

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------------------|--------------------------|---|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Infantino, LLC | | 01/28/2011 | LIMITED LIABILITY COMPANY: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Ares Capital Corporation | | |
| Street Address: | 280 Park Avenue | | |
| Internal Address: | 22nd Floor East | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10017 | | |
| Entity Type: | CORPORATION: MARYLAND | | |
| PROPERTY NUMBERS Total: 38 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3366627 | STYLERIDER | |
| Registration Number: | 3410948 | SIDERIDER | |
| Registration Number: | 3407257 | SAVVY SEAT | |
| Registration Number: | 3499805 | FITS YOU. FITS BABY. FITS LIFE. | |
| Registration Number: | 3437251 | INFANTINO | |
| Registration Number: | 3454650 | BREATHEMESH | |
| Registration Number: | 3620640 | IF BABIES COULD SHOP THEY'D BUY INFANTINO | |
| Registration Number: | 3677423 | CART ADVENTURES | |
| Registration Number: | 3677542 | TRIPLE COMFORT RIDER | |
| Registration Number: | 3901875 | BALANCE | |
| Serial Number: | 77907362 | CRADLE NEST & SIT SLING | |
| Serial Number: | 77907370 | CURVE NESTING SLING | |
| Registration Number: | 3905611 | ECOSASH | |

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| Registration Number: | 3901877 | FLIP |
| Registration Number: | 3901876 | BREATHE |
| Serial Number: | 85016209 | INFINITY |
| Serial Number: | 77960532 | ECLIPSE COVER & SHADE CARRIER |
| Serial Number: | 77961458 | SWITCH |
| Serial Number: | 77963396 | LULLABUDDY |
| Serial Number: | 77961511 | LUNA |
| Serial Number: | 77961236 | CLOUD |
| Serial Number: | 77961472 | CLOUD 9 |
| Serial Number: | 85007375 | PARK PLACE |
| Serial Number: | 85038256 | WONDER COVER |
| Serial Number: | 85038248 | TOP & SHOP |
| Serial Number: | 85038245 | TOP & PLAY |
| Serial Number: | 85038261 | RENEW |
| Serial Number: | 85038282 | KABOODLE |
| Serial Number: | 85038278 | COCOON |
| Serial Number: | 85038272 | SNUGGLER |
| Serial Number: | 85038268 | FOLD & GO BOUNCER |
| Serial Number: | 85095301 | THERE'S NO PLACE LIKE CLOSE |
| Serial Number: | 85073899 | UNION ERGONOMIC CARRIER |
| Serial Number: | 85128564 | COMPACT |
| Serial Number: | 85143077 | SMARTLY-DESIGNED CARRIERS WITH HAPPY LITTLE PRICE TAGS |
| Serial Number: | 85143081 | COMPACT |
| Serial Number: | 85147855 | NAPNEST |
| Serial Number: | 85148359 | SMARTLY-DESIGNED PRODUCTS FOR HAPPY PARENTING |

CORRESPONDENCE DATA

Fax Number: (704)339-3453
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 704 377 8153
 Email: mpoveromo@rbh.com
 Correspondent Name: Marie J. Poveromo
 Address Line 1: 101 North Tryon Street
 Address Line 2: Suite 1900
 Address Line 4: Charlotte, NORTH CAROLINA 28246

NAME OF SUBMITTER: Marie J. Poveromo

TRADEMARK

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|---|---------------------|
| Signature: | /Marie J. Poveromo/ |
| Date: | 01/31/2011 |
| Total Attachments: 6 source=security agreement jan 28 2011 fantino-152155#page1.tif source=security agreement jan 28 2011 fantino-152155#page2.tif source=security agreement jan 28 2011 fantino-152155#page3.tif source=security agreement jan 28 2011 fantino-152155#page4.tif source=security agreement jan 28 2011 fantino-152155#page5.tif source=security agreement jan 28 2011 fantino-152155#page6.tif | |

**GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

January 28, 2011

WHEREAS, INFANTINO, LLC, a California limited liability company (the “Pledgor”), is the owner of the trademark applications and registrations listed on Schedule A attached hereto, (all such trademarks, registrations and applications, collectively, the “Trademarks”) and is the owner of the patents and patent applications listed on Schedule A attached hereto (all such patents, registrations and applications, collectively, the “Patents”); and

WHEREAS, the Pledgor has entered into an Amended and Restated Security Agreement (as amended, modified, restated or supplemented from time to time, the “Security Agreement”), dated as of September 28, 2007, in which the Pledgor has agreed with Ares Capital Corporation (successor by merger to Allied Capital Corporation), as Administrative Agent (the “Administrative Agent”), with offices at 280 Park Avenue, 22nd Floor East, New York, New York 10017, to execute this Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Grant has been given in conjunction with the security interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Grant are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

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INFANTINO, LLC

By: 

