

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the name of the receiving party previously recorded on Reel 004613 Frame 0137. Assignor(s) hereby confirms the Security Interest.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Robbins Bros. Jewelry, Inc.		07/08/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	First Niagara Commercial Finance, Inc.
Street Address:	3 Allied Drive
Internal Address:	Suite 210
City:	Dedham
State/Country:	MASSACHUSETTS
Postal Code:	02026
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Serial Number:	85218435	ENGAGEMENT DREAMS
Serial Number:	85207825	BELLA LUNA
Serial Number:	77337445	MR. SMITH'S INCREDIBLE DIAMOND
Serial Number:	77323754	BIGGER. BRIGHTER. PATENTED. PROVEN.
Serial Number:	77297753	CHIEF ENGAGEMENT OFFICER
Registration Number:	3767097	WELCOME TO THE REST OF YOUR LIFE
Registration Number:	2237873	THE ENGAGEMENT RING STORE
Registration Number:	2689729	WORLD'S BIGGEST ENGAGEMENT RING STORE
Registration Number:	3263871	ROBBINS BROS.
Registration Number:	2999592	RB WORLD'S BIGGEST ENGAGEMENT RING STORE
Registration Number:	2907663	WORLD CLASS WEDDINGS AT ROBBINS BROS.
Registration Number:	3315057	ROBBINS BROS. WORLD'S BIGGEST ENGAGEMENT RING TRADEMARK

		STORE
Registration Number:	3358488	SOLANA
Registration Number:	3635731	PERFECT PROPOSALS
Registration Number:	3444058	PERFECT PROPOSALS
Registration Number:	3248687	WORLD CLASS WEDDINGS AT ROBBINS BROS.
Registration Number:	3021907	RECRUIT-A-PALOOZA
Registration Number:	3496972	GEMQUEST
Registration Number:	3049149	LOVE2
Registration Number:	3676950	RANDOM ACTS OF ROMANCE
Registration Number:	3493597	WATER GIVING WATER
Registration Number:	3661523	MSID
Serial Number:	77516900	ROBBINS BROS. ONE LOVE. ONE RING.

CORRESPONDENCE DATA

Fax Number: (302)636-5454
Phone: 800-927-9801 x2348
Email: jpaterso@cscinfo.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Corporation Service Co.- J. Paterson
Address Line 1: 1090 Vermont Avenue NW, Suite 430
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	09/12/2011

Total Attachments: 13

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TO: CORPORATION SERVICE CO.- J. PATERSON COMPANY: 1090 VERMONT AVENUE NW, SUITE

**UNITED STATES PATENT AND TRADEMARK OFFICE**UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

AUGUST 29, 2011

PTAS
CORPORATION SERVICE CO.- J. PATERSON
1090 VERMONT AVENUE NW, SUITE 430
WASHINGTON, DC 20005

900200864

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 571-272-3350. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.

RECORDATION DATE: 08/29/2011

REEL/FRAME: 004613/0137
NUMBER OF PAGES: 7

BRIEF: SECURITY INTEREST

ASSIGNOR:

ROBBINS BROS. JEWELRY, INC.

DOC DATE: 07/08/2011
CITIZENSHIP: DELAWARE
ENTITY: CORPORATION

ASSIGNEE:

FIRST NIAGARA COMMERCIAL FINANCE,
INC.
3 ALLIED DRIVE
SUITE 210
DEDHAM, MASSACHUSETTS 02026CITIZENSHIP: DELAWARE
ENTITY: CORPORATION

