

**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
Frederick's of Hollywood, Inc.		07/30/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Hilco Brands, LLC
Street Address:	5 Revere Drive
City:	Northbrook
State/Country:	ILLINOIS
Postal Code:	60062
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 19**

Property Type	Number	Word Mark
Serial Number:	7774228	SEDUCTION BY FREDERICK'S OF HOLLYWOOD
Serial Number:	77937136	HOLLYWOOD ICON BY FREDERICK'S OF HOLLYWOOD
Serial Number:	85029166	CORSETINI
Registration Number:	0664746	FREDERICK'S
Registration Number:	1051548	FREDERICK'S
Registration Number:	1052485	FREDERICK'S
Registration Number:	1055867	FREDERICK'S
Registration Number:	1058525	FREDERICK'S
Registration Number:	1627771	FREDERICK'S OF HOLLYWOOD
Registration Number:	1674329	FREDERICK'S OF HOLLYWOOD
Registration Number:	2403596	FREDERICKS.COM
Registration Number:	2932489	FREDERICK'S OF HOLLYWOOD
Registration Number:	3076474	F
Registration Number:	3156626	THE ORIGINAL SEX SYMBOL

OP \$490.00 7774228

Registration Number:	3164722	THE HOLLYWOOD EXXTREME CLEAVAGE
Registration Number:	3405857	FREDERICK'S OF HOLLYWOOD
Registration Number:	3416487	GET CHEEKY
Registration Number:	3456537	PREMIERE LINE BY FREDERICK'S OF HOLLYWOOD
Registration Number:	3532435	F

**CORRESPONDENCE DATA**

Fax Number: (215)299-2150  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 215-299-3830  
Email: ipdocket@foxrothschild.com  
Correspondent Name: Edward L. Brant, Esquire  
Address Line 1: P.O. Box 5231  
Address Line 4: Princeton, NEW JERSEY 08543-5231

NAME OF SUBMITTER:	Edward L. Brant
Signature:	/Edward L. Brant/
Date:	08/04/2010

Total Attachments: 9  
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AGREEMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, dated July 30, 2010, made by Fr derick's of Hollywood Group Inc., a New York corporation ("Grantor"), FOH Holdings, Inc., a Delaware corporation (the "Parent"), Frederick's of Hollywood, Inc., a Delaware corporation ("Frederick's"), Frederick's of Hollywood Stores, Inc., a Nevada corporation ("Stores"), Hollywood Mail Order, LLC, a Nevada limited liability company ("Mail Order" and together with Grantor, the Parent, Frederick's and Stores, individually, a "Borrower", and collectively, the "Borrowers") has either applied for or has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Borrower has entered into a Security Agreement, dated July 30, 2010 (as amended or otherwise modified from time to time, the "Security Agreement"), in favor of Hilco Brands, LLC, as agent for certain lenders (the "Agent");

WHEREAS, pursuant to the Security Agreement, Borrower has granted to the Agent for the benefit of the lenders a continuing security interest in all right, title and interest of Borrower in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by such Trademarks and all applications and registrations thereof and therefore, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, satisfaction, performance and observance of the Obligations (as such terms are defined in the Security Agreement);

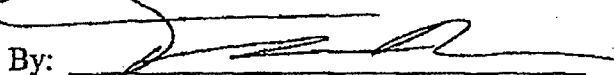
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Borrower does grant to the Agent for the benefit of the lenders a continuing security interest in the Collateral to secure the prompt payment, satisfaction, performance and observance of the Obligations.

Borrower does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

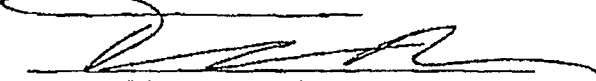
IN WITNESS WHEREOF, Borrower has caused this Agreement for Security to be duly executed by its officer thereunto duly authorized as of July 30, 2010

BORROWERS:

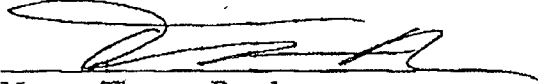
FREDERICK'S OF HOLLYWOOD GROUP INC.

By:   
Name: Thomas Rende  
Title: Chief Financial Officer

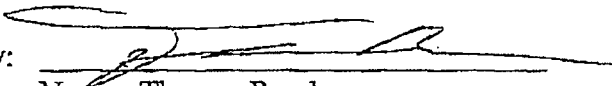
FOH HOLDINGS, INC.

By:   
Name: Thomas Rende  
Title: Chief Financial Officer

FREDERICK'S OF HOLLYWOOD, INC.

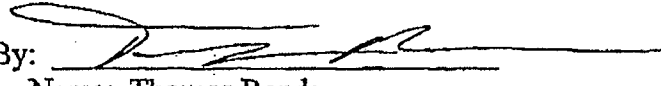
By:   
Name: Thomas Rende  
Title: Chief Financial Officer

FREDERICK'S OF HOLLYWOOD STORES, INC.

