

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|-------------------|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Wilton Industries, Inc. | | 08/01/2007 | CORPORATION: DELAWARE |

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|-----------------------------|--|
| RECEIVING PARTY DATA | |
| Name: | UBS AG, Stamford Branch, as Collateral Agent |
| Street Address: | 677 Washington Boulevard |
| City: | Stamford |
| State/Country: | CONNECTICUT |
| Postal Code: | 06901 |
| Entity Type: | a Swiss banking corporation: SWITZERLAND |

PROPERTY NUMBERS Total: 99

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------------|
| Registration Number: | 2274404 | ADVANCE |
| Registration Number: | 3163484 | ADVANCE |
| Registration Number: | 2271195 | ALYSSA |
| Registration Number: | 2808183 | AVANTI |
| Registration Number: | 3224830 | BAKE DECORATE CELEBRATE! |
| Registration Number: | 2936697 | BAKE EASY! |
| Registration Number: | 1597487 | BAKER'S BEST |
| Registration Number: | 1654345 | BAKER'S BEST |
| Registration Number: | 1665872 | BAKER'S BEST |
| Registration Number: | 3069508 | BRUSH-ON COLOR |
| Registration Number: | 1716184 | CANDY MELTS |
| Registration Number: | 3057852 | CASUAL MOMENTS |
| Registration Number: | 3049738 | CELEBRATE! |
| Registration Number: | 3209118 | CHOCOLATE PRO |

OP \$2490.00 2274404

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|----------------------|---------|-----------------------------|
| Registration Number: | 1588940 | CIRCLES OF STRENGTH |
| Registration Number: | 2550492 | JUGGLER |
| Registration Number: | 2754223 | COOKIE MASTER |
| Registration Number: | 2837686 | COPCO |
| Registration Number: | 719872 | COPCO |
| Registration Number: | 3033051 | CUPCAKES N' MORE |
| Registration Number: | 2722412 | DECORATIVE TRENDS |
| Registration Number: | 2792439 | DECORATIVE TRENDS |
| Registration Number: | 1588939 | DECORATOR PREFERRED |
| Registration Number: | 2806395 | DECOR-EDGE |
| Registration Number: | 2748369 | DESSERT DECORATOR MAX |
| Registration Number: | 2716490 | DESSERT DECORATOR PRO |
| Registration Number: | 2907065 | DESSERT WHIPPER PRO |
| Registration Number: | 2825953 | DIMENSIONS |
| Registration Number: | 2885363 | DOUGH GUARD |
| Registration Number: | 2762706 | DURA-RELEASE |
| Registration Number: | 3169843 | EASY-FLEX |
| Registration Number: | 2125843 | EVEN-BAKE |
| Registration Number: | 2795943 | EVEN-BAKE |
| Registration Number: | 2792679 | EVER-GLIDE |
| Registration Number: | 1324627 | EXCELLE |
| Registration Number: | 2746018 | EXCELLE ELITE |
| Registration Number: | 2958406 | FAMILY OCCASIONS COLLECTION |
| Registration Number: | 2668846 | FEATHERWEIGHT |
| Registration Number: | 2992327 | FLEXELLE |
| Registration Number: | 3034166 | FONDUE MELTS |
| Registration Number: | 2790390 | FOODWRITER |
| Registration Number: | 2082438 | FUN PIX |
| Registration Number: | 2429446 | HOME AND HEARTH |
| Registration Number: | 2926674 | ICE-A-COOKIE |
| Registration Number: | 2848956 | ICING SCULPTOR |
| Registration Number: | 3030481 | ICING WRITER |
| Registration Number: | 3202962 | IMAGINEIT |
| Registration Number: | 3149499 | INCREDIBLE ICE CREAM SCOOP |
| Registration Number: | 2757290 | INDULGENCE |

