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
Sassy, Inc.		08/08/2011	CORPORATION: ILLINOIS

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:	3787472	SASSY SEAT
Registration Number:	2752658	SASSY
Registration Number:	3006201	SASSY
Registration Number:	2296588	SASSY
Registration Number:	2183971	CIRCUS
Registration Number:	2159097	POGO
Registration Number:	1652060	BARNA
Registration Number:	1187712	INFA-TRAINER
Serial Number:	85015751	GROW UP CUP
Serial Number:	77808566	
Serial Number:	77808544	SASSY

OP $290.00 3787472

CORRESPONDENCE DATA

Fax Number: (919)416-8328

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

Trademark No.	Description of Trademark Item	Date of Trademark

See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

Trademark Applications No.	Description of Trademark Applied for	Date of Trademark Applications

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,

Sassy, Inc., an Illinois corporation

By:_____

Name: Bruce Crain

Title: Vice President

TRADEMARK
REEL: 004600 FRAME: 0922

Acknowledged and Accepted:

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

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

Schedule 1

Sassy, Inc.
(Illinois Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
SASSY SEAT	3787472	05/11/10
SASSY	2752658	08/19/03
SASSY	3006201	10/11/05
SASSY	2296588	11/30/99
CIRCUS	2183971	08/25/98
POGO	2159097	05/19/98
BARNA	1652060	07/23/91
INFA-TRAINER	1187712	01/26/82

Pending Applications

Mark	Application No.	Filing Date
GROW UP CUP	85015751	04/16/10
Design only	77808566	08/19/09
SASSY and Design	77808544	08/19/09

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