

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|--|----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Linen Source, Inc. | | 03/15/2010 | CORPORATION: FLORIDA |
| RECEIVING PARTY DATA | | | |
| Name: | Linen Source Acquisition LLC | | |
| Street Address: | 5401 Hangar Court | | |
| City: | Tampa | | |
| State/Country: | FLORIDA | | |
| Postal Code: | 33634 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1734064 | LINEN SOURCE | |
| Registration Number: | 2350247 | LINEN SOURCE SOFT SUEDES | |
| Registration Number: | 2578026 | LINENSOURCE | |
| Registration Number: | 3611841 | LINENSOURCE ONE DESTINATION. ENDLESS POSSIBILITIES. | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (212)446-4900 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 2124464800 | | |
| Email: | susan.zablocki@kirkland.com | | |
| Correspondent Name: | Susan Zablocki | | |
| Address Line 1: | Kirkland & Ellis LLP | | |
| Address Line 2: | 601 Lexington Avenue | | |
| Address Line 4: | New York, NEW YORK 10022 | | |
| NAME OF SUBMITTER: | Susan Zablocki | | |

CH \$115.00 1734064

900157470

**TRADEMARK
 REEL: 004170 FRAME: 0266**

| | |
|--|--------------------|
| Signature: | //susan zablocki// |
| Date: | 03/18/2010 |
| Total Attachments: 6 source=Linen Source Assignment#page1.tif source=Linen Source Assignment#page2.tif source=Linen Source Assignment#page3.tif source=Linen Source Assignment#page4.tif source=Linen Source Assignment#page5.tif source=Linen Source Assignment#page6.tif | |

TRADEMARK ASSIGNMENT

ASSIGNMENT (this "Assignment") made as of the 15th day of March, 2010, by and between Linen Source, Inc., a Florida corporation (the "Assignor"), and Linen Source Acquisition LLC, a Delaware limited liability company (the "Assignee").

RECITALS

WHEREAS, pursuant to that certain ASSET PURCHASE AGREEMENT, of even date herewith, which is being entered into contemporaneously with the execution of this Assignment, among Assignor, Assignee, Orchard Brands Corporation, a Delaware corporation, Robert M. Franzblau, Alix Franzblau, and Charles Franzblau (the "APA"), Assignor has agreed to sell, assign, and transfer to Assignee all of Assignor's right, title, and interest in and to the Purchased Assets (capitalized terms used herein and not otherwise defined shall have the respective meaning assigned to them in the APA); and

WHEREAS, Schedule A attached hereto sets forth all registered trademarks and service marks (and all applications and registrations therefor) that are part of the Purchased Assets (collectively, the "Marks").

OPERATIVE TERMS

NOW, THEREFORE, pursuant to Section 3.1(c)(i) of the APA, and subject to the terms and conditions set forth in the APA, Assignor hereby sells, assigns, and transfers to Assignee all of Assignor's right, title, and interest in, to, and under the Marks and all other trademarks and service marks owned by Assignor, along with all goodwill associated therewith.

Nothing contained in this Assignment shall be deemed to amend, alter, or otherwise modify, or be used to construe or interpret, any provision (including, without limitation, any representation or warranty) contained in the APA.

For the avoidance of doubt, Assignor is not selling, assigning, or transferring to Assignee any of the Excluded Assets.

This Assignment may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together will constitute one and the same instrument.

[Signature Page Directly Follows]

Assignor and Assignee have caused this Assignment to be duly executed as of the date first above written.

Assignor:

LINEN SOURCE, INC.

By: 

Name: ALIA FRANZBLAU

Title: TREASURER

Assignee:

LINEN SOURCE ACQUISITION LLC

By: _____

Name:

Title:

SIGNATURE PAGE TO TRADEMARK ASSIGNMENT

TRADEMARK
REEL: 004170 FRAME: 0269

Assignor and Assignee have caused this Assignment to be duly executed as of the date first above written.

Assignor:

LINEN SOURCE, INC.


By: _____

Name:

Title:

Assignee:

LINEN SOURCE ACQUISITION LLC

By: 

Name: David Walde

Title: Chief Financial Officer

SIGNATURE PAGE TO TRADEMARK ASSIGNMENT

TRADEMARK
REEL: 004170 FRAME: 0270

SCHEDULE A

MARKS

NON-U.S. TRADEMARKS:

- **LINEN SOURCE SOFT SUEDES** – Work Mark – European Union Registration No. 1458975, registered with the Office for Harmonization in the Internal Market (OHIM). Expires May 1, 2010.

