

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Security Agreement	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
APRA International LLC		06/17/2009	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	ROSENTHAL & ROSENTHAL INC.		
Street Address:	1370 Broadway		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77834965	TATTOOED BY INKY	
CORRESPONDENCE DATA			
Fax Number:	(212)356-0989		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-356-1755		
Email:	obarbero@rosenthalinc.com		
Correspondent Name:	Omar Barbero		
Address Line 1:	1370 Broadway		
Address Line 2:	c/o Rosenthal & Rosenthal Inc.		
Address Line 4:	New York, NEW YORK 10018		
ATTORNEY DOCKET NUMBER:	F127475		
NAME OF SUBMITTER:	Omar Barbero		
Signature:	/Omar Barbero/		

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**TRADEMARK
 REEL: 004231 FRAME: 0420**

Date:

06/25/2010

Total Attachments: 3

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SECURITY INTEREST

WHEREAS, APRA International LLC, a limited liability company formed under the laws of New York located at 7 Taaffe Place, Brooklyn, NY 11205, (the "Company"), has adopted, used and is using the marks annexed hereto as Schedule A (the "Marks"), and

WHEREAS, The Company is obligated to Rosenthal & Rosenthal, Inc. (the "Factor") located at 1370 Broadway, New York, New York 10018, pursuant to a Factoring Agreement dated June 17, 2010, as amended (referred to as the "Factoring Agreement"); and

WHEREAS, the Company is seeking to increase its credit extension pursuant to the Factoring Agreement, and the Company is now granting to the Factor a security interest in the Marks, together with the good will of the business symbolized by the Marks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby grant to the Factor a security interest in and to the Marks, together with the good will of the business symbolized by the Marks, which security interest shall secure all the Obligations as defined in the Factoring Agreement and in accordance with the terms and provisions thereof.

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

Dated: June 17, 2010

APRA International LLC

By: SH
Shiya Friedman, Member

STATE OF New York
COUNTY OF New York SS.:

On the 17 day of June, 2010 before me, the undersigned, personally came sworn, Shiya Friedman, that he is the Member of APRA International LLC described in and which executed the foregoing instrument; that he executed the same in such capacity and that he had authority to execute such instrument and that by his signature on the instrument, the corporation duly executed the instrument.

Aleksandra S. Spalinski
Notary Public

ALEKSANDRA S. SPALINSKI
Notary Public, State of New York
No. 01SP006091
Qualified in New York County
Commission Expires September 22, 2013

SCHEDULE A

<u>MARK</u>	<u>FILING DATE</u>	<u>SERIAL NO.</u>
Tattooed by Inky	September 25, 2009	77834965