

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Notice of Grant of Security Interest
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
F. Schumacher & Co.		08/15/2003	CORPORATION: NEW YORK

RECEIVING PARTY DATA	
Name:	Wachovia Bank, National Association, as Agent
Street Address:	201 South College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	2897591	GROWING UP WITH WAVERLY
Registration Number:	2742423	WAVERLY
Registration Number:	2732554	WAVERLY
Registration Number:	2522235	GROWING UP WITH WAVERLY
Registration Number:	2456473	WAVERLY
Registration Number:	2445276	WAVERLY
Registration Number:	2410844	SCHUMACHER
Registration Number:	2410843	WAVERLY
Registration Number:	2378759	SCHUMACHER
Registration Number:	2345746	WAVERLY
Registration Number:	2340120	WAVERLY
Registration Number:	2321116	WAVERLY
Registration Number:	2231912	WAVERLY
Registration Number:	2231439	WAVERLY HOME

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Registration Number:	2228295	WAVERLY
Registration Number:	2222219	WAVERLY
Registration Number:	2011559	WAVERLY
Registration Number:	1756996	WAVERLY
Registration Number:	1663475	WAVERLY DESIGNER SERIES
Registration Number:	1540995	WAVERLY PLACE
Registration Number:	1354148	THE ART OF LIVING. THE ART OF WAVERLY
Registration Number:	717633	SCHUMACHER
Registration Number:	717608	SCHUMACHER
Registration Number:	709694	WAVERLY
Registration Number:	128949	WAVERLY
Serial Number:	76091106	WAVERLY

**CORRESPONDENCE DATA**

Fax Number: (919)416-8339  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 919 286-8028  
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Correspondent Name: Moore & Van Allen PLLC  
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Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	512485.424 CLE
NAME OF SUBMITTER:	Charles L. Evans

Total Attachments: 4  
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of August 15, 2003 (the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

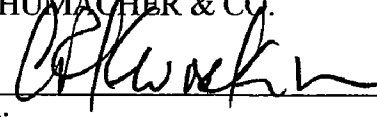
<u>Trademark No.</u>	Description of <u>Trademark</u>	<u>Date of Trademark</u>
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See Schedule A attached hereto.

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

F. SCHUMACHER & CO.

By: 

Name: CORINNE P. KEVORKIAN

Title: SENIOR VICE PRESIDENT  
GENERAL COUNSEL AND SECRETARY

Schumacher/Notice of Grant Trademarks

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,  
as Agent

By: Vickie Stausborger  
Name: VICKIE STAUSBORGER  
Title: Vice President

Schumacher/Notice of Grant Trademarks

TRADEMARK  
REEL: 002985 FRAME: 0156

Schedule A

F. Schumacher & Co.  
(New York Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
GROWING UP WITH WAVERLY	2897591	10/26/04
WAVERLY	2742423	7/29/03
WAVERLY	2732554	7/01/03
GROWING UP WITH WAVERLY	2522235	12/25/01
WAVERLY	2456473	5/29/01
WAVERLY	2445276	4/17/01
SCHUMACHER	2410844	12/5/00
WAVERLY	2410843	12/5/00
SCHUMACHER	2378759	8/22/00
WAVERLY	2345746	4/25/00
WAVERLY	2340120	4/11/00
WAVERLY	2321116	2/22/00
WAVERLY	2231912	3/16/99
WAVERLY HOME	2231439	3/16/99
WAVERLY	2228295	3/2/99
WAVERLY	2222219	2/9/99
WAVERLY	2011559	10/29/96
WAVERLY	1756996	3/9/93
WAVERLY DESIGNER SERIES	1663475	11/5/91
WAVERLY PLACE	1540995	5/23/89
THE ART OF LIVING. THE ART OF WAVERLY	1354148	8/13/85
SCHUMACHER	717633	6/27/61
SCHUMACHER	717608	6/27/61
WAVERLY	709694	1/10/61
WAVERLY (Stylized)	128949	1/20/20

Pending Application

Mark	Application No.	Filing Date
WAVERLY	76091106	7/18/00

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