

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
The Original Cult, Inc.		07/21/2010	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Rosenthal & Rosenthal of California, Inc.		
Street Address:	21700 Oxnard Street, Suite 1880		
City:	Woodland Hills		
State/Country:	CALIFORNIA		
Postal Code:	91367		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	76432293	BLACKLIST	
Serial Number:	78736950	KILL CITY	
CORRESPONDENCE DATA			
Fax Number:	(800)494-7512		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(800) 494-5225		
Email:	jdougherty@nationalcorp.com		
Correspondent Name:	National Corporate Research		
Address Line 1:	1100 G Street NW, Suite 420		
Address Line 2:	Attn: Joseph Dougherty		
Address Line 4:	Washington, NEW YORK 20005		
ATTORNEY DOCKET NUMBER:	N325460		
NAME OF SUBMITTER:	Omar J. Barbero, Vice President		
Signature:	/Omar J. Barbero/		

OP \$65.00 76432293

Date:

07/29/2010

Total Attachments: 4

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SECURITY INTEREST

WHEREAS, THE ORIGINAL CULT, INC., a corporation formed under the laws of California located at 130 South Anderson Street, Los Angeles, CA 90033 (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 of California, Inc. (the "Factor") located at 21700 Oxnard Street, Ste. 1880 Woodland Hills, CA 91367, pursuant to a Factoring Agreement dated July 21, 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: July 21, 2010

ORIGINAL CULT, INC.

A handwritten signature in black ink, appearing to read 'Drew Bernstein', is written over a horizontal line.

By: Drew Bernstein
Title: President and CEO

SCHEDULE A

<u>MARK</u>	<u>SERIAL/REG. NO.</u>
Blacklist	76432293
Kill City	78736950

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of LOS ANGELES

On JULY 21, 2010 before me, SYDNEE BREUER, ~~NOT~~ Notary Public

personally appeared DREW BERNSTEIN

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Sydnee Breuer
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: SECURITY INTEREST

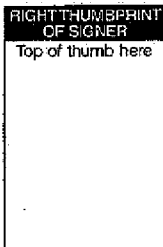
Document Date: JULY 21, 2010 Number of Pages: 3

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: DREW BERNSTEIN

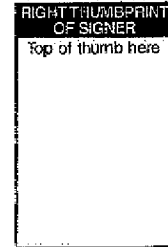
- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____