

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Frenchtoast.com LLC		12/10/2010	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	HSBC Bank USA, National Association, as Agent		
<b>Street Address:</b>	452 Fifth Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10018		
<b>Entity Type:</b>	Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2428982	THE SCHOOL UNIFORM SUPERSTORE	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(202)408-3141		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	800-927-9801 x2348		
Email:	jpaterso@cscinfo.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	632277		
NAME OF SUBMITTER:	Jean Paterson		
Signature:	/jep/		
Date:	01/04/2011		

CH \$40.00 2428982

**Total Attachments: 7**

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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

Frenchtoast.com LLC  
321 Herrod Blvd.  
Dayton, NJ 08810

- Individual(s)                       Association
- General Partnership               Limited Partnership
- Corporation- State: \_\_\_\_\_
- Other Limited Liability Company

Citizenship (see guidelines) Delaware

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) December 10, 2010

- Assignment                               Merger
- Security Agreement                   Change of Name
- Other \_\_\_\_\_

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: HSBC Bank USA, National Association, as Agent

Internal

Address: \_\_\_\_\_

Street Address: 452 Fifth Avenue

City: New York

State: New York

Country: USA

Zip: 10018

- Association      Citizenship United States
- General Partnership      Citizenship \_\_\_\_\_
- Limited Partnership      Citizenship \_\_\_\_\_
- Corporation      Citizenship \_\_\_\_\_
- Other \_\_\_\_\_      Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached Schedule A

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: \_\_\_\_\_

Internal Address: \_\_\_\_\_

Street Address: \_\_\_\_\_

City: \_\_\_\_\_

State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone Number: \_\_\_\_\_

Fax Number: \_\_\_\_\_

Email Address: \_\_\_\_\_

**6. Total number of applications and registrations involved:**

1

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ \_\_\_\_\_**

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

a. Credit Card      Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

**9. Signature:**

Signature

January 4, 2011

Date

Christopher A. Manion  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

## TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Frenchtoast.com LLC, a limited liability company formed under the laws of Delaware, located at 321 Herrod Blvd., Dayton, NJ 08810 ("Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to HSBC Bank USA, National Association ("HSBC") and various other financial institutions (collectively, "Lenders") and HSBC as agent for Lenders ("Agent") pursuant to (i) a certain Financing Agreement, dated the date hereof, among Agent, Lenders, Grantor and certain other loan parties and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: December 10, 2010

FRENCHTOAST.COM LLC



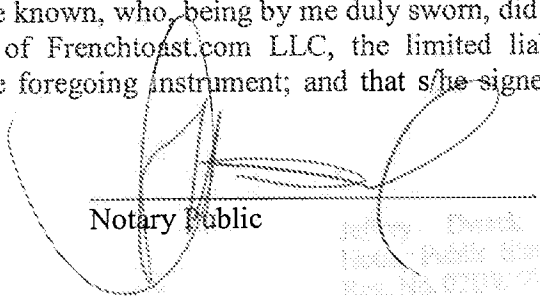
.....  
Name: Richard Sutton  
Its: Chief Executive Officer

HSBC BANK USA, NATIONAL  
ASSOCIATION, as Agent

.....  
Name:  
Its:

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On this 6<sup>th</sup> day of December, 2010, before me personally came Richard Sutton, to me known, who, being by me duly sworn, did depose and say that s/he is the CEO of Frenchtoast.com LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said company.

  
\_\_\_\_\_  
Notary Public

Notary Public  
Notary Public State of New York  
Exp. 12/31/2017  
Qualified to Perform  
Notary Public Duties

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On this \_\_\_ day of \_\_\_\_\_, 2010, before me personally came \_\_\_\_\_, to me known, who, being by me duly sworn, did depose and say that s/he is the \_\_\_\_\_ of HSBC Bank USA, National Association, the financial institution described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said financial institution.

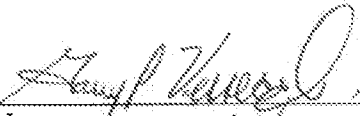
\_\_\_\_\_  
Notary Public

FRENCHTOAST.COM LLC

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Name: Richard Sutton  
Its: Chief Executive Officer

HSBC BANK USA, NATIONAL  
ASSOCIATION, as Agent



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Name: Gray P. Vesecchia  
Its: VP

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On this \_\_\_\_ day of \_\_\_\_\_, 2010, before me personally came \_\_\_\_\_, to me known, who, being by me duly sworn, did depose and say that s/he is the \_\_\_\_\_ of Frenchtoast.com LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said company.

\_\_\_\_\_  
Notary Public

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On this 6<sup>th</sup> day of December, 2010, before me personally came Gregory P. Casanovi, to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of HSBC Bank USA, National Association, the financial institution described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said financial institution.

Francine M. Caldarano  
Notary Public

FRANCINE M. CALDARANO  
No. 01CA4878913  
Notary Public, State of New York  
Qualified in Queens County  
Certificate filed in Nassau County  
Commission Expires Jan. 12, 2011



Frenchtoast.com LLC

Serial Number	Reg. Number	Word Mark
75619909	2428982	THE SCHOOL UNIFORM SUPERSTORE