

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BT Funding Corp.		02/28/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Suntrust Equity Funding, LLC
Street Address:	100 Sawgrass Corners Drive
City:	Ponte Vedra Beach
State/Country:	FLORIDA
Postal Code:	32082
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 28

Property Type	Number	Word Mark
Serial Number:	85001878	BIJOUX TERNER
Serial Number:	85001886	B YOU
Serial Number:	85001638	B YOU
Serial Number:	85001632	B YOU
Serial Number:	85001627	B YOU
Serial Number:	85001619	B YOU
Serial Number:	77938553	BIJOUX TERNER
Serial Number:	77938561	BIJOUX TERNER
Serial Number:	77937514	BT
Serial Number:	77937507	BT
Serial Number:	77937499	BT
Serial Number:	77937477	BT
Serial Number:	77921645	X'EST JOLIE
Serial Number:	77921639	X'EST JOLIE

OP \$715.00 85001878

Serial Number:	77921633	X'EST JOLIE
Serial Number:	77917913	DEJA VOUX
Serial Number:	77918055	DEJA VOUX
Serial Number:	77917889	DEJA VOUX
Serial Number:	77917843	DEJA VOUX
Serial Number:	77917920	VOUX
Serial Number:	77918049	VOUX
Serial Number:	77917884	VOUX
Serial Number:	77917825	VOUX
Serial Number:	77918058	X'E JOLIE
Serial Number:	77917909	X'E JOLIE
Serial Number:	77917891	X'E JOLIE
Serial Number:	77917832	X'E JOLIE
Serial Number:	85007373	X'EST JOLIE

CORRESPONDENCE DATA

Fax Number: (919)416-8328
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	03274-015 EAR
NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	06/28/2010

Total Attachments: 4
source=NGSI-T BT Funding to Suntrust#page1.tif
source=NGSI-T BT Funding to Suntrust#page2.tif
source=NGSI-T BT Funding to Suntrust#page3.tif
source=NGSI-T BT Funding to Suntrust#page4.tif

NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Trademark Security Agreement (as amended, restated, supplemented or otherwise modified from time to time, the "TSA"), dated as of February 28, 2006, made by BT FUNDING CORP., a Delaware corporation ("BT Funding") in favor of SUNTRUST EQUITY FUNDING, LLC d/b/a SunTrust Equity Partners, as Collateral Agent ("Collateral Agent"), BT Funding has granted a continuing security interest in and continuing lien upon, certain trademarks, trademark licenses and trademark applications to Collateral Agent. Pursuant to Section 6 of the TSA, if at any time BT Funding shall obtain or acquire rights to any new trademarks, trademark licenses and trademark applications, BT Funding has agreed to amend Schedule 1 to the TSA to include such new trademarks, trademark licenses and trademark applications. In connection therewith, BT Funding hereby grants a continuing security interest in and continuing lien upon, the trademarks, trademark licenses and trademark applications shown below to Collateral Agent for the ratable benefit of the Subordinated Creditors (as defined in the TSA):

TRADEMARKS

Trademark No.	Description of Trademark	Date of Trademark
---------------	-----------------------------	-------------------

See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

Trademark Application No.	Description of Trademark Applied For	Date of Trademark Application
---------------------------	---	----------------------------------

See Schedule 1 attached hereto

[Signature on Following Page]

BT Funding and Collateral Agent 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 TSA and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

BT FUNDING CORP.

By: Frank B. Bilotta
Name: Frank B. Bilotta
Title: President

Acknowledged and Accepted:

SUNTRUST EQUITY FUNDING, LLC,
d/b/a SunTrust Equity Partners

By: _____
Name: _____
Title: _____

TR11V22991v1

BT Funding and Collateral Agent 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 TSA and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

BT FUNDING CORP.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

SUNTRUST EQUITY FUNDING, LLC,
d/b/a SunTrust Equity Partners

Robert D. Hayden
By: _____
Name: MT Hayden
Title: Mgr

TR11V22991v1

Schedule 1

BT FUNDING CORP.
(a Delaware Corporation)

U.S. Trademarks

Registered Trademarks

None.

Pending Applications

Description	Application No.	Filing Date
BIJOUX TERNER	85001878	3/30/10
B YOU	85001886	3/30/10
B YOU	85001638	3/30/10
B YOU	85001632	3/30/10
B YOU	85001627	3/30/10
B YOU	85001619	3/30/10
BIJOUX TERNER	77938553	2/18/10
BIJOUX TERNER	77938561	2/18/10
BT	77937514	2/17/10
BT	77937507	2/17/10
BT	77937499	2/17/10
BT	77937477	2/17/10
X'EST JOLIE	77921645	1/27/10
X'EST JOLIE	77921639	1/27/10
X'EST JOLIE	77921633	1/27/10
DEJA VOUX	77917913	1/22/10
DEJA VOUX	77918055	1/22/10
DEJA VOUX	77917889	1/22/10
DEJA VOUX	77917843	1/22/10
VOUX	77917920	1/22/10
VOUX	77918049	1/22/10
VOUX	77917884	1/22/10
VOUX	77917825	1/22/10
X'E JOLIE	77918058	1/22/10
X'E JOLIE	77917909	1/22/10
X'E JOLIE	77917891	1/22/10
X'E JOLIE	77917832	1/22/10
X'EST JOLIE	85007373	4/6/10