

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Senario, LLC		08/20/2007	LIMITED LIABILITY COMPANY: ILLINOIS

RECEIVING PARTY DATA

Name:	Cole Taylor Bank
Street Address:	9550 West Higgins Road
City:	Rosemont
State/Country:	ILLINOIS
Postal Code:	60018
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Serial Number:	75761982	SMARTBOX
Serial Number:	78027129	SCOOZIE PET
Serial Number:	78027131	SCOOZIE
Serial Number:	76274874	TAZER LIGHT
Serial Number:	75761984	SENARIO
Serial Number:	76291582	SMARTLAP
Serial Number:	78313714	SWEET THANG
Serial Number:	78200483	NAKAMICHI N RACER
Serial Number:	78240246	OBI TAN THE ORANGUTAN
Serial Number:	78240094	KOBIOK-I MONKEY
Serial Number:	78027124	SENARIO
Serial Number:	78477070	BIG BONUS SLOTS
Serial Number:	78570647	THE PERFECT MATE
Serial Number:	78714538	"WHAT'S YOUR FAVORITE SWEET THANG?"

CH \$990.00 75761982

Serial Number:	78723075	STORYBOOK PILLOW
Serial Number:	78758081	THE STORY BOOK PILLOW COMPANY
Serial Number:	78768272	STORE-ALOT
Serial Number:	78770161	IPLOP
Serial Number:	78873671	"WHERE BEDTIME AND STORYTIME BCOME ONE!"
Serial Number:	78883866	HURU
Serial Number:	78891524	DOODLE PILLOW
Serial Number:	78935657	MY SECRET PILLOW
Serial Number:	78935725	FILLO
Serial Number:	78955614	BLINGKS
Serial Number:	78941959	NESE
Serial Number:	78965959	BIG SMILE BOOKS
Serial Number:	78965989	PLAYLIST
Serial Number:	78966065	HI Q
Serial Number:	77021931	WAIKIKI WIPE OUT
Serial Number:	77066396	MIDANCE
Serial Number:	77077082	SPEED SPELL
Serial Number:	77083949	TORPEDO
Serial Number:	77116226	HUMI
Serial Number:	77189734	SPEEDSPELL REVOLUTION
Serial Number:	77214583	MIFACE
Serial Number:	77222670	HURUHUMI
Serial Number:	77227248	MY VET CENTER
Serial Number:	77227237	GULPIN' GATORS
Serial Number:	78629574	BIG BOARDS

CORRESPONDENCE DATA

Fax Number: (312)201-2555
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 13122012000
Email: welch@wildman.com
Correspondent Name: Shea Welch
Address Line 1: 225 West Wacker Drive
Address Line 2: Wildman, Harrold, Allen & Dixon LLP
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER: C5890.00178

NAME OF SUBMITTER:	Melissa Cooper
Signature:	/Melissa Cooper/
Date:	08/27/2007
Total Attachments: 8 source=coletaylorlsa#page1.tif source=coletaylorlsa#page2.tif source=coletaylorlsa#page3.tif source=coletaylorlsa#page4.tif source=coletaylorlsa#page5.tif source=coletaylorlsa#page6.tif source=coletaylorlsa#page7.tif source=coletaylorlsa#page8.tif	

AMENDED AND RESTATED TRADEMARK SECURITY AGREEMENT

WHEREAS, SENARIO, LLC, an Illinois limited liability company, SENARIO LIMITED, a company organized under the laws of Hong Kong and SENARIO WORLDWIDE, LLC, a Delaware Limited liability company (together "Borrowers"), have adopted and are 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, Borrowers are obligated to COLE TAYLOR BANK ("Lender") pursuant to (i) a certain Credit Agreement, dated the date hereof, among Lender and Borrowers and (ii) a certain Security Agreement, dated the date hereof, made by Borrowers in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements");

WHEREAS, this Amended and Restated Trademark Security Agreement amends, restates and replaces that certain Trademark Security Agreement among the Borrowers and Lender dated as of March 16, 2005; and

WHEREAS, pursuant to the Agreements, Borrowers are granting to Lender a security interest in the Marks and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrowers do hereby assign unto Lender and grant to Lender a security interest in and to the Marks and registrations and applications therefor, which security interest shall secure all the 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 Lender with respect to the security interest granted hereby is more fully set forth in the Agreements.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

Dated: August 20, 2007
Chicago, Illinois
a

SENARIO, LLC

By: _____
Name: _____
Its: _____

SENARIO LIMITED

By: _____
Name: _____
Its: _____

SENARIO WORLDWIDE, LLC

By: _____
Name: _____
Its: _____

COLE TAYLOR BANK

By: Karen J. Andrews
Name: Karen J. Andrews
Its: VP.