| | | |
|----------------------|---------|----------------------------------|
| Registration Number: | 2940947 | INTERIOR TRENDS |
| Registration Number: | 2780499 | IRIDESCENTS |
| Registration Number: | 3154877 | IS IT ART? OR IS IT YOU? |
| Registration Number: | 2981028 | JUST THE TWO OF US |
| Registration Number: | 2950346 | KANDY CLAY |
| Registration Number: | 1525272 | LOVING TRADITIONS |
| Registration Number: | 3002836 | NEWBURY LANE |
| Registration Number: | 2074078 | NOMAR 66 |
| Registration Number: | 2388218 | NOW IS THE TIME |
| Registration Number: | 3124334 | OVEN GOURMET |
| Registration Number: | 2935555 | PARTYPANS |
| Registration Number: | 3135955 | PERFECT PERFORMANCE |
| Registration Number: | 2654921 | PERFECT RESULTS |
| Registration Number: | 2990490 | PRAIRIELAND |
| Registration Number: | 2792680 | PRISM NON-STICK |
| Registration Number: | 2143519 | RAPID-READ |
| Registration Number: | 2698426 | RECIPE RIGHT |
| Registration Number: | 2672929 | RECIPE RIGHT NON-STICK |
| Registration Number: | 2174328 | ROWOCO |
| Registration Number: | 1744483 | RUFFLE BOARD |
| Registration Number: | 2799006 | SMART GADGETS |
| Registration Number: | 2799007 | SMART GADGETS |
| Registration Number: | 2947302 | SMART RELEASE |
| Registration Number: | 2885364 | STENCIL-A-COOKIE |
| Registration Number: | 2846004 | SWEET THINGS |
| Registration Number: | 3177746 | THE INCREDIBLE ICE CREAM MACHINE |
| Registration Number: | 1654342 | THE WESTON GALLERY |
| Registration Number: | 3133387 | TRILANO |
| Registration Number: | 2666385 | TRIM 'N TURN |
| Registration Number: | 2013655 | TUK-N'-RUFFLE |
| Registration Number: | 2439568 | ULTIMA |
| Registration Number: | 2553810 | ULTIMATE |
| Registration Number: | 2602073 | ULTIMATE |
| Registration Number: | 2651803 | ULTIMATE |
| Registration Number: | 1749429 | ULTIMO |

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|----------------------|----------|---------------------------|
| Registration Number: | 2794174 | ULTIMO |
| Registration Number: | 2751027 | ULTRA BAKE |
| Registration Number: | 3166466 | ULTRA-FLEX |
| Registration Number: | 2130181 | VERITAS |
| Registration Number: | 2583783 | VERONA |
| Registration Number: | 1994308 | WILTON |
| Registration Number: | 965496 | WILTON |
| Registration Number: | 1929432 | WILTON WILTON ENTERPRISES |
| Registration Number: | 3237884 | WILTON FOR KIDS |
| Registration Number: | 967455 | WILTON |
| Registration Number: | 2801262 | ZINGO |
| Serial Number: | 78725428 | EASY IMAGE |
| Serial Number: | 78317137 | EASYGRATE |
| Serial Number: | 78725353 | FANCI-FILL |
| Serial Number: | 78681618 | THE ULTIMATE 3 IN 1 CADDY |

CORRESPONDENCE DATA

Fax Number: (312)993-9767
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312-993-2698
Email: magdalini.rizakos@hotmail.com
Correspondent Name: Magdalini Rizakos c/o Latham & Watkins
Address Line 1: 233 S. Wacker Drive, Suite 5800
Address Line 4: Chicago, ILLINOIS 60606-6401

| | |
|--------------------|-------------------|
| NAME OF SUBMITTER: | Magdalini Rizakos |
| Signature: | /mr/ |
| Date: | 08/07/2007 |

Total Attachments: 8
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Trademark Security Agreement

Trademark Security Agreement, dated as of August 1, 2007, by WILTON INDUSTRIES, INC. (the "Pledgor"), in favor of UBS AG, STAMFORD BRANCH, in its capacity as collateral agent pursuant to the Credit Agreement (in such capacity, the "Collateral Agent").

WITNESSETH:

WHEREAS, the Pledgor is party to a Security Agreement of even date herewith (the "Security Agreement") in favor of the Collateral Agent pursuant to which the Pledgor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Pledgor hereby agrees with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Pledged Collateral of Pledgor:

- (a) Trademarks of Pledgor listed on Schedule I attached hereto; and
- (b) all Goodwill associated with such Trademarks.

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Termination. Upon the payment in full of the Secured Obligations and termination of the Security Agreement, the Collateral Agent shall execute, acknowledge, and

deliver to the Pledgor an instrument in writing in recordable form releasing the lien and security interest in the Trademarks under this Trademark Security Agreement.

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

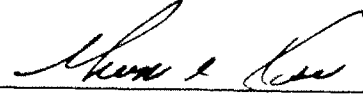
[signature page follows]

IN WITNESS WHEREOF, Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

WILTON INDUSTRIES, INC.,
as Pledgor

By: _____



Name: Thomas Kasvin
Title: Chief Financial Officer, Treasurer and
Assistant Secretary

Accepted and Agreed:

UBS AG, STAMFORD BRANCH,
as Collateral Agent

By: _____

Name:
Title:

By: _____

Name:
Title:

[Signature Page to Trademark Security Agreement (Second Lien)]

TRADEMARK
REEL: 003596 FRAME: 0087

IN WITNESS WHEREOF, Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized offer as of the date first set forth above.

