

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
S&B Industries Inc.		12/21/2007	CORPORATION: DELAWARE
4004 Incorporated		12/21/2007	CORPORATION: PENNSYLVANIA
Stellar Brands LLC		12/21/2007	LIMITED LIABILITY COMPANY: DELAWARE
Steve & Barry's LLC		12/21/2007	LIMITED LIABILITY COMPANY: DELAWARE
Steve & Barry's Michigan LLC		12/21/2007	LIMITED LIABILITY COMPANY: MICHIGAN

RECEIVING PARTY DATA

Name:	1903 Onshore SPV, LLC
Street Address:	101 Huntington Avenue
Internal Address:	10th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02199
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	GB Merchant Partners, LLC, as Term Agent
Street Address:	101 Huntington Avenue
Internal Address:	10th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02199
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Serial Number:	78756953	4004

CH \$765.00 78756953

Serial Number:	78882592	BUILTRITE
Serial Number:	78756857	MY HOUSE, MY RULES
Serial Number:	77147567	EVERYBODY LOVES THE LONGBALL
Serial Number:	77147536	EVERYONE LOVES THE LONGBALL
Serial Number:	77158310	DRY PERFORMANCE
Serial Number:	77193996	UNISOURCE
Serial Number:	77194009	UNISOURCE GROUP
Serial Number:	77178147	FAVORED BRANDS
Serial Number:	77178154	BALLER BRANDS
Serial Number:	77178134	STRIKING BRANDS
Serial Number:	77178024	SYMBOLIC BRANDS
Serial Number:	77178159	STELLAR BRANDS
Serial Number:	78756812	STEVE & BARRY'S
Serial Number:	78756839	SB
Serial Number:	78756827	S&B
Serial Number:	78859708	DO YOU FEEL ME?
Serial Number:	78859696	YOU FEEL ME?
Serial Number:	77036351	S.L.A.M. TOUR
Serial Number:	77036512	SLAM TOUR
Serial Number:	77037222	SPORTS LIFESTYLE AND MUSIC TOUR
Serial Number:	77154805	
Serial Number:	77154790	BELIEVE IT
Serial Number:	77216610	FOR AROUND \$10
Serial Number:	77311774	S&B MIX
Serial Number:	77216649	SIMPLE TRUTHS
Serial Number:	75654133	STEVE & BARRY'S UNIVERSITY SPORTSWEAR
Serial Number:	77063928	STEVE & BARRY'S UNIVERSITY SPORTSWEAR
Serial Number:	77331612	PREVOR AND SHORE
Serial Number:	77331677	PREVOR & SHORE

CORRESPONDENCE DATA

Fax Number: (703)415-1557

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 703-415-1555

Email: mail@specializedpatent.com

Correspondent Name: Christopher E. Kondracki

Address Line 1: 2001 Jefferson Davis, Hwy., Suite 1007
Address Line 4: Arlington, VIRGINIA 22202

ATTORNEY DOCKET NUMBER:	7120807
NAME OF SUBMITTER:	Christopher E. Kondracki
Signature:	/Christopher E. Kondracki/
Date:	01/22/2008

Total Attachments: 6
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TRADEMARK GRANT OF SECURITY

WHEREAS, the undersigned companies (collectively the "Borrowers"), located at 12 Harbor Park Drive, Port Washington, NY 11050, have adopted, used and are 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, the Borrowers are obligated to 1903 Onshore SPV, LLC and various other financial institutions named as lenders therein (collectively, "Lenders") pursuant to (i) a certain Credit Agreement, dated the date hereof, among Lenders, GB MERCHANT PARTNERS, LLC, a Delaware limited liability company with a place of business at 101 Huntington Avenue, 10th Floor, Boston, Massachusetts 02199 as agent for the Lenders (in such capacity, "Term Agent"), the Borrowers and certain other borrowers and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by the Borrowers in favor of Term Agent for its benefit and for the ratable benefit of the Lenders (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, the Borrowers are granting to Term 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, the Borrowers do hereby grant to Term Agent for its benefit and for the benefit of the 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 security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

[SIGNATURE PAGES FOLLOW]

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


Dated: December 21, 2007

S&B INDUSTRIES INC.
4004 INCORPORATED
STELLAR BRANDS LLC
STEVE & BARRY'S LLC
STEVE & BARRY'S MICHIGAN LLC

By: 
Name: Barry Prevor
Its: Chairman
Duly authorized as to all

The foregoing is acknowledged by:

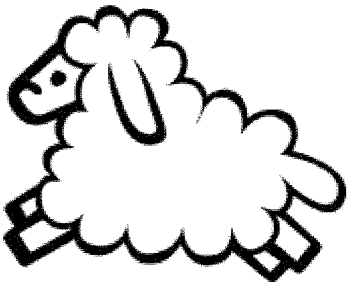
GB MERCHANT PARTNERS, LLC, as Term Agent

By: 
Name: Lawrence E. Klaff
Its: Managing Director

SCHEDULE A

TRADEMARKS

<u>Owner</u>	<u>Registration # or Serial #</u>	<u>Trademark</u>
4004 Incorporated	78756953	4004
4004 Incorporated	78882592	Builtrite
4004 Incorporated	78756857	My House, My Rules
4004 Incorporated	77147567	Everybody Loves the Longball
4004 Incorporated	77147536	Everyone Loves The Longball
4004 Incorporated	77158310	Dry Performance
S&B Industries	77193996	Unisource
S&B Industries	77194009	Unisource Group
Stellar Brands, LLC	77178147	Favored Brands
Stellar Brands, LLC	77178154	Baller Brands
Stellar Brands, LLC	77178134	Striking Brands
Stellar Brands, LLC	77178024	Symbolic Brands
Stellar Brands, LLC	77178159	Stellar Brands
Steve & Barry's LLC	78756812	Steve & Barry's

<u>Owner</u>	<u>Registration # or Serial #</u>	<u>Trademark</u>
Steve & Barry's LLC	78756839	SB
Steve & Barry's LLC	78756827	S&B
Steve & Barry's LLC	78859708	Do You Feel Me?
Steve & Barry's LLC	78859696	You Feel Me?
Steve & Barry's LLC	77036351	S.L.A.M. Tour
Steve & Barry's LLC	77036512	SLAM Tour
Steve & Barry's LLC	77037222	Sports Lifestyle And Music Tour
Steve & Barry's LLC	77154805	
Steve & Barry's LLC	77154790	Believe it
Steve & Barry's LLC	77216610	For Around \$10

<u>Owner</u>	<u>Registration # or Serial #</u>	<u>Trademark</u>
Steve & Barry's LLC	77311774	S&B MIX
Steve & Barry's LLC	77216649	Simple Truths
Steve & Barry's Michigan LLC (formerly Steve & Barry's MI LLC and Steve & Barry's Michigan, Inc.)	75654133	<i>Steve & Barry's University Sportswear</i>
Steve & Barry's LLC	77063928	Steve & Barry's University Sportswear
Steve & Barry's LLC	77331612	PREVOR AND SHORE
Steve & Barry's LLC	77331677	PREVOR & SHORE