

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
Universal Companies, Inc.		09/17/2007	CORPORATION: VIRGINIA
RECEIVING PARTY DATA			
Name:	Roynat Business Capital, Inc.		
Street Address:	100 N. Tryon St., Suite 3720		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28202		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2596131	SPREDI/SPA SANDALS	
Serial Number:	77658026	UNIVERSAL COMPANIES YOUR ONE SOURCE SPA SOLUTION	
CORRESPONDENCE DATA			
Fax Number:	(704)350-7800		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	704.350.7738		
Email:	bsmith@winston.com		
Correspondent Name:	Betty G. Smith		
Address Line 1:	Winston & Strawn LLP, 214 N. Tryon St.		
Address Line 2:	22nd Floor		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	81799.00004		
NAME OF SUBMITTER:	Betty G. Smith		
Signature:	/Betty G. Smith/		

CH \$65.00 2596131

Date:

08/06/2009

Total Attachments: 3

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of September 17, 2007 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligor party thereto (each a "Obligor" and collectively, the "Obligors") and ROYNAT BUSINESS CAPITAL, INC., as Agent (the "Agent") for the financial institutions referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Agent and the Lenders:

TRADEMARKS

Trademark Registration No.	Mark	Registration Date
2,596,131	SPREDI/SPA SANDALS	7/16/2002 ¹

TRADEMARK APPLICATIONS

Serial No.	Mark	Filing Date
77/658026	UNIVERSAL COMPANIES YOUR ONE SOURCE SPA SOLUTION	1/28/2009


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¹ This trademark was assigned to Universal Companies, Inc. on September 17, 2007. The assignment was recorded at the U.S. Patent Office on September 18, 2007.

The Obligors and the Agent, on behalf of the Lenders, 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

UNIVERSAL COMPANIES, INC.,
a Virginia corporation

By: 
Name: GARY D. MCCONNELL
Title: President

Acknowledged and Accepted:

ROYNAT BUSINESS CAPITAL, INC.,
as Agent

By: _____
Name: _____
Title: _____

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK

REEL: 004039 FRAME: 0393

The Obligors and the Agent, on behalf of the Lenders, 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

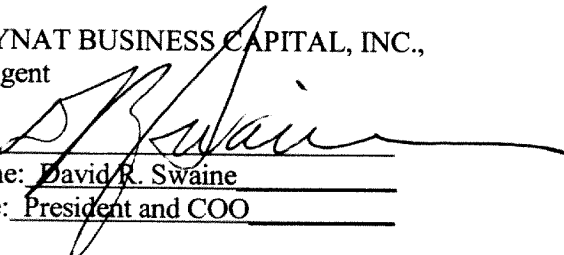
Very truly yours,

UNIVERSAL COMPANIES, INC.,
a Virginia corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

ROYNAT BUSINESS CAPITAL, INC.,
as Agent

By: 
Name: David R. Swaine
Title: President and COO

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

RECORDED: 08/06/2009

TRADEMARK
REEL: 004039 FRAME: 0394