

03-27-2008

RECO
TF



103492309

To the Director of the U. S. Patent and Trade

ments or the new address(es) below.

3-25-08

1. Name of conveying party(ies):

Hot Cotton, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation- State: Delaware
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) 6/28/2007

- Assignment Merger
- Security Agreement Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: MCG Capital Corporation

Internal Suite 3000

Address: _____

Street Address: 1100 Wilson Blvd.

City: Arlington

State: Virginia

Country: USA Zip: 22209

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
77277242 (Cotton Studio)
77277951 (Hot Cotton)
77277243 (Marc Wear)

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Samuel G. Rubenstein, Esq.

Internal Address: Suite 3000

Street Address: 1100 Wilson Boulevard

City: Arlington

State: VA Zip: 22209

Phone Number: 703-247-7542

Fax Number: 703-247-7545

Email Address: srubenstein@mcccapital.com

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 90.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 0000007 77277242
Expiration Date 03/27/2008 - 03/27/2009

b. Deposit Account Number 01 FC:8521 48.00 DP
58.00 DP

Authorized User Name _____

9. Signature:

Dana E. Stern

Signature

3/25/08

Date

Total number of pages including cover sheet, attachments, and document: 10

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Owner: Hot Cotton, Inc. \$90.00

Application No. 77277242 (Cotton Studio)

Application No. 77277951 (Hot Cotton)

Application No. 77277243 (Marc Wear)

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Senior Security Agreement dated as of June 28, 2007 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and MCG Capital Corporation, in its capacity as administrative agent (in such capacity, the "Administrative Agent") for the holders of the secured obligations identified therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 hereto to the Administrative Agent for the benefit of the holders of the secured obligations identified therein.

The undersigned Grantor and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

HOT COTTON, INC. (formerly HCBMW Acquisition Corp.),
a Delaware corporation

By: Paul Palmeri

Name: Paul Palmeri

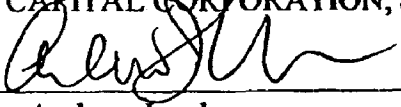
Title: Chief Executive Officer
and Treasurer

Senior IP Notice (Acquireco)

TRADEMARK
REEL: 003748 FRAME: 0409

Acknowledged and Accepted:

MCG CAPITAL CORPORATION, as Administrative Agent

By:  _____

Name: Andrew Jacobson

Title: Managing Director and Vice President

Senior IP Notice (Acquireco)

SCHEDULE 1

Owner: Hot Cotton, Inc. \$90.00

Application No. 77277242 (Cotton Studio)

Application No. 77277951 (Hot Cotton)

Application No. 77277243 (Marc Wear)

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OF
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Very truly yours,

HOT COTTON, INC. (formerly HCBMW Acquisition Corp.),
a Delaware corporation

By: Paul Palmeri

Name: Paul Palmeri

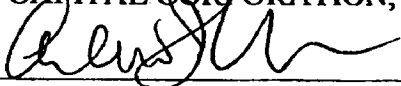
Title: Chief Executive Officer
and Treasurer

Senior IP Notice (Acquireco)

TRADEMARK
REEL: 003748 FRAME: 0413

Acknowledged and Accepted:

MCG CAPITAL CORPORATION, as Administrative Agent

By: 

Name: Andrew Jacobson

Title: Managing Director and Vice President

Senior IP Notice (Acquireco)

TRADEMARK
REEL: 003748 FRAME: 0414

SCHEDULE 1

Owner: Hot Cotton, Inc. \$90.00

Application No. 77277242 (Cotton Studio)

Application No. 77277951 (Hot Cotton)

Application No. 77277243 (Marc Wear)