TO: CORPORATION SERVICE CO. - J. PATERSON COMPANY: 1090 VERMONT AVENUE NW, SUITE

004613/0137 PAGE 2

SERIAL NUMBER: 85218435
REGISTRATION NUMBER:FILING DATE: 01/14/2011
ISSUE DATE:MARK: ENGAGEMENT DREAMS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORMSERIAL NUMBER: 85207825
REGISTRATION NUMBER:FILING DATE: 12/30/2010
ISSUE DATE:MARK: BELLA LUNA
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORMSERIAL NUMBER: 77337445
REGISTRATION NUMBER:FILING DATE: 11/27/2007
ISSUE DATE:MARK: MR. SMITH'S INCREDIBLE DIAMOND
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORMSERIAL NUMBER: 77323754
REGISTRATION NUMBER:FILING DATE: 11/07/2007
ISSUE DATE:MARK: BIGGER. BRIGHTER. PATENTED. PROVEN.
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORMSERIAL NUMBER: 77297753
REGISTRATION NUMBER:FILING DATE: 10/05/2007
ISSUE DATE:MARK: CHIEF ENGAGEMENT OFFICER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORMSERIAL NUMBER: 77516900
REGISTRATION NUMBER:FILING DATE: 07/08/2008
ISSUE DATE:MARK: ROBBINS BROS. ONE LOVE. ONE RING.
DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERSSERIAL NUMBER: 77804303
REGISTRATION NUMBER: 3767097FILING DATE: 08/13/2009
ISSUE DATE: 03/30/2010MARK: WELCOME TO THE REST OF YOUR LIFE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

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SERIAL NUMBER: 74430884 FILING DATE: 09/01/1993
REGISTRATION NUMBER: 2237873 ISSUE DATE: 04/13/1999

MARK: THE ENGAGEMENT RING STORE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

SERIAL NUMBER: 76031420 FILING DATE: 04/21/2000
REGISTRATION NUMBER: 2689729 ISSUE DATE: 02/25/2003

MARK: WORLD'S BIGGEST ENGAGEMENT RING STORE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

SERIAL NUMBER: 76506631 FILING DATE: 04/16/2003
REGISTRATION NUMBER: 3263871 ISSUE DATE: 07/17/2007

MARK: ROBBINS BROS.
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

SERIAL NUMBER: 76509010 FILING DATE: 04/23/2003
REGISTRATION NUMBER: 2999592 ISSUE DATE: 09/27/2005

MARK: RB WORLD'S BIGGEST ENGAGEMENT RING STORE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

SERIAL NUMBER: 76506633 FILING DATE: 04/16/2003
REGISTRATION NUMBER: 2907663 ISSUE DATE: 12/07/2004

MARK: WORLD CLASS WEDDINGS AT ROBBINS BROS.
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

SERIAL NUMBER: 76521382 FILING DATE: 06/09/2003
REGISTRATION NUMBER: 3315057 ISSUE DATE: 10/23/2007

MARK: ROBBINS BROS. WORLD'S BIGGEST ENGAGEMENT
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

SERIAL NUMBER: 77047222 FILING DATE: 11/18/2006
REGISTRATION NUMBER: 3358488 ISSUE DATE: 12/25/2007

MARK: SOLANA
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

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SERIAL NUMBER: 77050303 FILING DATE: 11/22/2006
REGISTRATION NUMBER: 3635731 ISSUE DATE: 06/09/2009

MARK: PERFECT PROPOSALS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

SERIAL NUMBER: 77198312 FILING DATE: 06/05/2007
REGISTRATION NUMBER: 3444058 ISSUE DATE: 06/10/2008

MARK: PERFECT PROPOSALS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

SERIAL NUMBER: 78266591 FILING DATE: 06/24/2003
REGISTRATION NUMBER: 3248687 ISSUE DATE: 05/29/2007

MARK: WORLD CLASS WEDDINGS AT ROBBINS BROS.
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

SERIAL NUMBER: 78370707 FILING DATE: 02/19/2004
REGISTRATION NUMBER: 3021907 ISSUE DATE: 11/29/2005

MARK: RECRUIT-A-PALOOZA
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

SERIAL NUMBER: 78432014 FILING DATE: 06/08/2004
REGISTRATION NUMBER: 3496972 ISSUE DATE: 09/02/2008

MARK: GEMQUEST
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

SERIAL NUMBER: 78441034 FILING DATE: 06/24/2004
REGISTRATION NUMBER: 3049149 ISSUE DATE: 01/24/2006

MARK: LOVE2
DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

SERIAL NUMBER: 77153003 FILING DATE: 04/10/2007
REGISTRATION NUMBER: 3676950 ISSUE DATE: 09/01/2009

MARK: RANDOM ACTS OF ROMANCE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

