

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fada Industries, Inc.		04/19/2006	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Laminar Direct Capital L.P., as Agent
Street Address:	10000 Memorial Drive
Internal Address:	Suite 500
City:	Houston
State/Country:	TEXAS
Postal Code:	77024
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2925633	NITRO
Registration Number:	2843362	0 2 COOL
Registration Number:	2813618	ASHLEY FIELDS
Registration Number:	2778480	DESIRÉE
Registration Number:	2772443	DURANGO
Registration Number:	2767836	INFERNO
Registration Number:	2762701	SURGE
Registration Number:	2738757	BRIO
Registration Number:	2726713	LIZ JONES
Registration Number:	2723637	AFFINITY
Registration Number:	2636856	FOXY
Registration Number:	2562360	FLIRT
Registration Number:	2476645	EPILOGUE

OP \$415.00 2925633

Registration Number:	2321084	CHAMP ELYSEES
Registration Number:	2321083	BRIGADE
Registration Number:	1271736	FUTURA

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 919 286-8049
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	033532.26NTFADALAMINARCLE
NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	05/24/2006

Total Attachments: 4
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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of April 19, 2006 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Laminar Direct Capital L.P., as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted and hereby grants a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders, subject to and upon the terms and conditions of the Agreement, which are incorporated herein by reference:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See Schedule A attached hereto.	

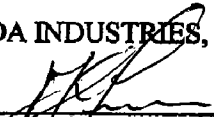
TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
	See Schedule A attached hereto.	

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

FADA INDUSTRIES, INC.

By: 
Name: Mark E. Lucas
Title: President & CEO

Acknowledged and Accepted:

LAMINAR DIRECT CAPITAL L.P., as Agent

By: _____
Robert Ladd
Authorized Signatory

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

FADA INDUSTRIES, INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

LAMINAR DIRECT CAPITAL L.P., as Agent

By: *Robert J. Ladd*
Robert Ladd
Authorized Signatory

Fada Industries, Inc.

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
NITRO	2925633	2/8/05
O 2 COOL	2843362	5/18/04
ASHLEY FIELDS	2813618	2/10/04
DESIR E	2778480	10/28/03
DURANGO	2772443	10/7/03
INFERNO	2767836	9/23/03
SURGE	2762701	9/9/03
BRIO	2738757	7/15/03
LIZ JONES	2726713	6/17/03
AFFINITY	2723637	6/10/03
FOXY	2636856	10/15/02
FLIRT	2562360	4/16/02
EPILOGUE	2476645	8/7/01
CHAMP ELYSEES	2321084	2/22/00
BRIGADE	2321083	2/22/00
FUTURA	1271736	3/27/84