

**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>
Marc Fisher IP LLC		07/16/2009	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Milberg Factors, Inc.		
<b>Street Address:</b>	99 Park Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10016		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3363879	MARC FISHER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)969-2900		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(212) 969-3000		
<b>Email:</b>	trademark@proskauer.com		
<b>Correspondent Name:</b>	Adam D. Siegartel		
<b>Address Line 1:</b>	Proskauer Rose LLP		
<b>Address Line 2:</b>	1585 Broadway		
<b>Address Line 4:</b>	New York, NEW YORK 10036-8299		
<b>ATTORNEY DOCKET NUMBER:</b>	52290-068		
<b>NAME OF SUBMITTER:</b>	Adam D. Siegartel		
<b>Signature:</b>	/Adam D. Siegartel/		

CH \$40.00 3363879

Date:

08/07/2009

**Total Attachments: 3**

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**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, MARC FISHER IP LLC, a limited liability company organized under the laws of the State of Delaware, located at 5 Greenwich Office Park, Greenwich, Connecticut 06831 (the "Company"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations and/or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Company is obligated to MILBERG FACTORS, INC. ("Factor") pursuant to a certain Trademark Collateral Security Agreement, dated the date hereof, by Company in favor of Factor (as such may be amended, modified, restated or supplemented from time to time, the "Agreement"); and

WHEREAS, pursuant to the Agreement, Company is granting to Factor 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, Company does hereby assign unto Factor and grant to Factor 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 Agreement and in accordance with the terms and provisions thereof.

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

Dated: New York, New York

July 16, 2009

MARC FISHER IP LLC

By: 

Name: Marc Fisher

Title: Manager

STATE OF Connecticut )  
 ) ss.:  
COUNTY OF Fairfield )

On the 15th day of June, 2009, before me, the undersigned, a notary public in and for said state, personally appeared Marc Fisher, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Barbara Anne Elwood  
Notary Public

BARBARA ANNE ELWOOD  
NOTARY PUBLIC  
MY COMMISSION EXPIRES SEP 30, 2011

SCHEDULE A

to a Trademark Assignment of Security dated July 16, 2009, by and between  
MARC FISHER IP LLC, and MILBERG FACTORS, INC.

**Registered Trademarks And Pending Applications Before The  
United States Patent and Trademark Office**

<b>TRADEMARK</b>	<b>APPLICATION NUMBER</b>	<b>APPLICATION DATE</b>	<b>REGISTRATION NUMBER</b>	<b>REGISTRATION DATE</b>
Marc Fisher	78977146	3/2/05	3363879	1/1/08