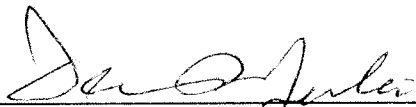
Very truly yours,


WILTON INDUSTRIES, INC.,
as Pledgor

By: _____
Name:
Title:

Accepted and Agreed:

UBS AG, STAMFORD BRANCH,
as Collateral Agent

By: 
Name: David B. Julie
Title: Associate Director
Banking Products
Services, US

By: 
Name: Richard L. Tavrow
Title: Director
Banking Products
Services, US

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark Registrations:

| OWNER | REGISTRATION NUMBER | TRADEMARK |
|-------------------------|----------------------------|-----------------------------|
| Wilton Industries, Inc. | 2274404 | ADVANCE |
| Wilton Industries, Inc. | 3163484 | ADVANCE |
| Wilton Industries, Inc. | 2271195 | ALYSSA |
| Wilton Industries, Inc. | 2808183 | AVANTI |
| Wilton Industries, Inc. | 3224830 | BAKE DECORATE CELEBRATE! |
| Wilton Industries, Inc. | 2936697 | BAKE EASY! |
| Wilton Industries, Inc. | 1597487 | BAKER'S BEST |
| Wilton Industries, Inc. | 1654345 | BAKER'S BEST |
| Wilton Industries, Inc. | 1665872 | BAKER'S BEST |
| Wilton Industries, Inc. | 3069508 | BRUSH-ON COLOR |
| Wilton Industries, Inc. | 1716184 | CANDY MELTS |
| Wilton Industries, Inc. | 3057852 | CASUAL MOMENTS |
| Wilton Industries, Inc. | 3049738 | CELEBRATE! |
| Wilton Industries, Inc. | 3209118 | CHOCOLATE PRO |
| Wilton Industries, Inc. | 1588940 | CIRCLES OF STRENGTH |
| Wilton Industries, Inc. | 2550492 | COLOR MIST |
| Wilton Industries, Inc. | 2754223 | COOKIE MASTER |
| Wilton Industries, Inc. | 2837686 | COPCO |
| Wilton Industries, Inc. | 719872 | COPCO |
| Wilton Industries, Inc. | 3033051 | CUPCAKES N' MORE |
| Wilton Industries, Inc. | 2722412 | DECORATIVE TRENDS |
| Wilton Industries, Inc. | 2792439 | DECORATIVE TRENDS |
| Wilton Industries, Inc. | 1588939 | DECORATOR PREFERRED |

| OWNER | REGISTRATION NUMBER | TRADEMARK |
|-------------------------|---------------------|------------------------------|
| Wilton Industries, Inc. | 2806395 | DECOR-EDGE |
| Wilton Industries, Inc. | 2748369 | DESSERT DECORATOR MAX |
| Wilton Industries, Inc. | 2716490 | DESSERT DECORATOR PRO |
| Wilton Industries, Inc. | 2907065 | DESSERT WHIPPER PRO |
| Wilton Industries, Inc. | 2825953 | DIMENSIONS |
| Wilton Industries, Inc. | 2885363 | DOUGH GUARD |
| Wilton Industries, Inc. | 2762706 | DURA-RELEASE |
| Wilton Industries, Inc. | 3169843 | EASY-FLEX |
| Wilton Industries, Inc. | 2125843 | EVEN-BAKE |
| Wilton Industries, Inc. | 2795943 | EVEN-BAKE |
| Wilton Industries, Inc. | 2792679 | EVER-GLIDE |
| Wilton Industries, Inc. | 1324627 | EXCELLE |
| Wilton Industries, Inc. | 2746018 | EXCELLE ELITE |
| Wilton Industries, Inc. | 2958406 | FAMILY OCCASIONS COLLECTION |
| Wilton Industries, Inc. | 2668846 | FEATHERWEIGHT |
| Wilton Industries, Inc. | 2992327 | FLEXELLE |
| Wilton Industries, Inc. | 3034166 | FONDUE MELTS |
| Wilton Industries, Inc. | 2790390 | FOODWRITER |
| Wilton Industries, Inc. | 2082438 | FUN PIX |
| Wilton Industries, Inc. | 2429446 | HOME AND HEARTH ¹ |
| Wilton Industries, Inc. | 2926674 | ICE-A-COOKIE |
| Wilton Industries, Inc. | 2848956 | ICING SCULPTOR |
| Wilton Industries, Inc. | 3030481 | ICING WRITER |
| Wilton Industries, Inc. | 3202962 | IMAGINEIT |
| Wilton Industries, Inc. | 3149499 | INCREDIBLE ICE CREAM SCOOP |
| Wilton Industries, Inc. | 2757290 | INDULGENCE |

