

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
CoCaLo, Inc.		08/08/2011	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	901 Main Street		
Internal Address:	TX1-492-14-11		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75202		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	3103046	COCALO BABY	
Registration Number:	3143048	COCALO	
Registration Number:	3143047	COCALO	
Registration Number:	3808510	COCO & COMPANY	
Registration Number:	3726652	COCALO COUTURE	
Registration Number:	3793558	COCALO COUTURE	
Serial Number:	85325472	COCOLATE	
Serial Number:	85279944	PERFECT BUM	
Serial Number:	85094233	TUCK & SNUG	
Serial Number:	85044083	GROW WITH BABY	
Serial Number:	85010793	DREAM WITH ME	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		

900199242

TRADEMARK
 REEL: 004600 FRAME: 0857

OP \$290.00 3103046

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:	017625-004697 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	08/09/2011

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Security and Pledge Agreement dated as of August 8, 2011 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

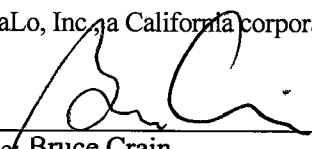
<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
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See Schedule 1 attached hereto

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated upon the termination of the Agreement or otherwise in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

CoCaLo, Inc., a California corporation

By: 
Name: Bruce Crain
Title: Vice President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: Erin M. Frey
Name: Erin M. Frey
Title: Vice President

COCALO, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 004600 FRAME: 0861

Schedule 1

CoCaLo, Inc.
(California Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
COCALO BABY	3103046	06/13/06
COCALO	3143048	09/12/06
COCALO	3143047	09/12/06
COCO & COMPANY	3808510	06/22/10
COCALO COUTURE	3726652	12/15/09
COCALO COUTURE	3793558	05/25/10

Pending Applications

Mark	Application No.	Filing Date
COCOLATE	85325472	05/19/11
PERFECT BUM	85279944	03/29/11
TUCK & SNUG	85094233	07/27/10
GROW WITH BABY	85044083	05/20/10
DREAM WITH ME	85010793	04/09/10