Dated: August 20, 2007
Chicago, Illinois

a

SENARIO, LLC

By: _____
Name: _____
Its: _____

SENARIO LIMITED

By: _____
Name: _____
Its: _____

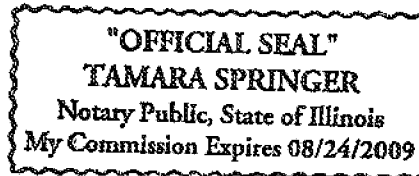
SENARIO WORLDWIDE, LLC

By: _____
Name: _____
Its: _____

COLE TAYLOR BANK

By: _____
Name: _____
Its: _____

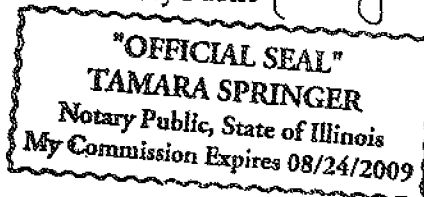
STATE OF ILLINOIS)
 : ss.:
COUNTY OF COOK)



On this 20th day of August, 2007, before me personally came Michael Nakamura to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of Senario, LLC, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Tamara Springer
Notary Public

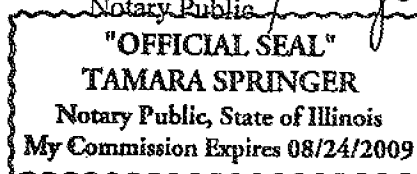
STATE OF ILLINOIS)
 : ss.:
COUNTY OF COOK)



On this 20th day of August, 2007, before me personally came Michael Nakamura to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of SENARIO LIMITED, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Tamara Springer
Notary Public

STATE OF ILLINOIS)
 : ss.:
COUNTY OF COOK)



On this 20th day of August, 2007, before me personally came Michael Nakamura to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of SENARIO WORLDWIDE, LLC, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Tamara Springer
Notary Public

STATE OF ILLINOIS)
: ss.:
COUNTY OF COOK)

On this 20th day of August, 2007, before me personally came Kara Andrews to me known, who, being by me duly sworn, did depose and say that s/he is a Vice president of Cole Taylor Bank, the Illinois banking corporation described in and which executed the foregoing instrument; and that s/he signed his name thereto on behalf of said association.



Barbara Iovinelli
Notary Public

SCHEDULE A

Senario LLC

Trademarks

Registration #	Application #	Filing date	Mark
2405783	75/761,982	11/21/2000	SmartBox
2480160	78/027,129	8/21/2001	Scoozie Pet U.S.A
2527607	78/027,131	1/8/2002	Scoozie U.S.A.
2624322	76/274,874	9/24/2002	Tazer Light
2655297	75/761,984	12/3/2002	Senario U.S.A.
2701232	76/291,582	3/25/2003	Smart Lap
2979374	78313714	10/15/2003	Sweet Thang
2806672	78200483	1/20/2004	Nakamichi Racer applied 1-5-03
2823465	78240246	3/16/2004	Obi Tan applied 4-21-03
2840284	78240094	5/11/2004	Kobi Oki Monkey applied 4-21-03
2855341	78-027,124	6/15/2004	Senario
3072114	78477070	9/1/2004	Big Bonus Slots
	6808437	10/19/2004	Sweet Thang <i>mc 8/27/07</i>
3091627	78570647	2/18/2005	The Perfect Mate
3248528	78714538	9/16/2005	"What's your favorite Sweet Thang?"
	78723075	9/29/2005	Storybook Pillow
2099786		11/16/2005	Baby Bush Baby UK
2099787		11/16/2005	Baby Prairie Dog UK
2099785		11/16/2005	Friendly Ferret UK
		11/16/2005	Senario UK
		11/16/2005	Scoozie UK
	78758081	11/21/2005	The Story Book Pillow Company
	78768272	12/7/2005	Store-All <i>Store-All mc 8/27/07</i>
	78770161	12/9/2005	iplop
	78873671	5/1/2006	"Where bedtime and storytime become one!"
	78883866	5/15/2006	Huru
	78891524	5/24/2006	Doodle Pillow
	78935657	7/24/2007	My Secret Pillow
	78935725	7/24/2007	Fillo
	78955614	8/18/2007	Blinks <i>Blinks mc 8/27/07</i>
	78941959	8/1/2007	Nese
	78965959	9/1/2007	Big Smile Books
	78965989	9/1/2007	Playlist
	78966065	9/1/2007	HI Q
	77021931	10/16/2006	Waikiki Wipeout
	77066396	12/18/2006	MIDance
	77077082	1/5/2007	Speed Spell
	77083949	1/15/2007	Torpedo
	77116226	2/26/2007	Humi
	77189734	5/24/2007	Speedspell Revolution
	77214583	6/25/2007	miFACE
	77222670	7/5/2007	Huruhumi
	77227248	7/11/2007	My Vet Center
	77227237	7/11/2007	Gulpin' Gators
	78629574	5/13/2005	Big Boards

Patents

Registration #	Application #	Filing date	Mark
	10818630	1/27/2004	Multi screen video gaming system
	11731554	3/30/2007	Ornament
	29239369	9/29/2005	Storybook Pillow
	11542614	10/2/2006	Washable Color Book
	10655825	9/5/2003	Smartlap portable lap desk
	5954603		Light up ball
6808437 B2	10357925	1/24/2003	Extendible soft link or plush toy