

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-------------------------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Home Decorators Collection, Inc. | | 10/03/2005 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Dymas Funding Company, LLC, as Administrative Agent | | |
| Street Address: | One North Franklin Street, Suite 3500 | | |
| City: | Chicago | | |
| State/Country: | ILLINOIS | | |
| Postal Code: | 60606 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: | | |
| PROPERTY NUMBERS Total: 6 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 78530781 | HOME DECORATORS | |
| Registration Number: | 2893525 | WHERE VALUE AND SELECTION COME HOME | |
| Registration Number: | 2321232 | HOME DECORATORS CATALOG OUTLET | |
| Registration Number: | 2065028 | HOME DECORATORS COLLECTION | |
| Registration Number: | 2098565 | HOME DECORATORS COLLECTION | |
| Registration Number: | 2136523 | HOME DECORATORS COLLECTION | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (312)863-7496 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 3128637194 | | |
| Email: | sonya.szot@goldbergkohn.com | | |
| Correspondent Name: | Sonya Szot | | |
| Address Line 1: | 55 E. Monroe Street Suite 3700 | | |
| Address Line 4: | Chicago, ILLINOIS 60603 | | |
| ATTORNEY DOCKET NUMBER: | 5859.001 | | |

OP \$165.00 78530781

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|---|--------------|
| NAME OF SUBMITTER: | Sonya Szot |
| Signature: | /Sonya Szot/ |
| Date: | 10/06/2005 |
| Total Attachments: 3 source=PDF_Docu#page1.tif source=PDF_Docu#page2.tif source=PDF_Docu#page3.tif | |

ASSIGNMENT FOR SECURITY TRADEMARKS

WHEREAS, Home Decorators Collection, Inc., a Delaware corporation (the "Assignor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor, has entered into a Security Agreement, dated October 3, 2005 (the "Security Agreement"), in favor of Dymas Funding Company, LLC, in its capacity as Administrative Agent for certain lenders (the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the lenders a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will 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 and any and all damages arising from past, present and future violations 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, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the lenders a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of the lenders observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral 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.

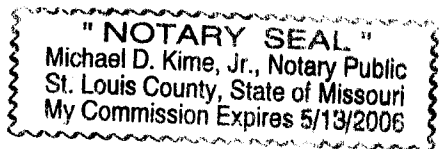
IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of October 3, 2005.

HOME DECORATORS COLLECTION, INC.

By: [Signature]
Name: W. Grant Williams, III
Title: Chairman

STATE OF Missouri
ss.:
COUNTY OF St. Louis

On this 3rd day of October, 2005 before me personally came W. Grant Williams, III, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that s/he is the Chairman of Home Decorators Collection, Inc., a Delaware corporation, and that s/he executed the foregoing instrument in the firm name of Home Decorators Collection, Inc., and that s/he had authority to sign the same, and s/he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



[Signature]

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

| MARK | SERIAL NUMBER | STATUS | REGISTRATION NUMBER | REGIS. DATE |
|-------------------------------------|----------------------|---------------|----------------------------|--------------------|
| Home Decorators | 78-530781 | Pending | | |
| Where Value and Selection Come Home | 78-313398 | Registered | 2893525 | 10/12/04 |
| Home Decorators Catalog Outlet | 75-624941 | Registered | 2321232 | 02/22/00 |
| Home Decorators Collection | 75-113766 | Registered | 2065028 | 05/27/97 |
| Home Decorators Collection | 74-664130 | Registered | 2098565 | 09/23/97 |
| Home Decorators Collection | 74-800702 | Registered | 2136523 | 02/17/98 |