By:   
Name: Thomas Rende  
Title: Chief Financial Officer

HOLLYWOOD MAIL ORDER, LLC

By: FOH Holdings, Inc., its Manager

By:   
Name: Thomas Rende  
Title: Chief Financial Officer

STATE OF New York  
COUNTY OF New York SS.:

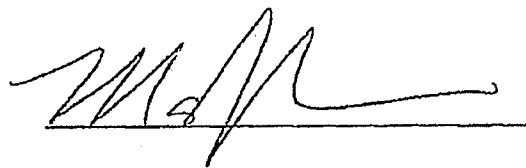
On this 30<sup>th</sup> day of July, 2010, before me personally came Thomas Rende, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Chief Financial Officer of Frederick's of Hollywood Group Inc., a New York corporation, and that he executed the foregoing instrument in the firm name of Frederick's of Hollywood Group Inc., and that he had authority to sign the same, and he acknowledged to me that s/he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



MARCI J. FRANKENTHALER  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 02FR5048905  
Qualified in Westchester County  
Certificate Filed in New York County  
My Commission Expires September 05, 2013

STATE OF New York  
COUNTY OF New York SS.:


On this 30<sup>th</sup> day of July, 2010, before me personally came Thomas Rende, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Chief Financial Officer of FOH Holdings, Inc., a Delaware corporation, and that he executed the foregoing instrument in the firm name of FOH Holdings, Inc., and that he had authority to sign the same, and he acknowledged to me that s/he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



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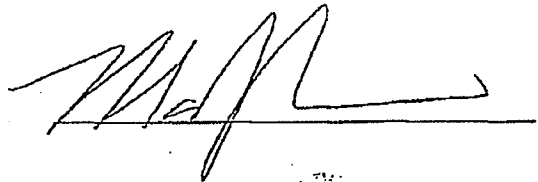
On this 30<sup>th</sup> day of July, 2010, before me personally came Thomas Rende, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Chief Financial Officer of Frederick's of Hollywood, Inc., a Delaware corporation, and that he executed the foregoing instrument in the firm name of Frederick's of Hollywood, Inc., and that he had authority to sign the same, and he acknowledged to me that s/he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



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On this 30<sup>th</sup> day of July, 2010, before me personally came Thomas Rende, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Chief Financial Officer of Frederick's of Hollywood Stores, Inc., a Nevada corporation, and that he executed the foregoing instrument in the firm name of Frederick's of Hollywood Stores, Inc., and that he had authority to sign the same, and he acknowledged to me that s/he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

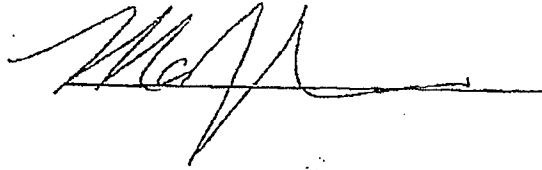


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STATE OF New York

COUNTY OF New York SS.:

On this 30<sup>th</sup> day of July, 2010, before me personally came Thomas Rende, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Chief Financial Officer of Hollywood Mail Order, LLC, a Nevada limited liability company, and that he executed the foregoing instrument in the firm name of Hollywood Mail Order, LLC., and that he had authority to sign the same, and he acknowledged to me that s/he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.




MARCI J. FRANKENTHALER  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 02FR5048905  
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## Schedule 1A

### Frederick's of Hollywood U.S. Trademark Applications and Registrations







**1. Trademark Applications owned by Frederick's of Hollywood, Inc.**

SERIAL NO.	MARK	FILING DATE	OWNER	CLASS(ES)
77/774,228	SEDUCTION BY FREDERICK'S OF HOLLYWOOD	7/10/2009	Frederick's of Hollywood, Inc.	Class 25
77/937,136	HOLLYWOOD ICON BY FREDERICK'S OF HOLLYWOOD [and Design]  	2/16/2010	Frederick's of Hollywood, Inc.	Class 25
85/029,166	CORSETINI	5/3/2010	Frederick's of Hollywood, Inc.	Class 3 Class 25



**2. Trademark Registrations owned by Frederick's of Hollywood, Inc.**


REG. NO.	MARK	ISSUE DATE	OWNER	CLASS(ES)
664,746	FREDERICK'S [Stylized]  	7/22/1958	Frederick's of Hollywood, Inc.	Class 25
1,051,548	FREDERICK'S	10/26/1976	Frederick's of Hollywood, Inc.	Class 42
1,052,485	FREDERICK'S	11/9/1976	Frederick's of Hollywood, Inc.	Class 26
1,055,867	FREDERICK'S	1/11/1977	Frederick's of Hollywood, Inc.	Class 3
1,058,525	FREDERICK'S	2/8/1977	Frederick's of Hollywood, Inc.	Class 25
1,627,771	FREDERICK'S OF HOLLYWOOD	12/11/1990	Frederick's of Hollywood, Inc.	Class 42
1,674,329	FREDERICK'S OF HOLLYWOOD	2/4/1992	Frederick's of Hollywood, Inc.	Class 25
2,403,596	FREDERICKS.COM	11/14/2000	Frederick's of Hollywood, Inc.	Class 35



