

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CAPITAL FACTORS, INC.		05/27/2005	CORPORATION: FLORIDA

RECEIVING PARTY DATA	
Name:	FCC, LLC
Street Address:	1177 AVENUE OF THE AMERICAS
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10036
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	1654048	BUTTEGA
Registration Number:	1067751	C. H. OLIVER
Registration Number:	1654047	CURRICK & LEIKEN
Registration Number:	1745230	FRANK OLIVIER
Registration Number:	2039539	FRANK OLIVIER
Registration Number:	1845675	FRATELLI BALZZANO
Registration Number:	1880700	FRATELLI BOTTO
Registration Number:	2354843	HARTZ & CO.
Registration Number:	2405253	HARTZ & CO.
Registration Number:	1281100	HERTLING
Registration Number:	2333225	MASSO
Registration Number:	643305	OAKLOOM
Registration Number:	1475047	OLIVER
Registration Number:	1633268	PROVINCIA

OP \$615.00 1654048

Registration Number:	2256145	TALLIA
Registration Number:	2322516	TALLIA
Registration Number:	1943279	TALLIA
Registration Number:	2121363	TALLIA SARTORIA
Registration Number:	1433991	THE TEN TWELVE CLOTH
Serial Number:	75462616	DIAMETER
Serial Number:	74368695	OLIVER
Serial Number:	75749256	SYMMETRY
Serial Number:	74270581	TALLIA
Serial Number:	76095349	TALLIA

CORRESPONDENCE DATA

Fax Number: (212)527-7701
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2125277700
Email: tmdocket@darbylaw.com, jmatkowsky@darbylaw.com
Correspondent Name: DARBY & DARBY P.C.
Address Line 1: P.O. BOX 5257
Address Line 4: NEW YORK, NEW YORK 10150-5257

NAME OF SUBMITTER:	Jonathan Matkowsky
Signature:	/jonathan matkowsky/
Date:	06/22/2005

Total Attachments: 4
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**ASSIGNMENT OF SECURITY INTEREST FROM CAPITAL FACTORS, INC. TO
FCC, LLC**

WHEREAS, Hartz & Company, Inc., a Maryland corporation, with address at 1341 Hughes Ford Road, Fredrick, Maryland 21701 (“Hartz”), granted to Capital Factors, Inc. (“Capital”), a Florida corporation, with address at 120 East Palmetto Park Road, Boca Raton, Florida 33432, a security interest in, all right, title, and interest of Hartz in and to the trademarks and service marks listed on Schedule 1-A annexed to the Grant of Security Interest by Hartz to Capital (“Trademarks”), executed June 1, 2001, and incorporated herein by reference as if fully set forth herein (the “Original Grant”), together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the “Collateral”);

WHEREAS, pursuant to a Purchase and Assignment Agreement (“Assignment”) executed by Capital and FCC, LLC, a limited liability company organized and existing under the laws of the State of Florida, with an address at 1177 Avenue of the Americas, New York, New York 10036 (“FCC”), Capital assigned to FCC all of its right, title, and interest, in and to the Factoring Documents, the Liens, the Advances, the Accounts, the Claims, and the Supporting Obligations, as such terms are defined in the Assignment,

WHEREAS, Hartz will enter into a certain Amended and Restated Factoring and Security Agreement (as amended and in effect from time to time, “Factoring Agreement”), with FCC, pursuant to which FCC, subject to the terms and conditions contained therein, may make advances or otherwise extend credit to Hartz,

NOW, THEREFORE, pursuant to the Assignment and for other good and valuable consideration, receipt of which is hereby acknowledged, Capital hereby conveys, sells, assigns, transfers and sets over unto FCC, without warranty or recourse and without representations or warranties, express or implied except as otherwise set forth in the Assignment (and Capital

expressly disclaims any warranties implied under applicable law, including Section 3-416 of the Uniform Commercial Code), the security interest it has in the Collateral to secure the prompt payment, performance and observance by Hartz of its obligations.

Capital does hereby further acknowledge and affirm that the rights and remedies of FCC with respect to the assignment of and security interest in the Collateral made and granted hereby are more fully set forth in the Agreement incorporated by reference in the Original Grant.

IN WITNESS WHEREOF, Capital has caused this Assignment of Security Interest to be duly executed by its officer thereunto duly authorized as of the 27th day of May, 2005.

CAPITAL FACTORS, INC.

By: 

Name: Joel Bradford

Title: Vice President

STATE OF ALABAMA)
)ss.:
COUNTY OF JEFFERSON)

On this 27th day of May, 2005, before me personally appeared **Joel Bodiford** to me known, who, being by me duly sworn, did depose and say that he is **Vice President of Capital Factors, Inc.**, a Florida corporation and that he executed the foregoing instrument; in the corporate name of Capital Factors, Inc. and that he had authority to sign the same, and he acknowledged to me that he executed the same as the actual deed of said corporation pursuant to such authority.



Notary Public

My commission expires: 11/18/08

SCHEDULE 1-A

Mark	Registration No.	Registration Date
BUTTEGA	1,654,048	8/13/91
C.H. OLIVER	1,067,751	6/14/77
CURRICK & LEIKIN	1,654,047	8/13/91
FRANK OLIVER	1,745,230	1/5/93
FRANK OLIVER	2,039,539	2/18/97
FRATELLI BALZZANO	1,845,675	7/19/94
FRATELLI BOTTO	1,880,700	2/28/95
HARTZ & CO.	2,354,843	6/6/00
HARTZ & CO.	2,405,253	11/21/00
HERTLING	1,281,100	6/5/84
MASSO	2,333,225	3/21/00
OAKLOOM & Design	643,305	3/26/57
OLIVER	1,475,047	2/2/88
PROVINCIA	1,633,268	1/29/91
TALLIA	2,256,145	6/22/99
TALLIA	2,322,516	2/22/00
TALLIA	1,943,279	12/26/95
TALLIA SATORIA	2,121,363	12/16/97
THE TEN TWELVE CLOTH	1,433,991	3/24/87

Mark	Application No.	Application Date
DIAMETER	75/462,616	4/3/98
OLIVER	74/368,695	3/17/93
SYMMETRY	75/749,256	7/13/99
TALLIA	74/270,581	4/29/92
TALLIA	76/095,349	7/24/00