

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
MVP Group International, Inc.		02/12/2010	CORPORATION: KENTUCKY

RECEIVING PARTY DATA

Name:	RBS Asset Finance, Inc., through its division RBS Business Capital, as Agent
Street Address:	100 Galleria Parkway
Internal Address:	Suite 1100
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	3693792	BAKERY FRESH
Registration Number:	3747933	THE ULTIMATE CANDLE
Serial Number:	77843611	HOME BASICS
Serial Number:	77841739	SEASONAL TRADITIONS
Serial Number:	77811558	HOLIDAY REFLECTIONS
Serial Number:	77811549	SPRING REFLECTIONS
Serial Number:	77811537	HARVEST REFLECTIONS
Serial Number:	77666166	THE ULTIMATE FRAGRANCED CANDLE
Serial Number:	77900145	TOO BUSY FOR GERMS
Serial Number:	77900139	TOO SMART FOR GERMS
Serial Number:	77900133	TOO HEALTHY FOR GERMS
Serial Number:	77900128	TOO PRETTY FOR GERMS
Serial Number:	77484744	GREEN MATTERS

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900154772

**TRADEMARK
 REEL: 004149 FRAME: 0611**

Serial Number:	77882924	CLEAN & FRESH
Serial Number:	77876782	REFLECTIONS
Serial Number:	77761039	PIZZA BY CANDLELIGHT
Serial Number:	77671662	SWEET INDULGENCE
Serial Number:	77669983	LIGHT OF GRACE
Serial Number:	77669975	LUZ DE GRACIA
Serial Number:	77666175	UC

CORRESPONDENCE DATA

Fax Number: (404)522-8409
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 404-523-5300
Email: sls@phrd.com
Correspondent Name: Steven L. Schaaf, Paralegal
Address Line 1: 285 Peachtree Center Avenue, N.E.
Address Line 2: Suite 1500
Address Line 4: Atlanta, GEORGIA 30303

ATTORNEY DOCKET NUMBER:	4303.3
NAME OF SUBMITTER:	Robert A. Crosby
Signature:	/RAC/
Date:	02/16/2010

Total Attachments: 3
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February 12, 2010

United States Patent and Trademark Office
Commissioner of Patents and Trademarks
Box Assignments
Washington, District of Columbia 20231

Re: Notice of Grant of Security Interest in Trademarks

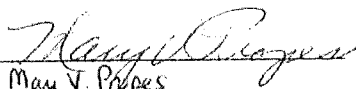
Ladies and Gentlemen:

Please be advised that pursuant to the Loan and Security Agreement dated as of February 12, 2010 (as at any time amended, restated, supplemented or otherwise modified, the "Loan Agreement"), by and among MVP GROUP INTERNATIONAL, INC., a Kentucky corporation ("Borrower"), RBS ASSET FINANCE, INC., a New York corporation, through its division RBS Business Capital, as agent (together with its successors in such capacity, "Agent") for various financial institutions ("Lenders") party from time to time to the Loan Agreement, and such Lenders, Borrower has granted to Agent, for the benefit of itself and Lenders, a continuing security interest in and continuing lien upon all of Borrower's present and future trademark and service mark applications and all of Borrower's trademark and service mark registrations (collectively, the "Trademarks"), including, but not limited to, the Trademarks shown on Exhibit A attached hereto.

Borrower and Agent each hereby acknowledge and agree that Agent's security interest in and lien upon the Trademarks may only be terminated in accordance with the terms of the Loan Agreement.

Very truly yours,

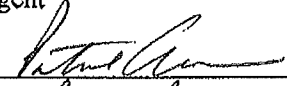
**MVP GROUP INTERNATIONAL,
INC.**

By: 
Name: Mary V. Probes
Title: CFO

[Signatures continue on following page.]

Acknowledged and Accepted:

RBS ASSET FINANCE, INC.,
through its division RBS Business Capital,
as Agent

By: 
Name: PATRICK LYONS
Title: Senior Vice President

1429574_3

EXHIBIT AUnited States Trademark and Service Mark Applications

Trademark	Serial No.	File Date
HOME BASICS	77843611	10/7/09
SEASONAL TRADITIONS	77841739	10/5/09
HOLIDAY REFLECTIONS	77811558	8/24/09
SPRING REFLECTIONS	77811549	8/24/09
HARVEST REFLECTIONS	77811537	8/24/09
THE ULTIMATE FRAGRANCED CANDLE	77666166	2/9/09
TOO BUSY FOR GERMS	77900145	12/23/09
TOO SMART FOR GERMS	77900139	12/23/09
TOO HEALTHY FOR GERMS	77900133	12/23/09
TOO PRETTY FOR GERMS	77900128	12/23/09
GREEN MATTERS	77484744	5/28/08
CLEAN & FRESH	77882924	12/1/09
REFLECTIONS	77876782	11/19/09
PIZZA BY CANDLELIGHT	77761039	6/16/09
SWEET INDULGENCE	77671662	2/17/09
LIGHT OF GRACE	77669983	2/13/09
LUZ DE GRACIA	77669975	2/13/09
UC	77666175	2/9/09

United States Registered Trademarks and Service Marks

Trademark	Serial No.	File Date	Registration No.	Registration Date
BAKERY FRESH	77523633	7/16/08	3693792	10/6/09
THE ULTIMATE CANDLE	77666150	2/9/09	3747933	2/9/10