

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
DGL Group Ltd.		07/21/2008	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	HSBC Business Credit (USA) Inc.		
Street Address:	452 Fifth Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	Financial Institution:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77309617	HYPE	
Serial Number:	77300577	DGL GROUP	
CORRESPONDENCE DATA			
Fax Number:	(202)408-3141		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	800-927-9801 x2348		
Email:	jpaterso@cscinfo.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 2:	Attn: Jean Paterson		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	472700-018		
NAME OF SUBMITTER:	Jean Paterson		
Signature:	/Jean Paterson/		

CH \$65.00 77309617

Date:

07/22/2008

Total Attachments: 4

source=7-22-08 DGL Group Trademark Security Agreement#page1.tif

source=7-22-08 DGL Group Trademark Security Agreement#page2.tif

source=7-22-08 DGL Group Trademark Security Agreement#page3.tif

source=7-22-08 DGL Group Trademark Security Agreement#page4.tif

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings =>=>

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

DGL Group Ltd.
33 34th Street, Fifth Floor
Brooklyn, New York 11232

- Individual(s)
 - General Partnership
 - Corporation-State: New York
 - Other _____
 - Association
 - Limited Partnership
- Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: HSBC Business Credit (USA) Inc.

Internal Address: _____

Street Address: 452 Fifth Avenue

City: New York State: NY ZIP: 10018

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Financial Institution

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

(Designations must be a separate document from Assignment)

Additional Name(s) & address(es) attached? Yes No

3. Nature of conveyances:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: July 21, 2008

4. Application Number(s) or registration number(s):

A. Trademark Application.(s)

See attached Schedule A

B. Trademark registration No.(s)

See attached Schedule A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41): \$ _____

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

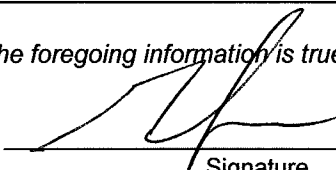
DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document

Graig Solow, Esq.

Name of Person Signing



Signature

July 21, 2008

Date

Total number of pages including coversheet, attachments and document:

TRADEMARK SECURITY ASSIGNMENT

WHEREAS, DGL Group Ltd., a New York corporation having a mailing address at 33 34th Street, Fifth Floor, Brooklyn, New York 11232 (“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 HSBC Business Credit (USA) Inc. (“HSBC”) and various other financial institutions (collectively, “Lenders”) and HSBC as agent for Lenders (“Agent”) pursuant to (i) a certain Financing Agreement, dated the date hereof, among Agent, Lenders and Borrower 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 assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and 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 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
July 21, 2008

DGL GROUP LTD.

By: 
Name: Ezra Zaafarani
Title: Chief Executive Officer

HSBC BUSINESS CREDIT (USA) INC., as
Agent

By: 
Name: Edward Chonko
Title: Vice President

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

On the 21st day of July, 2008, before me personally came Ezra Zaafarani to me known, who being by me duly sworn, did depose and say he is the Chief Executive Officer of DGL Group Ltd., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

Jeanne M. Lodico
Notary Public

My Commission Expires:

JEANNE M. LODICO
Notary Public, State of New York
No. 01LO6023719
Qualified in Suffolk County
Commission Expires Apr. 26, 20 11

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

On the 21st day of July, 2008, before me personally came Edward Chonko to me known, who being by me duly sworn, did depose and say he is the Vice President of HSBC Business Credit (USA) Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

Jeanne M. Lodico
Notary Public

My Commission Expires:

JEANNE M. LODICO
Notary Public, State of New York
No. 01LO6023719
Qualified in Suffolk County
Commission Expires Apr. 26, 20 11

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated July 21, 2008, by and between DGL Group Ltd. and HSBC Business Credit (USA) Inc., as Agent.

<u>Serial No.</u>	<u>Country</u>	<u>Filing Date</u>	<u>Mark</u>
77309617	USA	October 22, 2007	HYPE
77300577	USA	October 10, 2007	DGL Group