TO: CORPORATION SERVICE CO. - J. PATERSON COMPANY: 1090 VERMONT AVENUE NW, SUITE

004613/0137 PAGE 5

SERIAL NUMBER: 77219409
REGISTRATION NUMBER: 3493597FILING DATE: 06/29/2007
ISSUE DATE: 08/26/2008MARK: WATER GIVING WATER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORMSERIAL NUMBER: 77299634
REGISTRATION NUMBER: 3661523FILING DATE: 10/09/2007
ISSUE DATE: 07/28/2009MARK: MSID
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORMTONYA LEE, EXAMINER
ASSIGNMENT SERVICES BRANCH
PUBLIC RECORDS DIVISION

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

08/29/2011
 900200864

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Robbins Bros. Jewelry, Inc.		07/08/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	First Niagara Commercial Finance, Inc.		
Street Address:	3 Allied Drive		
Internal Address:	Suite 210		
City:	Dedham		
State/Country:	MASSACHUSETTS		
Postal Code:	02026		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 23			
Property Type	Number	Word Mark	
Serial Number:	85218435	ENGAGEMENT DREAMS	
Serial Number:	85207825	BELLA LUNA	
Serial Number:	77337445	MR. SMITH'S INCREDIBLE DIAMOND	
Serial Number:	77323754	BIGGER. BRIGHTER. PATENTED. PROVEN.	
Serial Number:	77297753	CHIEF ENGAGEMENT OFFICER	
Registration Number:	3767097	WELCOME TO THE REST OF YOUR LIFE	
Registration Number:	2237873	THE ENGAGEMENT RING STORE	
Registration Number:	2689729	WORLD'S BIGGEST ENGAGEMENT RING STORE	
Registration Number:	3263871	ROBBINS BROS.	
Registration Number:	2999592	RB WORLD'S BIGGEST ENGAGEMENT RING STORE	
Registration Number:	2907663	WORLD CLASS WEDDINGS AT ROBBINS BROS.	
Registration Number:	3315057	ROBBINS BROS. WORLD'S BIGGEST ENGAGEMENT RING STORE	
Registration Number:	3358488	SOLANA	

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TRADEMARK
 REEL: 004621 FRAME: 0556

Registration Number:	3635731	PERFECT PROPOSALS
Registration Number:	3444058	PERFECT PROPOSALS
Registration Number:	3248687	WORLD CLASS WEDDINGS AT ROBBINS BROS.
Registration Number:	3021907	RECRUIT-A-PALOOZA
Registration Number:	3496972	GEMQUEST
Registration Number:	3049149	LOVE2
Registration Number:	3676950	RANDOM ACTS OF ROMANCE
Registration Number:	3493597	WATER GIVING WATER
Registration Number:	3661523	MSID
Serial Number:	77516900	ROBBINS BROS. ONE LOVE. ONE RING.

CORRESPONDENCE DATA

Fax Number: (302)636-5454
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 800-927-9801 x2348
 Email: jpaterso@cscinfo.com
 Correspondent Name: Corporation Service Co.- J. Paterson
 Address Line 1: 1090 Vermont Avenue NW, Suite 430
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:	Jean Paterson
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Signature:	/jep/
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Date:	08/29/2011
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Total Attachments: 6

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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):

Robbins Bras. Jewelry, Inc.

- Individual(s)
- General Partnership
- Corporation- State: DE
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

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

Execution Date(s) July 8, 2011

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: First Niagara Commercial Finance, Inc.

