

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
Barcalounger Corporation		06/16/2008	CORPORATION:
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: 2			
Property Type	Number	Word Mark	
Registration Number:	1116068	BARCALOUNGER	
Registration Number:	2851667	WAYNE PHILLIPS FURNITURE	
CORRESPONDENCE DATA			
Fax Number:	(202)408-3141		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	800-927-9801 x2348		
Email:	jpaterso@cscinfo.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 2:	Attn: Jean Paterson		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	103148/149		
NAME OF SUBMITTER:	Jean Paterson		

CH \$65.00 1116068

Signature:	/Jean Paterson/
Date:	06/25/2008
Total Attachments: 7 source=6-24-08 Barcalounger-TM#page1.tif source=6-24-08 Barcalounger-TM#page2.tif source=6-24-08 Barcalounger-TM#page3.tif source=6-24-08 Barcalounger-TM#page4.tif source=6-24-08 Barcalounger-TM#page5.tif source=6-24-08 Barcalounger-TM#page6.tif source=6-24-08 Barcalounger-TM#page7.tif	

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings =>=>

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Barcalounger Corporation
1450 Atlantic Avenue
Rocky Mount, NC 27802

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Capital Business Credit LLC

Internal Address: _____

Street Address: 1700 Broadway, 9th Floor

City: New York State: NY ZIP: 10019

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State DE
- Other Limited Liability Company

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)

Additional Name(s) & address(es) attached? Yes No

3. Nature of conveyances:

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

Execution Date: June 16, 2007

4. Application Number(s) or registration number(s):

A. Trademark Application.(s)

See attached Schedule A

B. Trademark registration No.(s)

See attached Schedule A

Additional numbers attached? Yes No

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

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41): \$ _____

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document

Padma M. Ghatage, Esq.

Name of Person Signing

Signature

June 24, 2008

Date

Total number of pages including coversheet, attachments and document: _____

7

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Barcalounger Corporation, a corporation formed under the laws of Delaware, located at 1450 Atlantic Avenue, Rocky Mount, NC 27802 (“Borrower”), has adopted, used and is 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, Borrower is obligated to Capital Business Credit LLC (“Lender”) pursuant to (i) a certain Receivables Management and Revolving Loan Agreement, dated the date hereof, among Lender, Borrower and Recliner Holding Corp. and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower 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, Borrower is granting to Lender 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, Borrower does hereby assign unto Lender and grant to Lender 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 assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

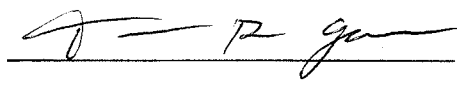
Borrower expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
June 14, 2008

Witness:


Name: Linda Lovos
Its:

BARCALOUNGER CORPORATION



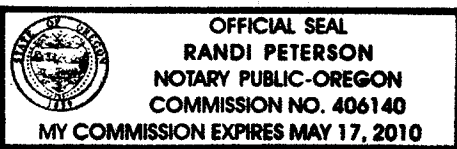
Witness:

Name:
Its:

CAPITAL BUSINESS CREDIT LLC

STATE OF Oregon)
 : ss.:
COUNTY OF Washington

On this 16 day of June, 2008, before me personally came Tommy Yaw,
to me known, who, being by me duly sworn, did depose and say that s/he is the
CEO of Barca Amazon, the corporation 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.



[Signature]
Notary Public

STATE OF _____)
 : ss.:
COUNTY OF _____)

On this ___ day of _____, 2008, before me personally came _____,
to me known, who, being by me duly sworn, did depose and say that s/he is the
_____ of _____, 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.

Notary Public

Dated: New York, New York
June 16, 2008

Witness:

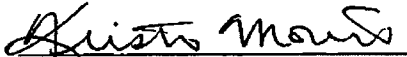
BARCALOUNGER CORPORATION

Name:

Its:

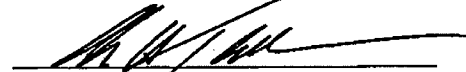
Witness:

CAPITAL BUSINESS CREDIT LLC



Name: Kristin Morris

Its:



Andrew H. Tananbaum
President & CEO

STATE OF _____)

: ss.:

COUNTY OF _____)

On this ____ day of _____, 2008, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of _____, the corporation 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.


Notary Public

STATE OF New York)

: ss.:

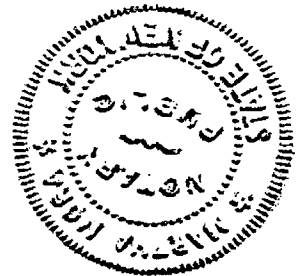
COUNTY OF New York)

On this 16th day of June, 2008, before me personally came Andrew Tanenbaum to me known, who, being by me duly sworn, did depose and say that s/he is the Resident/CEO 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.



Notary Public

MARTHA MORA
Notary Public, State of New York
No. 01MO8151450
Qualified in New York County
Term Expires August 14, 2010



SCHEDULE A

Schedule A to a Trademark Assignment of Security dated June 16, 2008, by and between Barcalounger Corporation and Capital Business Credit LLC.

Registration or Application No.	Registration or Filing Date	Mark
73161431 / 1116068	4/03/1979	Barcalounger
76457248 / 2851667	6/08/2004	Wayne Phillips Furniture