¹ Wilton Industries, Inc. intends to allow this trademark registration to lapse but the registration has not technically lapsed since the grace period to file an affidavit of use does not expire until 8/20/2007.

| OWNER | REGISTRATION NUMBER | TRADEMARK |
|-------------------------|----------------------------|----------------------------------|
| Wilton Industries, Inc. | 2940947 | INTERIOR TRENDS |
| Wilton Industries, Inc. | 2780499 | IRIDESCENTS |
| Wilton Industries, Inc. | 3154877 | IS IT ART? OR IS IT YOU? |
| Wilton Industries, Inc. | 2981028 | JUST THE TWO OF US |
| Wilton Industries, Inc. | 2950346 | KANDY CLAY |
| Wilton Industries, Inc. | 1525272 | LOVING TRADITIONS |
| Wilton Industries, Inc. | 3002836 | NEWBURY LANE |
| Wilton Industries, Inc. | 2074078 | NOMAR 66 |
| Wilton Industries, Inc. | 2388218 | NOW IS THE TIME |
| Wilton Industries, Inc. | 3124334 | OVEN GOURMET |
| Wilton Industries, Inc. | 2935555 | PARTYPANS |
| Wilton Industries, Inc. | 3135955 | PERFECT PERFORMANCE |
| Wilton Industries, Inc. | 2654921 | PERFECT RESULTS |
| Wilton Industries, Inc. | 2990490 | PRAIRIELAND |
| Wilton Industries, Inc. | 2792680 | PRISM NON-STICK |
| Wilton Industries, Inc. | 2143519 | RAPID-READ |
| Wilton Industries, Inc. | 2698426 | RECIPE RIGHT |
| Wilton Industries, Inc. | 2672929 | RECIPE RIGHT NON-STICK |
| Wilton Industries, Inc. | 2174328 | ROWOCO AND DESIGN |
| Wilton Industries, Inc. | 1744483 | RUFFLE BOARD |
| Wilton Industries, Inc. | 2799006 | SMART GADGETS |
| Wilton Industries, Inc. | 2799007 | SMART GADGETS |
| Wilton Industries, Inc. | 2947302 | SMART RELEASE |
| Wilton Industries, Inc. | 2885364 | STENCIL-A-COOKIE |
| Wilton Industries, Inc. | 2846004 | SWEET THINGS |
| Wilton Industries, Inc. | 3177746 | THE INCREDIBLE ICE CREAM MACHINE |
| Wilton Industries, Inc. | 1654342 | THE WESTON GALLERY |
| Wilton Industries, Inc. | 3133387 | TRILANO Stylized |
| Wilton Industries, Inc. | 2666385 | TRIM 'N TURN |

| OWNER | REGISTRATION NUMBER | TRADEMARK |
|-------------------------|---------------------|--------------------|
| Wilton Industries, Inc. | 2013655 | TUK-N'-RUFFLE |
| Wilton Industries, Inc. | 2439568 | ULTIMA |
| Wilton Industries, Inc. | 2553810 | ULTIMATE |
| Wilton Industries, Inc. | 2602073 | ULTIMATE |
| Wilton Industries, Inc. | 2651803 | ULTIMATE |
| Wilton Industries, Inc. | 1749429 | ULTIMO |
| Wilton Industries, Inc. | 2794174 | ULTIMO |
| Wilton Industries, Inc. | 2751027 | ULTRA BAKE |
| Wilton Industries, Inc. | 3166466 | ULTRA-FLEX |
| Wilton Industries, Inc. | 2130181 | VERITAS |
| Wilton Industries, Inc. | 2583783 | VERONA |
| Wilton Industries, Inc. | 1994308 | WILTON |
| Wilton Industries, Inc. | 965496 | WILTON |
| Wilton Industries, Inc. | 1929432 | WILTON & DESIGN |
| Wilton Industries, Inc. | 3237884 | WILTON FOR KIDS |
| Wilton Industries, Inc. | 967455 | WILTON Stylized |
| Wilton Industries, Inc. | 2801262 | ZINGO |

Trademark Applications:

| OWNER | APPLICATION NUMBER | TRADEMARK |
|-------------------------|--------------------|------------------------------|
| Wilton Industries, Inc. | 78/725428 | EASY IMAGE |
| Wilton Industries, Inc. | 78/317137 | EASYGRATE |
| Wilton Industries, Inc. | 78/725353 | FANCI-FILL |
| Wilton Industries, Inc. | 78/681618 | THE ULTIMATE 3 IN 1 CADDY |