

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Spencer's Incorporated of Mount Airy, NC		12/05/2007	CORPORATION: NORTH CAROLINA

**RECEIVING PARTY DATA**

Name:	Spencer's International Group, LLC
Street Address:	2741 West 76th Street
City:	Hialeah
State/Country:	FLORIDA
Postal Code:	33016
Entity Type:	CORPORATION: FLORIDA

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Registration Number:	0529689	SPENCER'S
Registration Number:	1657461	SPENCER'S
Registration Number:	1896285	SPENCER'S
Registration Number:	2525072	
Registration Number:	1686530	ZIP LEG
Registration Number:	2935883	SPENCER'S SIGNATURE COLLECTION BY: LESLIE ANN
Registration Number:	1173365	
Registration Number:	2084151	
Registration Number:	2137888	WEE BEAR

**CORRESPONDENCE DATA**

Fax Number: (919)361-2262  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 919.981.4025  
 Email: mthomas@williamsmullen.com

OP \$240.00 0529689

Correspondent Name: Mark S. Thomas  
Address Line 1: P.O. Drawer 19764  
Address Line 4: Raleigh, NORTH CAROLINA 27619

NAME OF SUBMITTER:	Mark Thomas
Signature:	/Mark S. Thomas/
Date:	12/19/2007
Total Attachments: 3 source=_1219161516_001#page1.tif source=_1219161516_001#page2.tif source=_1219161516_001#page3.tif	



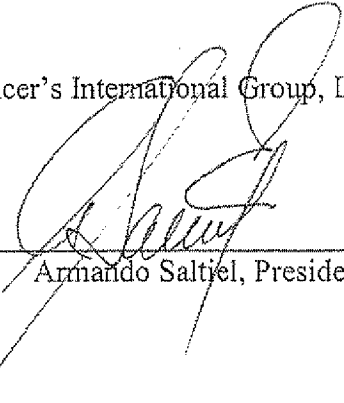
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign to the Seller, and grants to the Seller, a continuing security interest in and a continuing lien on, the Trademark Collateral as security for the payment and performance of the Note.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its authorized officer as of December 5<sup>th</sup>, 2007.

(Corporate Seal)



Spencer's International Group, LLC

By:   
Armando Saltiel, President

**SCHEDULE A**  
(Trademarks)

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Spencer's	0529689	11/16/2000
Spencer's (Classes 24,25)	1657461	6/30/2001
Spencer's (Logo) (Classes 24,25)	1896285	8/05/2004
Maltese Cross Design	2525072	1/1/2002
Zip Leg	1686530	6/1/2002
Spencer's Signature Collection By Leslie Ann	2935883	3/29/2005
Maltese Cross	1173365	2/13/2002
Wee Bear Drawing	2084151	7/29/1997
Wee Bear (Word Mark)	2137888	2/17/1998

