FORM PTO-1594 1-31-92	REC	12-04-2		SHEET U	J.S. DEPARTMENT OF COMMERCE Patent and Trademark Office	
Tab settings ⇒ ⇒ ▼				· · · · · · · · · · · · · · · · · · ·	12445	
To the Honorable Com	nmissior.	1026146	55	the attached o	riginal documents or copy thereof.	
Name of conveying party(ies):     Loehmann's Operating Co.     2500 Halsey Street     Bronx, NY 10461			2. Name and		ving party(ies): BUSINESS CREDIT, Inc.	
☐ Individual(s) ☐ General Partnership ☑ Corporation-State: Delaw ☐ Other	Lir /are	ssociation imited Partnership ed? □ Yes ⊠ No	City: <u>New</u> ☐ Individu ☐ Associa ☐ Genera	York  ual(s) citizenship ation	State: NY ZIP: 10036	
Nature of conveyances:		hange of Name	⊠ Corpora □ Other	ation-State New	York  ed States, a domestic representative  ☐ Yes ☑ No	
Execution Date: November 25, 2003			(Designations must be a separate document from Assignment)  Additional Name(s) & address(es) attached? ☐ Yes ☒ No			
Application Number(s) or registration number(s):     Trademark Application.(s)     SEE ATTACHED SCHEDULE A			B. Trademark registration No.(s) SEE ATTACHED SCHEDULE A			
Additional numbers attached? 🛛 Yes 🔲 No						
Name and address of party to concerning document should be		espondence	6. Total number of applications and registrations involved:			
Name: Federal Research Corporation  Internal Address:  Attn: Penelope J.A. Agodoa Federal Research Company, LLC 1030 15th Street, NW, Suite 920			☐ Enclose		d to deposit account	
Street Washington, DC 2000 202.783.2700	<u></u>	<u>ə 101</u>	8. Deposit acc	count number:	7/7800 4 PH 3	
	te: <u>DC</u> Z	ZIP: <u>20004</u>	(Attach duplica	te copy of this p	age if paying by deposit account)	
	0.00 DP 5.00 DP	DO NOT USE	THIS SPACE			
9. Statement and signature.	and belief	Days 1	Signature	)	December 1, 2003  Date and document: 4	

Mail documents to be recorded with required coversheet information to:

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

## **SCHEDULE A**

Schedule A to a Trademark Grant of Security dated November 25, 2003, by for the benefit of Loehmann's Operating Co. and The CIT Group/Business Credit, Inc., as Agent.

TRADEMARK (Country/State)	REG. NO.	REGISTRATION DATE	EXPIRATION DATE
LOEHMANN'S	10502	June 5, 1984	June 5, 2004
(US)			
LOEHMANN'S	734,218	July 10, 1962	July 10, 2002 (awaiting
(US)			renewal approval)
LOEHMANN'S	1,139,102	August 26, 1980	August 26, 2010
(US)			
WENDY B.	2,311,537	January 25, 2000	January 25, 2010
(US)			
KNITS ETC.	2,331,721	March 21, 2000	March 21, 2010
(US)			
WENDY B.	2,767,008	September 23, 2003	September 23, 2013
(US)			

1156361.3

TRADEMARK REEL: 002873 FRAME: 0230

## TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, LOEHMANN'S OPERATING CO., a corporation formed under the laws of Delaware, located at 2500 Halsey Street, Bronx, New York 10461 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to THE CIT GROUP/BUSINESS CREDIT, INC. ("CIT") and various other financial institutions (collectively, "Lenders") and CIT as agent for Lenders ("Agent") pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, among Agent, Lenders, Borrower, Loehmann's Holdings, Inc. ("Parent"), Loehmann's, Inc. ("Sub-Parent") and Loehmann's Real Estate Holdings, Inc. ("REH") and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby grant to Agent for its benefit and for the ratable benefit of Lenders a collateral assignment and security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which collateral assignment and security interest shall secure all the Secured Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the collateral assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York November 35, 2003

Witness:

Witness:

LOEHMANN'S OPERATING CO.

Name: ROBERT GLASS

Its: PRESIDENT, CHIEF OPERATING OFFICER,

THE CIT GROUP/BUSINESS CREDIT, INC.,

as Agent

Nome: 2 mara H 12 m

Its: VICE PRESIDENT

1156361.3

TRADEMARK
REEL: 002873 FRAME: 0231

STATE OF NEW YORK	)
COUNTY OF NEW YORK	: ss.: )

On this 25 day of November, 2003, before me personally came how, who, being by me duly sworn, did depose and say that s/he is the president of Loehmann's Operating Co., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

ry Public

Jean Macaluso
Notary Public, Slate of New York
01MA6041723
Qualified in Brown O

Qualified in Bronx County
Commission Expires

1156361.3

TRADEMARK REEL: 002873 FRAME: 0232