

PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
Paris Presents Incorporated	12/30/2010

RECEIVING PARTY DATA

Name:	Fifth Third Bank, as Agent
Street Address:	38 Fountain Square Plaza
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45263

PROPERTY NUMBERS Total: 8

Property Type	Number
Application Number:	61353455
Patent Number:	7165556
Patent Number:	D532158
Patent Number:	D532554
Patent Number:	D535438
Patent Number:	D535439
Patent Number:	D558456
Patent Number:	D580178

CORRESPONDENCE DATA

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501394408

PATENT
REEL: 025573 FRAME: 0700

CH \$320.00 61353455

Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:

1949148

NAME OF SUBMITTER:

Richard Kalwa

Total Attachments: 4

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PATENT COLLATERAL AGREEMENT

This 30th day of December, 2010, PARIS PRESENTS INCORPORATED, an Illinois corporation ("*Debtor*"), with its principal place of business and mailing address at 3800 Swanson Court, Gurnee, Illinois 60031, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assigns, mortgages and pledges to Fifth Third Bank, an Ohio banking corporation ("*Fifth Third*"), with its mailing address at 38 Fountain Square Plaza, Cincinnati, Ohio 45263, acting as administrative agent hereunder for the Secured Creditors as defined in the Security Agreement referred to below, and its successors and assigns (Fifth Third acting as such administrative agent and any successor(s) or assign(s) to Fifth Third acting in such capacity being hereinafter referred to as the "*Agent*"), and grants to the Agent for the benefit of the Secured Creditors a continuing security interest in, the following property:

(i) Each patent and patent application listed on Schedule A hereto and all of the inventions described and claimed therein and any and all reissues, continuations, continuations-in-part or extensions thereof; and

(ii) All proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any patent or patent application listed on Schedule A hereto, in each case together with the right to sue for and collect said damages;

to secure the payment and performance of all Secured Obligations as set out in that certain Security Agreement bearing even date herewith between Debtor, Agent and the other debtors party thereto, as the same may be amended, modified, or restated from time to time (the "*Security Agreement*"). All capitalized terms used herein without definition have the meanings given to such terms in the Security Agreement.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the assignment, mortgage, pledge and security interest in the patents and patent applications made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, Debtor has caused this Patent Collateral Agreement to be duly executed as of the date and year last above written.

PARIS PRESENTS INCORPORATED

By Michael P. Wolf
Name Michael P. Wolf
Title CFO

Accepted and agreed to as of the date and year last above written.

FIFTH THIRD BANK, as Agent

By _____
Name _____
Title _____

[SIGNATURE PAGE TO PATENT COLLATERAL AGREEMENT]

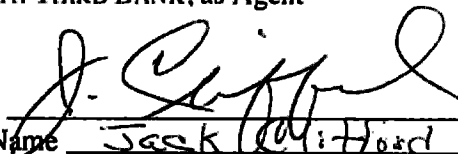
IN WITNESS WHEREOF, Debtor has caused this Patent Collateral Agreement to be duly executed as of the date and year last above written.

PARIS PRESENTS INCORPORATED

By _____
Name _____
Title _____

Accepted and agreed to as of the date and year last above written.

FIFTH THIRD BANK, as Agent

By  _____
Name Jack Clifford
Title VP

[SIGNATURE PAGE TO PATENT COLLATERAL AGREEMENT]

**SCHEDULE A
TO PATENT COLLATERAL AGREEMENT**

**U.S. PATENT NUMBERS
AND PENDING U.S. PATENT APPLICATION NUMBERS**

Country	Patent Title	Patent (App.) No.	Issue (Filing) Date	Owner
United States	Deluxe body strap (Washing device)	(61/353,455)	(06/10/2010)	Stacey Bingaman
United States	Composite handle for grooming implements	7165556	01/23/2007	Paris Presents, Inc.
United States	Monkey bath puff	D532158	11/14/2006	Paris Presents, Inc.
United States	Frog bath puff	D532554	11/21/2006	Paris Presents, Inc.
United States	Poodle bath puff	D535438	01/16/2007	Paris Presents, Inc.
United States	Flamingo bath puff	D535439	01/16/2007	Paris Presents, Inc.
United States	Bath brush with removable brush	D558456	01/01/2008	Paris Presents, Inc.
United States	Bath brush with tapered bristles	D580178	11/11/2008	Paris Presents, Inc.