

**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
Levinsohn Textile Co., Inc.		03/07/2005	CORPORATION: NEW YORK

RECEIVING PARTY DATA	
Name:	Wells Fargo Century, Inc.
Street Address:	119 West 40th Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2040794	BELLES & WHISTLES
Registration Number:	2040795	TODAY'S HOME
Registration Number:	2040796	NO MORE SNEEZES
Registration Number:	2183302	THE COTTONS
Registration Number:	2259540	LOFT NEW YORK
Registration Number:	2905911	PILLOWSAVER
Registration Number:	2905912	MATTRESSSAVER
Registration Number:	2904519	FRESH IDEAS

CORRESPONDENCE DATA	
Fax Number:	(212)391-4556
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(212) 730-1900
Email:	mleve@ssgpc.com
Correspondent Name:	Marc D. Leve
Address Line 1:	Silverberg Stonehill & Goldsmith, PC

OP \$215.00 2040794

Address Line 2: 111 West 40th Street, 33rd Floor  
Address Line 4: New York, NEW YORK 10018

NAME OF SUBMITTER:

Marc D. Leve

Signature:

/Marc D. Leve/

Date:

03/18/2005

Total Attachments: 3

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**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, LEVINSOHN TEXTILE CO., INC., a corporation formed under the laws of New York, located at 261 Fifth Avenue, New York, New York 10016 ("Company"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations and/or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Company is obligated to WELLS FARGO CENTURY, INC. ("Factor") pursuant to (i) a certain Factoring Agreement dated the date hereof, between Factor and Company and (ii) a certain Trademark Collateral Security Agreement, dated March 7, 2005, by Company in favor of Factor (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Company is granting to Factor 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, Company does hereby assign unto Factor and grant to Factor 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.

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

Dated: New York, New York  
March 7, 2005

Witness:

Matt Bern

LEVINSOHN TEXTILE CO., INC.

By: Adam Levinsohn

Name: ADAM LEVINSOHN

Title: PRESIDENT

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

On the 1<sup>st</sup> day of March, 2005, before me, the undersigned, a notary public in and for said state, personally appeared Adam Levinsch, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Genesis Roulhac (Lin)  
Notary Public

GENESIS ROULHAC  
Notary Public, State Of New York  
No. 01RO6086283  
Qualified In New York County  
Commission Expires 01/21/20 07

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated March \_\_, 2005, by and between LEVINSOHN TEXTILE CO., INC., and WELLS FARGO CENTURY, INC.

REGISTRATIONS

<u>Mark</u>	<u>Registration Number</u>	<u>Filing Date</u>	<u>Issue Date</u>
Belles & Whistles	2040794	6/12/96	2/25/97
Today's Home	2040795	6/12/96	2/25/97
No More Sneezes	2040796	6/12/96	2/25/97
The Cottons	2183302	6/12/96	8/25/98
Loft New York	2259540	6/19/98	7/6/99
Pillowsaver	2905911	9/9/03	11/30/04
Mattressavers	2905912	9/9/03	11/30/04
Fresh Ideas	2904519	11/12/03	11/23/04

APPLICATIONS

<u>Mark</u>	<u>Application Number</u>	<u>Filing Date</u>
N/A	N/A	N/A