

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Raggs, LLC		02/14/2007	LIMITED LIABILITY COMPANY: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association
Street Address:	301 S. College St., Mailcode NC0760
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288
Entity Type:	National Association:

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	3159262	B. MAX
Registration Number:	2849054	B. MAX
Registration Number:	2840826	PAWSUUUP
Registration Number:	2841384	PIDO
Registration Number:	3016587	RAGGS
Registration Number:	2605114	RAGGS KIDS CLUB
Registration Number:	2669444	RAGGS KIDS CLUB
Serial Number:	78814599	RAGGS RAZZLES PIDO TRILBY B. MAX
Registration Number:	2854832	RAZZLES
Registration Number:	2585191	TRILBY
Registration Number:	2841374	TRILBY

CORRESPONDENCE DATA

OP \$290.00 3159262

Fax Number: (704)339-3476
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 7043778176
Email: lperes@rbh.com
Correspondent Name: Laura Peres
Address Line 1: 101 N. Tryon St., Suite 1900
Address Line 4: Charlotte, NORTH CAROLINA 28246

NAME OF SUBMITTER:	Laura Peres
Signature:	/Laura Peres/
Date:	02/16/2007

Total Attachments: 2
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**GRANT OF SECURITY INTEREST
IN TRADEMARKS**

WHEREAS, RAGGS, LLC (the "Pledgor") is the owner of the trademark registrations and applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademark registrations and applications collectively, the "Trademarks"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of February 14, 2007, in which the Pledgor has agreed with **WACHOVIA BANK, NATIONAL ASSOCIATION** as Administrative Agent (the "Administrative Agent"), with offices in Charlotte, North Carolina, to execute this Grant of Security Interest;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Administrative Agent a security interest in all its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the business symbolized by the Trademarks. This Security Grant has been given in conjunction with the interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Security Grant are without prejudice and in addition to the Security Agreement, which are incorporated herein by this reference.

**RAGGS, LLC, a North Carolina
Limited Liability Company**



By: *Antoinette K. Steedman*

Title: *President*

Date: *February 14, 2007*

SCHEDULE A

TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Owner</u>	<u>Mark</u>	<u>Registration No.</u>	<u>Country</u>	<u>Reg. Date</u>
RAGGS, LLC	B. MAX	3159262	USA	10/17/2006
RAGGS, LLC	B. MAX	2849054	USA	6/1/2004
RAGGS, LLC	PAWSUUUP	2840826	USA	5/11/2004
RAGGS, LLC	PIDO	2841384	USA	5/11/2004
RAGGS, LLC	RAGGS	3016587	USA	11/22/2005
RAGGS, LLC	RAGGS KIDS CLUB	2605114	USA	8/6/2002
RAGGS, LLC		2669444	USA	12/31/2002
Raggs, LLC		Serial # 78814599	USA	Filed: 2/14/2006 Published for Opp.- 12/19/2006
Raggs, LLC	RAZZLES	2854832	USA	6/15/2004
Raggs, LLC	TRILBY	2585191	USA	6/25/2002
Raggs, LLC	TRILBY	2841374	USA	5/11/2004