

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Henry Doneger Associates, Inc.		07/15/2008	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Bank of America, NA
Street Address:	1185 Avenue of the Americas
City:	New York
State/Country:	NEW YORK
Postal Code:	10036
Entity Type:	Association:

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1223376	HERE & THERE
Registration Number:	1328584	THE COLOR CUBICLE
Registration Number:	1309134	REPERTOIRE
Registration Number:	1738874	D3
Registration Number:	1962077	HDA INTERNATIONAL
Registration Number:	2289236	DONEGER ONLINE
Registration Number:	2685372	DONEGER MARKETPLACE
Registration Number:	3346585	TOBE NEXT
Registration Number:	3248820	TOBE REPORT
Serial Number:	76690207	THE DONEGER GROUP

CORRESPONDENCE DATA

Fax Number: (866)826-5420
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3016380511

OP \$265.00 1223376

Email: ipresearchplus@comcast.net
Correspondent Name: IP Research Plus, Inc.
Address Line 1: 21 Tadcaster Circle
Address Line 2: Attn: Penelope J.A. Agodoa
Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	651638-005
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	07/20/2008

Total Attachments: 5
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GRANT OF SECURITY INTEREST (TRADEMARKS)

The undersigned, **HENRY DONEGER ASSOCIATES, INC.**, a New York corporation (the "*Grantor*"), is obligated to **BANK OF AMERICA, N. A.** (the "*Secured Party*") under the Credit Agreement, dated as of July 15, 2008 (as amended, restated, supplemented or otherwise modified from time to time, the "*Credit Agreement*"), by and among the Grantor, and the Secured Party, and pursuant to which the Grantor has entered into the Security Agreement, dated as of July 15, 2008 (as amended, restated, supplemented or otherwise modified from time to time, the "*Security Agreement*"), by and between the Grantor, the affiliates of the Grantor from time to time party thereto and the Secured Party.

Pursuant to the Security Agreement, the Grantor has granted to the Secured Party a security interest in and to all of the present and future right, title and interest of the Grantor in and to the trademarks listed on Schedule 1, which trademarks are registered in the United States Patent and Trademark Office (the "*Trademarks*"), together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "*Collateral*"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).

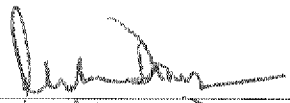
For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor does hereby further grant to the Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Collateral made and granted hereby are set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Secured Party's address is: 1185 Avenue of the Americas, New York, New York 10036.

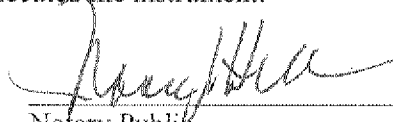
IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest (Trademarks) to be duly executed by its duly authorized officer as of the 15th day of July 2008.

HENRY DONEGER ASSOCIATES, INC.

By: 
Name: Abraham Doniger
Title: President

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

On the 15th day of July in the year 2008 before me, the undersigned, personally appeared Abraham Decker, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.



Notary Public

NANCY M. HULL
NOTARY PUBLIC, State of New York
No. 4839833
Qualified in Nassau County
Commission Expires May 31, 2011

My Commission Expires:

Schedule I
to
Grant of Security Interest (Trademarks)
by Henry Doneger Associates, Inc.
Dated as of July 15, 2008

<u>MARK</u>	<u>SERIAL NO.</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
HERE & THERE (and Design)	73/291923	1223376	January 11, 1983
THE COLOR CUBICLE	73/397596	1328384	April 2, 1985
REPertoire (and Design)	73/460257	1309134	December 11, 1984
D3	74/217245	1738874	December 8, 1992
HDA INTERNATIONAL	74/674490	1962077	Renewal Pending
DONEGER ONLINE	75/226302	2289236	October 26, 1999
DONEGER MARKETPLACE	76/176388	2685372	February 11, 2003
TOBE NEXT	76/654542	3346585	December 4, 2007
TOBE REPORT	76/654834	3248820	June 5, 2007

<u>MARK APPLICATION</u>	<u>SERIAL NO.</u>	<u>REGISTRATION NO.</u>	<u>FILING DATE</u>
THE DONEGER GROUP	76/690207		June 2, 2008