

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
Power of Directions LLC		11/06/2007	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Capital Business Credit LLC		
Street Address:	1700 Broadway		
Internal Address:	9th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10019		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2122314	FEEL THE POWER	
Registration Number:	2981570	FEEL DRY	
Registration Number:	2660978	FEEL THE POWER	
Registration Number:	3107353	FTP	
CORRESPONDENCE DATA			
Fax Number:	(866)826-5420		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3016380511		
Email:	ipresearchplus@comcast.net		
Correspondent Name:	IP Research Plus, Inc.		
Address Line 1:	21 Tadcaster Circle		
Address Line 2:	Attn: Penelope J.A. Agodoa		
Address Line 4:	Waldorf, MARYLAND 20602		
ATTORNEY DOCKET NUMBER:	32461		

OP \$115.00 2122314

NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	12/18/2007
Total Attachments: 4 source=32461#page1.tif source=32461#page2.tif source=32461#page3.tif source=32461#page4.tif	

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, POWER OF DIRECTIONS, LLC, a limited liability company formed under the laws of Delaware, located at 1400 Broadway, New York, New York 10018 ("Grantor") has adopted, used and is using the marks shown under Grantor's name 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, Grantor is obligated to CAPITAL BUSINESS CREDIT LLC ("Lender") pursuant to (i) a certain Factoring Agreement, dated the date hereof between Lender and the Grantor and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

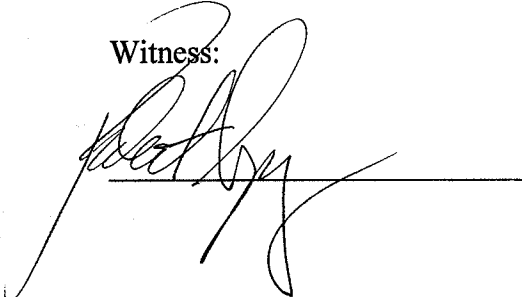
WHEREAS, pursuant to the Agreements, Grantor is granting to Lender a security interest in such Grantor's Marks, the goodwill of the business symbolized by such Grantor's Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby assign unto Lender and grant to Lender a security interest in and to Grantor's Marks, together with the goodwill of the business symbolized by such Grantor's 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.

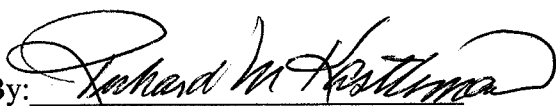
Grantor expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
November 6, 2007

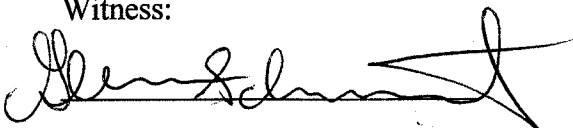
Witness:



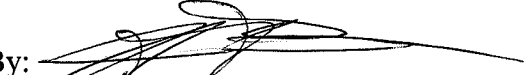
POWER OF DIRECTIONS, LLC

By: 
Name: RICHARD M. KASTLEN
Its: PRESIDENT

Witness:



CAPITAL BUSINESS CREDIT LLC

By: 
Name: HOWARD R. MOORE
Its: EVP

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

On this 6th day of November, 2007, before me personally came Richard Kaplan, to me known, who, being by me duly sworn, did depose and say that s/he is the President of Power of Directions, LLC, the company 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.

Valerie Hansen
Notary Public

VALERIE HANSEN
Notary Public, State of New York
No. 43803669
Qualified in Richmond County
Certificate filed in New York County
Commission Expires Dec. 31, 2010

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

On this 6th day of November, 2007, before me personally came Howard Moore, to me known, who, being by me duly sworn, did depose and say that s/he is the EVP of Capital Business Credit LLC, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

MARtha Mora
Notary Public

MARTHA MORA
Notary Public, State of New York
No. 01MO6151450
Qualified in New York County
Term Expires August 14, 2010

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated November 6, 2007, by and between Power of Directions, LLC and Capital Business Credit LLC.

REGISTRATION NO. OR APPLICATION NO.	REGISTRATION OR FILING DATE	MARK
2122314		"FEEL THE POWER"
2981570		"FEEL DRY"
2660978		"FEEL THE POWER"
3107353		"FTP"