Title: Chief Financial Officer

*Signature Page to Grant of Security Interest
in Patents and Trademarks*

TRADEMARK
REEL: 004464 FRAME: 0323

SCHEDULE A

TRADEMARKS AND TRADEMARK APPLICATIONS

| Owner | Mark | Reg. No./ Reg. Date | Country | Appl. No./ Filing Date |
|----------------|--|--------------------------------|----------------|-----------------------------------|
| Infantino, LLC | STYLERIDER | 3,366,627 1/08/2008 | U.S. | 78/515,507 11/11/2004 |
| Infantino, LLC | SIDE RIDER | 3,410,948 4/8/2008 | U.S. | 78/950,689 8/11/2006 |
| Infantino, LLC | SAVVY SEAT | 3,407,257 4/01/2008 | U.S. | 78/942,446 8/01/2006 |
| Infantino, LLC | FITS YOU. FITS BABY. FITS LIFE. | 3,499,805 9/09/2008 | U.S. | 77/198,382 6/05/2007 |
| Infantino, LLC | INFANTINO | 3,437,251 05/27/2008 | U.S. | 77/143,132 3/28/2007 |
| Infantino, LLC | BREATHEMESH | 3,454,650 6/24/2008 | U.S. | 77/099,598 2/05/2007 |
| Infantino, LLC | IF BABIES COULD SHOP THEY'D BUY INFANTINO | 3,620,640 5/12/2009 | U.S. | 77/458,586 4/25/2008 |
| Infantino, LLC | CART ADVENTURES | 3,677,423 9/01/2009 | U.S. | 77/458,505 4/25/2008 |
| Infantino, LLC | TRIPLE COMFORT RIDER | 3,677,542 9/01/2009 | U.S. | 77/488,844 6/02/2008 |
| Infantino, LLC | BALANCE | 3,901,875 1/04/2011 | U.S. | 77/907,348 1/07/2010 |
| Infantino, LLC | CRADLE NEST & SIT SLING | Pending | U.S. | 77/907,362 1/07/2010 |
| Infantino, LLC | CURVE NESTING SLING | Pending | U.S. | 77/907,370 1/07/2010 |
| Infantino, LLC | ECOSASH | 3,905,611 1/11/2011 | U.S. | 77/907,357 1/07/2010 |
| Infantino, LLC | FLIP | 3,901,877 1/04/2011 | U.S. | 77/907,380 1/07/2010 |
| Infantino, LLC | BREATHE | 3,901,876 1/04/2011 | U.S. | 77/907,367 1/07/2010 |
| Infantino, LLC | INFINITY | Pending | U.S. | 85/016,209 4/16/2010 |

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|----------------|--|---------|------|-------------------------|
| Infantino, LLC | ECLIPSE COVER & SHADE CARRIER | Pending | U.S. | 77/960,532 3/16/2010 |
| Infantino, LLC | SWITCH | Pending | U.S. | 77/961,458 3/17/2010 |
| Infantino, LLC | LULLABUDDY | Pending | U.S. | 77/963,396 3/19/2010 |
| Infantino, LLC | LUNA | Pending | U.S. | 77/961,511 3/17/2010 |
| Infantino, LLC | CLOUD | Pending | U.S. | 77/961,236 3/17/2010 |
| Infantino, LLC | CLOUD 9 | Pending | U.S. | 77/961,472 3/17/2010 |
| Infantino, LLC | PARK PLACE | Pending | U.S. | 85/007,375 4/06/2010 |
| Infantino, LLC | WONDER COVER | Pending | U.S. | 85/038,256 5/13/2010 |
| Infantino, LLC | TOP & SHOP | Pending | U.S. | 85/038,248 5/13/2010 |
| Infantino, LLC | TOP & PLAY | Pending | U.S. | 85/038,245 5/13/2010 |
| Infantino, LLC | RENEW | Pending | U.S. | 85/038,261 5/13/2010 |
| Infantino, LLC | KABOODLE | Pending | U.S. | 85/038,282 5/13/2010 |
| Infantino, LLC | COCOON | Pending | U.S. | 85/038,278 5/13/2010 |
| Infantino, LLC | SNUGLER | Pending | U.S. | 85/038,272 5/13/2010 |
| Infantino, LLC | FOLD & GO BOUNCER | Pending | U.S. | 85/038,268 5/13/2010 |
| Infantino, LLC | THERE'S NO PLACE LIKE CLOSE | Pending | U.S. | 85/095,301 7/28/2010 |
| Infantino, LLC | UNION ERGONOMIC CARRIER | Pending | U.S. | 85/073,899 6/29/2010 |
| Infantino, LLC | COMPACT | Pending | U.S. | 85/128,564 9/13/2010 |

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| Infantino, LLC | SMARTLY- DESIGNED CARRIERS WITH HAPPY LITTLE PRICE TAGS | Pending | U.S. | 85/143,077 10/01/2010 |
| Infantino, LLC | COMPACT | Pending | U.S. | 85/143,081 10/01/2010 |
| Infantino, LLC | NAPNEST | Pending | U.S. | 85/147,855 10/07/2010 |
| Infantino, LLC | SMARTLY- DESIGNED PRODUCTS FOR HAPPY PARENTING | Pending | U.S. | 85/148,359 10/01/2010 |

PATENTS AND PATENT APPLICATIONS

| Owner | Name | Appl. No./ Filing Date | Country | Patent No. Issue Date |
|----------------|--|-----------------------------------|----------------|----------------------------------|
| Infantino, LLC | Infant Viewing Auto Mirror | 11/749,055 5/15/2007 | U.S. | 7,670,014 3/02/2010 |
| Infantino, LLC | Crib Mobile with Animated Characters | 11/626,246 1/23/2007 | U.S. | 7,762,865 7/27/2010 |