

03-27-2002

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

▼ ▼ ▼

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

1. Name of conveying party(ies):

2.28.02

Stratford International Furnishings, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other Limited Liability Companies
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: February 20, 2002

2. Name and address of receiving party(ies)

Name: Foothill Capital Corporation

Internal

Address:

Street Address: 1000 Abernathy Rd., Suite 1450

City: Atlanta State: GA Zip: 30328

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State California

Other

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Exhibit A attached

Additional number(s) attached Yes No

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

Name: Donna J. Hunter, Paralegal

Internal Address: Paul, Hastings, Janofsky &

Walker LLP

Street Address: 600 Peachtree Street, N.E.

Suite 2400

City: Atlanta State: GA Zip: 30308

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41) \$ 140.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

16-0752

DO NOT USE THIS SPACE

9. Signature.

Donna J. Hunter

Name of Person Signing

Donna J. Hunter
Signature

February 27, 2002

Date

Total number of pages including cover sheet, attachments, and document.

18

03/22/2002 6TON11 00000127 2188390

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:481
02 FC:482

40.00 OP
100.00 OP

TRADEMARK
REEL: 002469 FRAME: 0919

EXHIBIT A
to Trademark Recordation Form

Conveying Party: Stratford International Furnishings, LLC
Receiving Party: Foothill Capital Corporation

<u>COUNTRY</u>	<u>MARK</u>	<u>REGISTRATION/ SERIAL NO.</u>
U.S.	BELCRAFT	2188390
U.S.	BELCREST	1361934
U.S.	CARILLON COLLECTION	2046511
U.S.	LA HACIENDA RUSTICA	2312157
U.S.	ROOMS BY DESIGN	1989213

TRADEMARK ASSIGNMENT

WHEREAS, Stratford International Furnishings, LLC, a Delaware limited liability company ("Assignor"), is the owner of the trademark and service mark applications and registrations listed in Schedule A hereto (the "Marks"),

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto Foothill Capital Corporation, a California corporation ("Assignee") all its right, title and interest in and to said Marks, the goodwill of the business symbolized by the Marks, that portion of the business of Assignor to which the Marks pertain, and the related applications and registrations therefor. This assignment includes the right to sue and recover damages for past and future infringements of Assignor's rights in the Marks and to bring any proceeding in the United States Patent and Trademark Office or any equivalent agency in any other country for cancellation or opposition or other proceeding in connection with said Marks. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

Assignor further agrees that it will execute, verify, acknowledge and deliver all such further papers, including any instruments of transfer and recordable assignments, and perform such other acts as Assignee lawfully may request from time to time, to perfect and vest title in the Marks in Assignee, or Assignee's successors and assigns.

[REMAINDER OF PAGE INTENTIONALLY BLANK]

20th IN TESTIMONY WHEREOF, Assignor has executed this document on the
of day of February, 2002.

**STRATFORD INTERNATIONAL
FURNISHINGS, LLC**

By: *Donald G. Griffin*

Name: *Donald G. Griffin*

Title: *Member - Manager*

Sworn to and subscribed before
me this _____ day of February, 2002

NOTARY PUBLIC

My Commission Expires: _____

TRADEMARK ASSIGNMENT

**Schedule A
to the
Trademark Assignment**

<u>COUNTRY</u>	<u>MARK</u>	<u>REGISTRATION/ SERIAL NO.</u>
U.S.	BELCRAFT	2188390
U.S.	BELCREST	1361934
U.S.	CARILLON COLLECTION	2046511
U.S.	LA HACIENDA RUSTICA	2312157
U.S.	ROOMS BY DESIGN	1989213

(404) 815-2301
donnahunter@paulhastings.com

February 27, 2002

26030.00058

VIA EXPRESS MAIL

Commissioner of Patents and Trademarks
U.S. Patent and Trademark Office
BOX ASSIGNMENTS, CG-4
1213 Jefferson Davis Hwy., Suite 320
Washington, DC, 20231

Re: Recordation of Trademark Documents – Caye Upholstery, LLC

Dear Sir or Madam:

For the recordation of the grants of security interests in various United States trademark registration applications and registrations, enclosed please find the following documents:

1. Grant of Security Interest in Trademarks from Stratford International Furnishings, LLC to Foothill Capital Corporation
 - a. Trademark Recordation Form Cover Sheet;
 - b. Trademark Assignment; and
 - c. A check in the amount of \$140.00 for the applicable filing fee

2. Grant of Security Interest in Trademarks from Stratford Upholstery Company, L.L.C. to Foothill Capital Corporation
 - a. Trademark Recordation Form Cover Sheet;
 - b. Trademark Assignment; and
 - c. A check in the amount of \$365.00 for the applicable filing fee

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3. Grant of Security Interest in Trademarks from Foothill Capital Corporation to Caye International Furnishings, LLC
 - a. Trademark Recordation Form Cover Sheet;
 - b. Trademark Assignment; and
 - c. A check in the amount of \$140.00 for the applicable filing fee

4. Grant of Security Interest in Trademarks from Foothill Capital Corporation to Caye Upholstery, LLC
 - a. Trademark Recordation Form Cover Sheet;
 - b. Trademark Assignment; and
 - c. A check in the amount of \$140.00 for the applicable filing fee; and

5. Grant of Security Interest in Trademarks from Caye Upholstery, LLC and Caye International Furnishings, LLC to Foothill Capital Corporation
 - a. Trademark Recordation Form Cover Sheet;
 - b. Trademark Security Agreement; and
 - c. A check in the amount of \$490.00 for the applicable filing fee

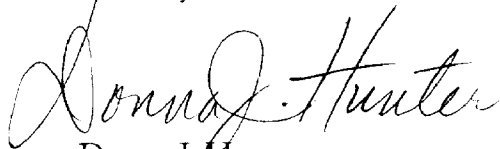
Please record the enclosed Trademark Assignments and Security Agreement and amend your records to reflect such grants of security interests.

We request that you charge any deficiencies, or credit any overpayments to Paul, Hastings, Janofsky & Walker, LLP's Deposit Account Number 16-0752.

Do not hesitate to contact me should you have any questions regarding this matter.

Commissioner of Patents and Trademarks
February 27, 2002
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Sincerely,

A handwritten signature in cursive script that reads "Donna J. Hunter". The signature is written in black ink and is positioned above the printed name.

Donna J. Hunter
for PAUL, HASTINGS, JANOFSKY & WALKER LLP

Enclosures

cc: Gretchen E. von Dwingelo, Esq. (w/o encl.)
Virginia M. McGuffey, Esq. (w/o encl.)

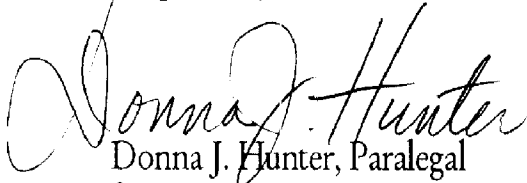
CERTIFICATE OF EXPRESS MAILING

Express Mail mailing label number: EV 059441042 US

Date of Deposit: February 27, 2002

I hereby certify that the attached Trademark Recordation Form Cover Sheet, Trademark Assignments, Trademark Security Agreement, and transmittal letter are being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.10 on the date indicated above and is addressed to the U.S. Patent and Trademark Office, Assignment Division, Box Assignments, CG-4, 1213 Jefferson Davis Hwy., Suite 320, Washington, DC 20231.

Respectfully submitted,



Donna J. Hunter, Paralegal
for PAUL, HASTINGS, JANOFSKY & WALKER LLP
600 Peachtree Street, N.E., Suite 2400
Atlanta, Georgia 30308-2222
(404) 815-2301