME: 0609

SCHEDULE I
to
PARTIAL RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL

Trademarks Owned by Maurices Incorporated

Mark	International Class(es)	Application No Filing Date	Registration No. Registration Date
ADISON	25	77403450 22-FEB-2008	3620503 12-MAY-2009
AMIA	3	85304013 25-APR-2011	4422323 22-OCT-2013
DENIM FLEX	25	85205636 25-DEC-2010	4324854 23-APR-2013
DENIM JEANERATOR	35	85175499 12-NOV-2010	3974704 07-JUN-2011
I AM POLISHED	25	85250886 24-FEB-2011	4061576 22-NOV-2011
I AM REAL	3	86312039 17-JUN-2014	4671741 13-JAN-2015
I AM SMART	25	85250870 24-FEB-2011	4061575 22-NOV-2011
I AM STUNNING	25	85250902 24-FEB-2011	4061577 22-NOV-2011
INSIDE VOICE	35	86035218 12-AUG-2013	4724559 21-APR-2015
LOVE WHAT YOU WEAR. ADORABLE. AFFORDABLE.	35	77668302 11-FEB-2009	3698119 20-OCT-2009
M	25	86033559 9-AUG-2013	4499798 18-MAR-2014
MAIN STREET MODEL SEARCH	35, 41	85153919 15-OCT-2010	4119294 27-MAR-2012
MAURICES	42	73088633 27-MAY-1976	1095513 04-JUL-1978
MAURICES	3, 14, 18, 25	78740083 25-OCT-2005	3386467 19-FEB-2008
MAURICES INMOTION	25	86309715 13-JUN-2014	4770205 7-JUL-2015
MAURICES RESCUES AND RUNWAYS	35, 36	85156118 19-OCT-2010	3977272 14-JUN-2011
MAURICES SMALL TOWN CHARM	35	85065292 17-JUN-2010	3953885 03-MAY-2011
MAURICES SMALL TOWN SOUND	35	85065315 17-JUN-2010	4014773 23-AUG-2011
MAURICES STYLE MINUTE	45	85233176 03-FEB-2011	4111049 13-MAR-2012

Mark	International Class(es)	Application No. Filing Date	Registration No. Registration Date
MAURICES TEMPT	3	77002467 19-SEP-2006	3836455 24-AUG-2010
MISCELLANEOUS DESIGN	25	86278209 12-MAY-2014	4770109 7-JUL-2015
MISCELLANEOUS DESIGN	25	86278219 12-MAY-2014	4774041 14-JUL-2015
PAVÉ	3	85637378 29-MAY-2012	4325868 23-APR-2013
RESCUES & RUNWAYS MAURICES	35, 36	85156160 19-OCT-2010	3988978 05-JUL-2011
RESCUES & RUNWAYS	35, 36	85153355 15-OCT-2010	3974040 07-JUN-2011
SMALL TOWN CHARM	35	85065282 17-JUN-2010	3953884 03-MAY-2011
SMALL TOWN SOUND	41	85975747 17-JUN-2010	4064846 29-NOV-2011
SMALL TOWN TUNES	38, 41	85153543 15-OCT-2010	4020588 30-AUG-2011
STUDIO Y	25	75664895 19-MAR-1999	2466324 03-JUL-2001
TEMPT	3	78972504 12-SEP-2006	3847915 14-SEP-2010
WINSPIRE	35	85161573 26-OCT-2010	4161840 19-JUN-2012