

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Trademark Assignment of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Alco Industries, Inc.		11/27/2006	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Capital Business Credit LLC
Street Address:	1700 Broadway
Internal Address:	19th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	Financial Institution:

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	2524399	PRESCOTT FORGE
Registration Number:	2717483	ALCO
Registration Number:	2572813	ALCO VALUES FOR THE HOME
Registration Number:	2508114	LITETYME
Registration Number:	2872221	STORAGE TYME
Registration Number:	2839068	PIGGY PATCH
Registration Number:	2867627	COLORFUL MEMORIES
Serial Number:	76328852	DINNERTYME
Serial Number:	76394059	PANTRY TYME
Serial Number:	76614044	COUNTERTOPS
Serial Number:	76621276	MELRICH
Serial Number:	76615893	LINDSEY JORDAN
Serial Number:	76623859	IT TAKES TWO

CH \$390.00 2524399

Serial Number:	76613535	MOMENT IN TIME
Serial Number:	76623860	YULE TIDINGS

CORRESPONDENCE DATA

Fax Number: (202)756-9299
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 8008339848
Email: matthew.mayer@thomson.com
Correspondent Name: Corporation Service Company
Address Line 1: 80 State Street
Address Line 2: 6th Floor
Address Line 4: Albany, NEW YORK 12207

NAME OF SUBMITTER:	Matthew Mayer
Signature:	/Matthew Mayer/
Date:	02/09/2007

Total Attachments: 4
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TRADEMARK ASSIGNMENT OF SECURITY INTEREST

WHEREAS, Alco Industries, Inc., a corporation organized under the laws of New York, located at 111 Melrich Road, Cranbury, NJ 08512 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Capital Business Credit LLC ("CBC") and various other financial institutions (collectively, "Lenders") and CBC as agent for Lenders ("Agent") pursuant to (i) a certain Factoring and Loan Agreement, dated the date hereof, among Agent, Lenders, and Borrower and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

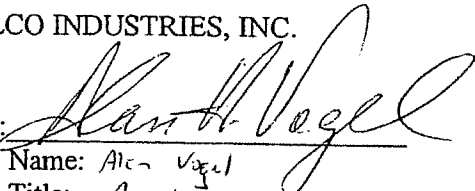
WHEREAS, pursuant to the Agreements, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders 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.

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

ALCO INDUSTRIES, INC.

By:


Name: Alan Vogel
Title: President

CAPITAL BUSINESS CREDIT LLC

By: 

Name:

Title:

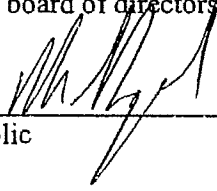
**Andrew H. Tananbaum
President & CEO**

STATE OF _____)

: ss.:

COUNTY OF _____)

On this 27th day of November 2006, before me personally came Alan Vogel, to me known, who, being by me duly sworn, did depose and say that s/he is the President of Alco Industries, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public

WARREN VOGEL
Notary Public of New Jersey
I.D. # 2270013
Commission Expires 4/7/2011

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated November 27, 2006, by and between Alco Industries, Inc. and Capital Business Credit LLC.

Trademark	Owner	Status in Trademark Office	Federal Registration/Serial Number	Registration Date
PRESCOTT FORGE	Borrower	Registered	2,524,399	1/1/02
ALCO	Borrower	Registered	2,717,483	5/20/03
ALCO VALUES FOR THE HOME (& Design)	Borrower	Registered	2,572,813	5/28/02
LITETYME	Borrower	Registered	2,508,114	11/13/01
STORAGE TYME	Borrower	Registered	2,872,221	5/03/04
DINNERTYME	Borrower	Abandoned	Serial Number: 76-328,852	10/23/01
PANTRY TYME	Borrower	Abandoned	Serial Number: 76-394,059	4/11/02
PIGGY PATCH	Borrower	Registered	2,839,068	5/04/04
COLORFUL MEMORIES	Borrower	Registered	2,867,627	6/6/03
COUNTERTOPS	Borrower	Pending	Serial Number: 76-614,044	9/28/04
MELRICH	Borrower	Pending	Serial Number: 76-621,276	11/19/04
LINDSEY JORDAN	Borrower	Pending	Serial Number: 76-615,893	10/12/04
IT TAKES TWO	Borrower	Pending	Serial Number: 76-623,859	12/08/04
MOMENT IN TIME	Borrower	Pending	Serial Number: 76-613,535	09/24/04
YULE TIDINGS	Borrower	Pending	Serial Number: 76-623,860	12/08/04