

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM324494

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Nostalgia Products LLC		11/19/2014	LIMITED LIABILITY COMPANY: FLORIDA
Nostalgia Products Group LLC		11/19/2014	LIMITED LIABILITY COMPANY: DELAWARE
Englewood Marketing Group, Inc.		11/19/2014	CORPORATION: DELAWARE
EMG West, Inc.		11/19/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A.
Street Address:	111 E. Wisconsin Avenue
City:	Milwaukee
State/Country:	WISCONSIN
Postal Code:	53202
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	4479658	NOSTALGIA
Serial Number:	86048347	NOSTALGIA
Serial Number:	86165477	LIVING BY NOSTALGIA
Serial Number:	86192002	RETRO SERIES
Serial Number:	86247698	LIVING COLLECTION
Serial Number:	86256954	INSPIREX

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Email: clerario@whdlaw.com
Correspondent Name: Christopher Lerario
Address Line 1: 555 E. Wells Street
Address Line 2: Suite 1900
Address Line 4: Milwaukee, WISCONSIN 53202

TRADEMARK

ATTORNEY DOCKET NUMBER:	00314-0228
NAME OF SUBMITTER:	Christopher Lerario
SIGNATURE:	/Christopher Lerario/
DATE SIGNED:	11/26/2014
Total Attachments: 4 source=Englewood Trademark Assignment#page1.tif source=Englewood Trademark Assignment#page2.tif source=Englewood Trademark Assignment#page3.tif source=Englewood Trademark Assignment#page4.tif	

NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made by and between Nostalgia Products LLC, a Florida limited liability company, Nostalgia Products Group LLC, a Delaware limited liability company, Englewood Marketing Group, Inc., a Delaware corporation, and EMG West, Inc., a Delaware corporation (collectively, the "Borrowers"), and JPMorgan Chase Bank, N.A., in its capacity as administrative agent (the "Administrative Agent") under the Credit Agreement (defined herein).

The parties acknowledge the following:

A. The Borrowers, the Administrative Agent and the lender parties thereto (the "Lenders") have entered into that certain Credit Agreement dated as of January 30, 2009 (as amended, modified, supplemented or restated from time to time, the "Credit Agreement");

B. Each of the Borrowers has adopted, used and is using its respective trademarks listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are registered with or pending before the United States Patent and Trademark Office;

C. The Borrowers have granted to the Administrative Agent, for itself and on behalf and for the ratable benefit of Lenders, a security interest in the Trademarks and the goodwill of the Borrowers' business connected with and symbolized by the Trademarks on the terms and conditions set forth in the Pledge and Security Agreement dated as of January 30, 2009 (as amended, modified, supplemented or restated from time to time, the "Security Agreement");

D. Pursuant to the Security Agreement, the Borrowers have granted to the Administrative Agent, for itself and on behalf and for the ratable benefit of Lenders, a security interest in and to all of the trademarks, service marks, applications therefore and associated goodwill therein, now owned or from time to time after the date hereof owned or acquired by any or all of the Borrowers, including, without limitation, the Trademarks, and in and to all proceeds and benefits thereof;

E. There are no liens or security interests on the Trademarks other than the interests of the Administrative Agent and those disclosed in the Security Agreement; and

F. Capitalized terms not defined herein shall have their meaning as set forth in the Security Agreement.

[Signature Page Follows]

Dated as of November 19, 2014.

ENGLEWOOD MARKETING GROUP, INC.

By: _____
Scott Luedke, Vice President and CFO

EMG WEST, INC.

By: _____
Scott Luedke, Vice President and CFO

NOSTALGIA PRODUCTS GROUP LLC

By: _____
Scott Luedke, Vice President and CFO

NOSTALGIA PRODUCTS LLC

By: _____
Scott Luedke, Vice President and CFO

JPMORGAN CHASE BANK, N.A., individually as
a Lender, as Administrative Agent, as Issuing Bank
and as Swingline Lender

By: Michael A. Hintz
Michael A. Hintz, Authorized Officer

Dated as of November 19, 2014.

ENGLEWOOD MARKETING GROUP, INC.

By: Scott Luedke
Scott Luedke, Vice President and CFO

EMG WEST, INC.

By: Scott Luedke
Scott Luedke, Vice President and CFO

NOSTALGIA PRODUCTS GROUP LLC

By: Scott Luedke
Scott Luedke, Vice President and CFO

NOSTALGIA PRODUCTS LLC

By: Scott Luedke
Scott Luedke, Vice President and CFO

JPMORGAN CHASE BANK, N.A., individually as
a Lender, as Administrative Agent, as Issuing Bank
and as Swingline Lender

By: _____
Michael A. Hintz, Authorized Officer

Signature Page to Notice of Security Interest in Trademarks

TRADEMARK
REEL: 005409 FRAME: 0095

TRADEMARKS

Name of Grantor	Jurisdiction	Trademark	Registration Date	Registration Number
Nostalgia Products Group LLC	United States	NOSTALGIA	2/11/2014	4479658

TRADEMARK APPLICATIONS

Name of Grantor	Jurisdiction	Trademark	Application Filing Date	Application Serial Number
Nostalgia Products Group LLC	United States	NOSTALGIA	8/26/2013	86048347
Nostalgia Products Group LLC	United States	LIVING BY NOSTALGIA	1/14/2014	86165477
Nostalgia Products Group LLC	United States	RETRO SERIES	2/12/2014	86192002
Nostalgia Products Group LLC	United States	LIVING COLLECTION	4/9/2014	86247698
Nostalgia Products Group LLC	United States	INSPIREX	4/19/2014	86256954