

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Sally Lou Fashions Corp.		08/07/2008	CORPORATION: NEW YORK
J.R. Nites, Ltd.		08/07/2008	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wells Fargo Century, Inc.		
<b>Street Address:</b>	119 West 40th Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10018		
<b>Entity Type:</b>	CORPORATION:		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78705240	EXPO	
<b>Registration Number:</b>	3280499	IGNITE EVENINGS	
<b>Registration Number:</b>	3119864	J.R. NITES	
<b>Serial Number:</b>	77491374	S.L. FASHIONS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)408-3141		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	202-408-3121 x2348		
<b>Email:</b>	jpaterso@cscinfo.com		
<b>Correspondent Name:</b>	Corporation Service Company		
<b>Address Line 1:</b>	1090 Vermont Avenue NW, Suite 430		
<b>Address Line 2:</b>	Attn: Jean Paterson		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20005		
<b>ATTORNEY DOCKET NUMBER:</b>	700637		

CH \$115.00 78705240

NAME OF SUBMITTER:	Jean Paterson
Signature:	/Jean Paterson/
Date:	08/27/2008
<b>Total Attachments: 7</b> source=8-27-08 Sally Lou - Trademark Secuirty#page1.tif source=8-27-08 Sally Lou - Trademark Secuirty#page2.tif source=8-27-08 Sally Lou - Trademark Secuirty#page3.tif source=8-27-08 Sally Lou - Trademark Secuirty#page4.tif source=8-27-08 Sally Lou - Trademark Secuirty#page5.tif source=8-27-08 Sally Lou - Trademark Secuirty#page6.tif source=8-27-08 Sally Lou - Trademark Secuirty#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):  
**SALLY LOU FASHIONS CORP.**  
 1400 Broadway  
 New York, NY 10018

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State:  
 Other New York

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

2. Name and address of receiving party(ies):  
 Name: Wells Fargo Century, Inc.  
 Internal Address: \_\_\_\_\_  
 Street Address: 119 West 40<sup>th</sup> Street  
 City: New York State: NY ZIP: 10018

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other \_\_\_\_\_

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                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: August 7, 2008

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: ..... 4

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*

Sarah M. Gilbert, Esq.  
 Name of Person Signing

*Sarah Gilbert*  
 Signature

August 26, 2008  
 Date

Total number of pages including coversheet, attachments and document:

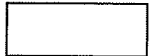
7

Mail documents to be recorded with required coversheet information to:  
 Commissioner of Patents & Trademarks, Box Assignments  
 Washington, D.C. 20231

SECTION 1:

Additional Name of Conveying Party:

J. R. NITES LTD., a New York Corporation  
1400 Broadway  
New York, NY 10018



## TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, SALLY LOU FASHIONS CORP., a New York corporation, located at 1400 Broadway, New York, New York, 10018 ("Sally Lou"), IGNITE EVENINGS LLC, a New York limited liability company, located at 1400 Broadway, New York, New York, 10018 ("Ignite") and J. R. NITES LTD., a New York corporation, located at 1400 Broadway, New York, New York, 10018 ("J.R.") (Sally Lou, Ignite and J.R., jointly and severally, the "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 WELLS FARGO TRADE CAPITAL SERVICES, INC ("Lender") pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, among Lender and Borrower 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: August 7, 2008

The undersigned hereby execute this Trademark Assignments as of the date first written above.

WITNESS:

Anthony Peroni  
Anthony Peroni

SALLY LOU FASHIONS CORP.

By: [Signature]  
Name: Mitchell Grabow  
Title: President

WITNESS:

Anthony Peroni  
Anthony Peroni

IGNITE EVENINGS LLC

By: [Signature]  
Name: Mitchell Grabow  
Title: President

WITNESS:

Anthony Peroni  
Anthony Peroni

J. R. NITES/LTD.

By: [Signature]  
Name: Mitchell Grabow  
Title: President

WITNESS:

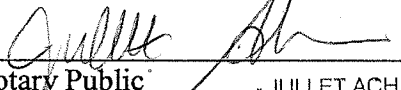
\_\_\_\_\_

WELLS FARGO TRADE CAPITAL SERVICES, INC.

