TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CHF INDUSTRIES, INC.	FORMERLY CI ACQUISITION, INC.	04/26/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	THE CIT GROUP/COMMERCIAL SERVICES, INC.
Street Address:	1211 AVENUE OF THE AMERICAS
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10036
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Registration Number:	2163915	ABERDEEN
Registration Number:	2077672	CAMEO
Registration Number:	0923917	CAMEO
Registration Number:	0539954	CAMEO
Registration Number:	2818297	CHF
Registration Number:	2756059	CHF & YOU
Registration Number:	2828503	CHF & YOU
Registration Number:	2847836	FREE SPIRIT
Registration Number:	2722706	FURNITURE FEET
Registration Number:	2783102	GREAT HOTELS COLLECTION
Registration Number:	2729985	IT'S ALL IN THE BAG
Registration Number:	0606488	JAKSON
Registration Number:	1213294	JAKSON

CH $990.00 2163915

Registration Number:	2128421	JAKSON
Registration Number:	2212899	JASMINE
Registration Number:	2855129	LOFT STYLE
Registration Number:	2471071	MY ROOM
Registration Number:	2415564	MY ROOM
Registration Number:	2632859	MY ROOM MY WAY
Registration Number:	2579730	MY ROOM, TOO
Registration Number:	2739168	MYROOM.TV
Registration Number:	2748853	ON MY OWN
Registration Number:	2695940	PLUSH PARTY
Registration Number:	0813506	PRESTIGE
Registration Number:	2099866	PROVIDENCE
Registration Number:	2598863	ROOM 4 ME
Registration Number:	2566047	SHOWER STUFFITS
Registration Number:	0618865	SHOWERINGS
Registration Number:	2716631	SLUMBER PARTY
Registration Number:	2716127	STUFFITS
Registration Number:	2488837	THE 20 SECOND SHOWER CURTAIN
Registration Number:	2464563	WWW.MYROOM.COM
Serial Number:	78466907	PERI HOMEWORKS COLLECTION
Serial Number:	78468874	PERI HOMEWORKS COLLECTION
Serial Number:	78400143	STREET SMART
Serial Number:	78135193	MI CASA ES SU CASA
Serial Number:	78413408	CASA ROYAL
Serial Number:	78344878	ALOHA
Serial Number:	78351215	BOOT CAMP

CORRESPONDENCE DATA

Fax Number: (202)639-7003

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

Phone: (202)639-7352

Email: davidmi@ffhsj.com

Correspondent Name: Michael David

Address Line 1: 1001 Pennsylvania Ave., NW

Address Line 2: Suite 800

Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

NAME OF SUBMITTER:	MICHAEL DAVID
Signature:	/MICHAEL DAVID/
Date:	07/20/2005

Total Attachments: 5
source=CHF Trademark#page1.tif
source=CHF Trademark#page2.tif
source=CHF Trademark#page3.tif
source=CHF Trademark#page4.tif
source=CHF Trademark#page5.tif

Exhibit 1 to
Security Agreement

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, CHF Industries, Inc. or its predecessors-in-interest (collectively, the "Assignor") has adopted, intends to use or has used and is using the trademarks and service marks listed on the annexed Appendix, which trademarks and service marks are registered in the United States Patent and Trademark Office and/or trademark offices or the equivalent thereof in any State thereof, or any other country or political subdivision thereof or applications therefor have been filed (the "Trademarks");

WHEREAS, Assignor is obligated to The CIT Group/Commercial Services, Inc., a New York corporation, as agent (referred to herein as the "Assignee") for the lenders (the "Lenders") named in the Second Amended Financing and Security Agreement, dated April 27, 2005, among Assignor, the Lenders and the Assignee, as agent (as the same may be amended, restated, modified or supplemented from time to time, the "Financing Agreement"), and Assignor has entered into an Amended and Restated Security Agreement and Mortgage-Intellectual Property dated the date hereof (the "Security Agreement") in favor of Assignee; and

WHEREAS, pursuant to the Security Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to the Trademark Collateral, together with the goodwill of the business symbolized by the Trademark Collateral 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"), to secure the payment, performance and observance of the Obligations, as defined in the Security Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby further assign unto Assignee and grant to Assignee a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of, security interest in and mortgage

on the Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Assignee's address is 1211 Avenue of the Americas, New York, New York 10036.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the 26th day of April 2005.

CHF INDUSTRIES, INC., f/k/a
CI ACQUISITION, INC.,

By: _____
Name: Frank M. Foley, Jr.
Title: CEO & President

ffny01\yachmju\403351.1

TRADEMARK
REEL: 003124 FRAME: 0284

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

On this 27th day of April 2005, before me personally appeared Frank M. Foley, Jr., to me known, who, being by me duly sworn, did depose and say that he is the Chief Executive Officer and President of CHF Industries, Inc., described in and which executed the foregoing instrument and that he signed his name thereto pursuant to such authority.

Notary Public

CRAIG PRICE
Notary Public, State of New York
No. 02PR6096501
Qualified in New York County
Commission Expires 7/28/2007

ffny01\yachmju\403351.1

TRADEMARK
REEL: 003124 FRAME: 0285

Trademarks

TRADEMARK	REG. or APPLN. NO.	REG. or APPLN. DATE
United States		
ABERDEEN	2163915	June 9, 1998
ALOHA & Design	78/344878	December 23, 2003
BOOT CAMP	78/351215	January 13, 2004
CAMEO	2077672	July 8, 1997
CAMEO	0923917	November 16, 1971
CAMEO	0539954	March 27, 1951
CASA ROYAL & Design	78/413408	May 5, 2004
CHF	2818297	February 24, 2004
CHF & YOU	2756059	August 26, 2003
CHF & YOU	2828503	March 30, 2004
CHF & YOU	78/087066	October 5, 2001
FREE SPIRIT	2847836	June 1, 2004
FURNITURE FEET	2722706	June 3, 2003
GREAT HOTELS COLLECTION	2783102	November 11, 2003
IT'S ALL IN THE BAG	2729985	June 24, 2003
JAKSON	0606488	May 24, 1955
JAKSON	1213294	October 19, 1982
JAKSON	2128421	January 13, 1998
JASMINE	2212899	December 22, 1998
LOFT STYLE	2855129	June 15, 2004
MI CASA ES SU CASA	78/135193	June 12, 2002
MY ROOM	2471071	July 24, 2001
MY ROOM & Design	2415564	December 26, 2000
MY ROOM MY WAY	2632859	October 8, 2002
MY ROOM, TOO	2579730	June 11, 2002
MYROOM.TV	2739168	July 15, 2003
ON MY OWN	2748853	August 5, 2003
PERI HOMEWORKS COLLECTION	78/466907	August 13, 2004
PERI HOMEWORKS COLLECTION	78/468874	August 17, 2004
PLUSH PARTY	2695940	March 11, 2003
PRESTIGE	0813506	August 23, 1966
PROVIDENCE	2099866	September 23, 1997
ROOM 4 ME	2598863	July 23, 2002
SHOWER STUFFITS	2566047	April 30, 2002
SHOWERINGS	0618865	January 10, 1956
SLUMBER PARTY	2716631	May 13, 2003
STREET SMART	78/400143	April 12, 2004

486285.2.

STUFFITS	2716127	May 13, 2003
THE 20 SECOND SHOWER CURTAIN	2488837	September 11, 2001
WWW.MYROOM.COM	2464563	June 26, 2001
Canada		
JUST PULL THE TAPE FOR A PERFECT DRAPE	TMA 222765	August 16, 1963
SHIR-BACK	UCA 028697	September 2, 1977

486285.2.