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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		l12/10/2010 l	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:	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

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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	
	TRADEMARK	

REEL: 004446 FRAME: 0180

Total Attachments: 7 source=1-4-11 Frenchtoast-TM#page1.tif source=1-4-11 Frenchtoast-TM#page2.tif source=1-4-11 Frenchtoast-TM#page3.tif source=1-4-11 Frenchtoast-TM#page4.tif source=1-4-11 Frenchtoast-TM#page5.tif source=1-4-11 Frenchtoast-TM#page6.tif source=1-4-11 Frenchtoast-TM#page7.tif

TRADEMARK
REEL: 004446 FRAME: 0181

RECORDATION FORM COVER SHEET TRADEMARKS ONLY To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below. 2. Name and address of receiving party(ies) 1. Name of conveying party(ies): Frenchtoast.com LLC Additional names, addresses, or citizenship attached? 321 Herrod Blvd. Dayton, NJ 08810 Name: HSBC Bank USA, National Association, as Agent Internal 7 Association Individual(s) Address: General Partnership Limited Partnership Street Address: 452 Fifth Avenue Corporation- State: City: New York ✓ Other Limited Liability Company State: New York Citizenship (see guidelines) Delaware Zip: 10018 Country: USA Additional names of conveying parties attached? Yes 🗸 No ✓ Association Citizenship United States General Partnership Citizenship _____ 3. Nature of conveyance)/Execution Date(s): Limited Partnership Citizenship Execution Date(s) December 10, 2010 Corporation Citizenship Merger Assignment Other Citizenship Change of Name If assignee is not domiciled in the United States, a domestic ✓ Security Agreement representative designation is attached: Yes No U Other (Designations must be a separate document from assignment) 4. Application number(s) or registration number(s) and identification or description of the Trademark. B. Trademark Registration No.(s) A. Trademark Application No.(s) See attached Schedule A C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): 5. Name & address of party to whom correspondence 6. Total number of applications and concerning document should be mailed: registrations involved: Name: 7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$__ Internal Address: Authorized to be charged by credit card Authorized to be charged to deposit account Street Address: Enclosed 8. Payment Information: City: Last 4 Numbers _____ a. Credit Card State: Zip: Expiration Date _____ Phone Number: b. Deposit Account Number ____ Fax Number: Authorized User Name Email Address: 9. Signature: Signature Christopher A. Manion Total number of pages including cover sheet, attachments, and document: Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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 <u>Schedule A</u> (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached <u>Schedule A</u>; 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

472780/094-1959725.1

TRADEMARK
REEL: 004446 FRAME: 0183

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 day of Decade, 2010, before me personally car to me known, who being by me duly sworn, did depose and shat s/he is the Ceo of Frenchtoust com LLC, the limited liability compa described in and which executed the foregoing instrument; and that s/he-signed her/his nar hereto by order of said company.	ne ay ny ne
STATE OF NEW YORK) : ss.:	
COUNTY OF NEW YORK)	
On this day of, 2010, before me personally can to me known, who, being by me duly sworn, did depose a	me ınd
of HSBC Bank USA, National Association, the finance institution described in and which executed the foregoing instrument; and that s/he signed her/mame thereto by order of said financial institution.	cial
Notary Public	

FRENCHTOAST.COM LLC

Name: Richard Sutton
Its: Chief Executive Officer

HSBC BANK USA, NATIONAL ASSOCIATION, as Agent

Name: GARY Descential Its:

Trademark Assignment of Security (Frenchtoast) - 1959725

TRADEMARK REEL: 004446 FRAME: 0186

STATE OF NEW YORK)	
: ss.: COUNTY OF NEW YORK)	
On this day of, to me kno	, 2010, before me personally came own, who, being by me duly sworn, did depose and say
that s/he is the of F	Frenchtoast.com LLC, the limited liability company egoing instrument; and that s/he signed her/his name
	Notary Public
STATE OF NEW YORK)	
COUNTY OF NEW YORK)	
On this day of to me l	known, who, being by me duly sworn, did depose and
institution described in and which execute	HSBC Bank USA, National Association, the financial define the foregoing instrument; and that s/he signed her/histitution
name thereto by order of said financial ins	Notary Public

CONCLOSE SA CALCARDO
NO OTCARPRESTO
ROTERY Public State of Date York
Charling in Ouseins County
Certificate State in Dataces County
Commission Entires Jan 12, 20 1

Frenchtoast.com LLC

S	erial Number	Reg. Number	Word Mark
7	5619909	2428982	THE SCHOOL UNIFORM SUPERSTORE

Trademark Assignment of Security

TRADEMARK

RECORDED: 01/04/2011 REEL: 004446 FRAME: 0188