By: \_\_\_\_\_  
Name:  
Title:

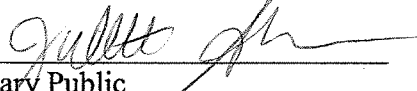
STATE OF NEW YORK )  
 )  
COUNTY OF NEW YORK )      ss:

On the 5<sup>th</sup> day of August, 2008, before me personally came Mitchell Grabow to me known, who being by me duly sworn, did depose and say he is the President of SALLY LOU FASHIONS CORP., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

  
Notary Public      - JULLET ACHAN  
Notary Public, State of New York  
No. 01AC6099763  
Qualified in Kings County  
My Commission Expires: Oct. 6, 2011

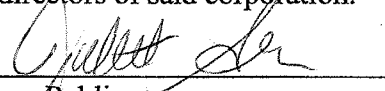
STATE OF NEW YORK )  
 )  
COUNTY OF NEW YORK )      ss:

On the 5<sup>th</sup> day of August, 2008, before me personally came Mitchell Grabow to me known, who being by me duly sworn, did depose and say he is the President of IGNITE EVENINGS LLC, the limited liability company described in and which executed the foregoing instrument; and that he signed his name thereto by order of the members of said company.

  
Notary Public      JULLET ACHAN  
Notary Public, State of New York  
No. 01AC6099763  
Qualified in Kings County  
My Commission Expires: Oct. 6, 2011

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

On the 5<sup>th</sup> day of August, 2008, before me personally came Mitchell Grabow to me known, who being by me duly sworn, did depose and say he is the President of J. R. NITES LTD., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

  
Notary Public      JULLET ACHAN  
Notary Public, State of New York  
No. 01AC6099763  
Qualified in Kings County  
My Commission Expires: Oct. 6, 2011

The undersigned hereby execute this Trademark Assignments as of the date first written above.

WITNESS:

SALLY LOU FASHIONS CORP.

\_\_\_\_\_  
Anthony Peroni

By: \_\_\_\_\_

Name: Mitchell Grabow  
Title: President

WITNESS:

IGNITE EVENINGS LLC

\_\_\_\_\_  
Anthony Peroni

By: \_\_\_\_\_

Name: Mitchell Grabow  
Title: President

WITNESS:

J. R. NITES LTD.

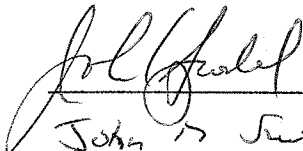
\_\_\_\_\_  
Anthony Peroni

By: \_\_\_\_\_

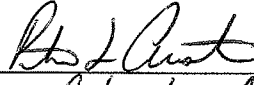
Name: Mitchell Grabow  
Title: President

WITNESS:

WELLS FARGO TRADE CAPITAL SERVICES,  
INC.

  
\_\_\_\_\_  
John R. Fusco  
SVP

By: \_\_\_\_\_

  
Name: Peter L. Austin  
Title: SVP



## SCHEDULE A

Schedule A to a Trademark Assignment of Security dated August 7, 2008, by and between Borrower and Lender.

<b>Owner of Mark</b>	<b>Registration or Application No.</b>	<b>Country</b>	<b>Registration or Filing Date</b>	<b>Mark</b>
Sally Lou Fashions Corp.	78705240	USA	9-1-05	EXPO
Sally Lou Fashions Corp.	3280499	USA	8-14-07	IGNITE EVENINGS
J.R. Nites, Ltd.	3119864	USA	7-25-06	J.R. Nites
Sally Lou Fashions Corp.	77491374	USA	6-5-08	S.L. FASHIONS