

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
Frenchtoast.com LLC		12/10/2010	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	HSBC Bank USA, National Association, as Agent		
Street Address:	452 Fifth Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2428982	THE SCHOOL UNIFORM SUPERSTORE	
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 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	632277		
NAME OF SUBMITTER:	Jean Paterson		
Signature:	/jep/		
Date:	01/04/2011		

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Total Attachments: 7

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TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Frenchtoast.com LLC, a limited liability company formed under the laws of Delaware, located at 321 Herrod Blvd., Dayton, NJ 08810 ("Grantor"), 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, Grantor is obligated to HSBC Bank USA, National Association ("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, Grantor and certain other loan parties and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

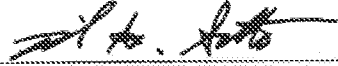
WHEREAS, pursuant to the Agreements, Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor 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.

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

Dated: December 10, 2010

FRENCHTOAST.COM LLC



.....
Name: Richard Sutton
Its: Chief Executive Officer

HSBC BANK USA, NATIONAL
ASSOCIATION, as Agent

.....
Name:
Its:

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

On this 6th day of December, 2010, before me personally came Richard Sutton, to me known, who, being by me duly sworn, did depose and say that s/he is the CEO of Frenchtoast.com LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said company.

Notary Public

Notary Public
Notary Public State of New York
Exp. 12/31/2017
Qualified to Perform
Notary Public Services

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

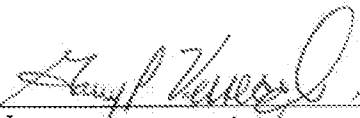
On this ___ day of _____, 2010, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of HSBC Bank USA, National Association, the financial institution described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said financial institution.

Notary Public

FRENCHTOAST.COM LLC

Name: Richard Sutton
Its: Chief Executive Officer

HSBC BANK USA, NATIONAL
ASSOCIATION, as Agent



Name: Gray P. Vescechia
Its: VP

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this ____ day of _____, 2010, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of Frenchtoast.com LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said company.

Notary Public

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 6th day of December, 2010, before me personally came Gregory P. Casanovi, to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of HSBC Bank USA, National Association, the financial institution described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said financial institution.

Francine M. Caldarone
Notary Public

FRANCINE M. CALDARONE
No. 01CA4878313
Notary Public, State of New York
Qualified in Queens County
Certificate filed in Nassau County
Commission Expires Jan. 12, 2011

Frenchtoast.com LLC

Serial Number	Reg. Number	Word Mark
75619909	2428982	THE SCHOOL UNIFORM SUPERSTORE