U.S. TRADEMARKS:

| | |
|---------------------------------|---|
| Word Mark | LINEN SOURCE |
| Goods and Services | IC 024. US 042. G & S: dry goods; namely, draperies, curtains, bedspreads, bath linens, household linens and table linens. FIRST USE: 19920729. FIRST USE IN COMMERCE: 19920729 |
| Mark Drawing Code | (1) TYPED DRAWING |
| Serial Number | 74150693 |
| Filing Date | March 25, 1991 |
| Current Filing Basis | 1A |
| Original Filing Basis | 1B |
| Published for Opposition | November 26, 1991 |
| Registration Number | 1734064 |
| Registration Date | November 17, 1992 |
| Owner | (REGISTRANT) LINEN SOURCE, INC. CORPORATION FLORIDA 5401 HANGAR COURT Tampa FLORIDA 33634 |
| Assignment Recorded | ASSIGNMENT RECORDED |
| Attorney of Record | DAVID W PETTIS JR |
| Disclaimer | NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "LINEN" APART FROM THE MARK AS SHOWN |
| Type of Mark | TRADEMARK |
| Register | PRINCIPAL |
| Affidavit Text | SECT 15. SECT 8 (6-YR). SECTION 8(10-YR) 20020921. |
| Renewal | 1ST RENEWAL 20020921 |
| Live/Dead Indicator | LIVE |

Word Mark**LINEN SOURCE SOFT SUEDES**

Goods and Services IC 024. US 042 050. G & S: blankets. FIRST USE: 19990713. FIRST USE IN COMMERCE: 19990713

Mark Drawing Code (1) TYPED DRAWING

Serial Number 75767002

Filing Date August 3, 1999

Current Filing Basis 1A

Original Filing Basis 1A

Published for Opposition February 22, 2000

Registration Number 2350247

Registration Date May 16, 2000

Owner (REGISTRANT) **LINEN SOURCE**, INC. CORPORATION FLORIDA 5401 HANGAR COURT Tampa FLORIDA 33634

Attorney of Record David W. Pettis, Jr.

Prior Registrations 1734064

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "LINEN" and "SOFT SUEDES" APART FROM THE MARK AS SHOWN

Type of Mark TRADEMARK

Register PRINCIPAL

Affidavit Text SECT 15. SECT 8 (6-YR).

Live/Dead Indicator LIVE

Word Mark**LINENSOURCE**

Goods and Services IC 035. US 100 101 102. G & S: retail services featuring dry goods; namely, draperies, curtains, bedspreads, bath linens, household lines and table lines, the services being provided by catalog and online mail order. FIRST USE: 19961201. FIRST USE IN COMMERCE: 19961201

Mark Drawing Code (1) TYPED DRAWING

Serial Number 76215957

Filing Date February 26, 2001

Current Filing Basis 1A

Original Filing Basis 1A

Published for Opposition March 19, 2002

Registration Number 2578026

Registration Date June 11, 2002

Owner (REGISTRANT) **Linen Source**, Inc. CORPORATION FLORIDA Post Office Box 31151 Tampa FLORIDA 336313151

Attorney of Record David W Pettis Jr

Prior Registrations 1734064;2350247

Type of Mark SERVICE MARK

Register PRINCIPAL-2(F)

Affidavit Text SECT 15. SECT 8 (6-YR).

Live/Dead Indicator LIVE

Word Mark**LINENSOURCE ONE DESTINATION.
ENDLESS POSSIBILITIES.****Goods and Services**

IC 035. US 100 101 102. G & S: Retail services featuring dry goods; namely, draperies, curtains, bed spreads, bath linens, household linens and table linens, the services being provided by catalog and online mail order. FIRST USE: 20080908. FIRST USE IN COMMERCE: 20080908

Mark Drawing Code

(4) STANDARD CHARACTER MARK

**Trademark Search Facility
Classification Code**NOTATION-SYMBOLS Notation Symbols such as Non-Latin characters,punctuation and mathematical signs,zodiac signs,prescription marks
NUM-1 Marks containing 1ST or the word First
SHAPES-MISC Miscellaneous shaped designs**Serial Number**

77569772

Filing Date

September 15, 2008

Current Filing Basis

1A

Original Filing Basis

1A

Published for Opposition

February 10, 2009

Registration Number

3611841

Registration Date

April 28, 2009

Owner(REGISTRANT) **Linen Source**, Inc. CORPORATION FLORIDA 5401 Hangar
Court Tampa FLORIDA 33634**Attorney of Record**

David W. Pettis, Jr.

Prior Registrations

2578026

Type of Mark

SERVICE MARK

Register

PRINCIPAL

Live/Dead Indicator

LIVE

- End of Schedule A -