REG. NO.	MARK	ISSUE DATE	OWNER	CLASS(ES)
2,932,489	FREDERICK'S OF HOLLYWOOD [Stylized] 	3/15/2005	Frederick's of Hollywood, Inc.	Class 3 Class 9 Class 25 Class 35
3,076,474	F [Stylized] 	4/4/2006	Frederick's of Hollywood, Inc.	Class 3 Class 4 Class 25 Class 35
3,156,626	THE ORIGINAL SEX SYMBOL	10/17/2006	Frederick's of Hollywood, Inc.	Class 35
3,164,722	THE HOLLYWOOD EXXTREME CLEAVAGE [and Design] 	10/31/2006	Frederick's of Hollywood, Inc.	Class 25
3,405,857	FREDERICK'S OF HOLLYWOOD [Stylized] 	4/1/2008	Frederick's of Hollywood, Inc.	Class 3 Class 4 Class 14 Class 18 Class 28
3,416,487	GET CHEEKY [and Design] 	4/29/2008	Frederick's of Hollywood, Inc.	Class 25
3,456,537	PREMIERE LINE BY FREDERICK'S OF HOLLYWOOD	7/1/2008	Frederick's of Hollywood, Inc.	Class 25.
3,532,435	F [Stylized] 	11/11/2008	Frederick's of Hollywood, Inc.	Class 3 Class 18 Class 21 Class 25

3. Trademark Registrations owned by Frederick's of Hollywood Group, Inc.

REG. NO.	MARK	ISSUE DATE	OWNER	CLASS(ES)
345,102	CUDDL'FORM [Stylized] <i>Cuddl'form</i>	4/13/1937	Frederick's of Hollywood Group, Inc.	Class 25
690,969	MOVIE STAR	1/5/1960	Frederick's of Hollywood Group, Inc.	Class 25
1,190,785	SWEET-TOPS [Stylized] <i>Sweet-Tops</i>	2/23/1982	Frederick's of Hollywood Group, Inc.	Class 25
1,190,788	MOVIE STAR	2/23/1982	Frederick's of Hollywood Group, Inc.	Class 25
1,209,847	CINEMA ETOILE [Stylized] 	9/21/1982	Frederick's of Hollywood Group, Inc.	Class 25
1,303,849	PAM UNDIES [Stylized] 	11/6/1984	Frederick's of Hollywood Group, Inc.	Class 25
1,499,666	STARRY NITES	8/9/1988	Frederick's of Hollywood Group, Inc.	Class 25
1,585,795	REAL SHAPES	3/6/1990	Frederick's of Hollywood Group, Inc.	Class 25
1,605,698	CINEJOUR	7/10/1990	Frederick's of Hollywood Group, Inc.	Class 25
1,704,269	HEATHER NICOLE	7/28/1992	Frederick's of Hollywood Group, Inc.	Class 25
2,039,454	NIGHT MAGIC	2/18/1997	Frederick's of Hollywood Group, Inc.	Class 25
2,228,727	SEDUCTIVE WEAR BY CINEMA ETOILE	3/2/1999	Frederick's of Hollywood Group, Inc.	Class 25
2,228,739	SEDUCTIVE WEAR	3/2/1999	Frederick's of Hollywood Group, Inc.	Class 25

REG. NO.	MARK	ISSUE DATE	OWNER	CLASS(ES)
2,428,946	M·T·B MEANT TO BE [and Design] 	2/13/2001	Frederick's of Hollywood Group, Inc.	Class 25
2,546,914	STARDUST	3/12/2002	Frederick's of Hollywood Group, Inc.	Class 25
2,582,551	COMFY COZY	6/18/2002	Frederick's of Hollywood Group, Inc.	Class 25
2,977,356	NIGHT MANEUVERS	7/26/2005	Frederick's of Hollywood Group, Inc.	Class 25
3,309,506	CINEMA STUDIO	10/9/2007	Frederick's of Hollywood Group, Inc.	Class 25
3,373,701	KNICKERS BY CINEMA ETOILE	1/22/2008	Frederick's of Hollywood Group, Inc.	Class 25
3,489,101	THE BOUDOIR COLLECTION	8/19/2008	Frederick's of Hollywood Group, Inc.	Class 25
3,701,373	SLEEPWEAR.4. NAPPIN' & YAPPIN'	10/27/2009	Frederick's of Hollywood Group, Inc.	Class 25
3,710,385	CAMIETTE	11/10/2009	Frederick's of Hollywood Group, Inc.	Class 25
3,711,640	WORLD'S BIGGEST SLEEP SHIRT	11/17/2009	Frederick's of Hollywood Group, Inc.	Class 25
3,716,764	DEMISOLE	11/24/2009	Frederick's of Hollywood Group, Inc.	Class 25