Internal Address: Suite 210

Street Address: 3 Allied Dr

City: Dedham

State: MA

Country: USA Zip: 02026

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

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)

See Schedule A

B. Trademark Registration No.(s)

See Schedule 1 see 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: Corporation Service Company

Internal Address: Suite 210

Street Address: 1180 Avenue of the Americas

City: New York

State: NY Zip: 10036

Phone Number: 212-299-5600

Fax Number: 212-299-5656

Email Address: ORDER#

6. Total number of applications and registrations involved:

23

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

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number

Authorized User Name

9. Signature:

Lisa A. Cobbett

Signature

7/8/11

Date

LISA A. COBBETT

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

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

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

July 8, 2011

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, ROBBINS BROS. JEWELRY, INC., a Delaware corporation (the "Grantor"), hereby grants to FIRST NIAGARA COMMERCIAL FINANCE, INC., a wholly-owned subsidiary of First Niagara Bank, N.A. (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by and between the Grantor and the Grantee, dated as of July 8, 2011 (as amended, restated, supplemented or otherwise modified and in effect from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

ROBBINS BROS. JEWELRY, INC., as Grantor

By: Bruce L. Ross
Name: Bruce Ross
Title: Executive Vice President, Chief Financial
Officer and Treasurer

FIRST NIAGARA COMMERCIAL FINANCE,
INC., a wholly-owned subsidiary of First Niagara
Bank, N.A., as Grantee

By: _____
Name: Andrew H. Moser
Title: Senior Vice President, Head of Asset-Based
Lending

Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 004621 FRAME: 0560

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

ROBBINS BROS. JEWELRY, INC., as Grantor

By: _____
Name: Bruce Ross
Title: Executive Vice President, Chief Financial
Officer and Treasurer

FIRST NIAGARA COMMERCIAL FINANCE,
INC., a wholly-owned subsidiary of First Niagara
Bank, N.A., as Grantee

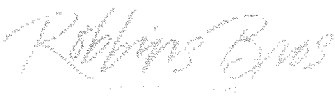




By: _____
Name: Andrew H. Moser
Title: Senior Vice President, Head of Asset-Based
Lending



Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 004621 FRAME: 0561

SCHEDULE A

Mark	Application/ Registration No.	Application/ Registration Date
ENGAGEMENT DREAMS	85/218435	01/14/2011
ROBBINS BROS. ONE LOVE. ONE RING. 	77/516900	07/08/2008
BELLA LUNA	85/207825	12/30/2010
MR. SMITH'S INCREDIBLE DIAMOND	77/337445	11/27/2007
BIGGER. BRIGHTER. PATENTED. PROVEN.	77/323754	11/07/2007
CHIEF ENGAGEMENT OFFICER	77/297753	10/05/2007
WELCOME TO THE REST OF YOUR LIFE®	3,767,097	03/30/2010
THE ENGAGEMENT RING STORE®	2,237,873	04/13/1999
THE WORLD'S BIGGEST ENGAGEMENT RING STORE®	2,689,729	02/25/2003
ROBBINS BROS. and design  ***	3,263,871	07/17/2007
RB WORLD'S BIGGEST ENGAGEMENT RING STORE and design 	2,999,592	09/27/2005
WORLD CLASS WEDDINGS AT ROBBINS BROS.®	2,907,663	12/07/2004

Schedule A to Grant of Security Interest in United States Trademarks

ROBBINS BROS. WORLD'S BIGGEST ENGAGEMENT RING STORE and design ***  ®	3,315,057	10/23/2007
SOLANA®	3,358,488	12/25/2007
PERFECT PROPOSALS®	3,635,731	06/09/2009
PERFECT PROPOSALS®	3,444,058	06/10/2008
WORLD CLASS WEDDINGS AT ROBBINS BROS. and design ®  ***	3,248,687	05/29/2007
RECRUIT-A-PALOOZA®	3,021,907	11/29/2005
GEMQUEST®	3,496,972	09/02/2008
LOVE ² (stylized format) ® Love ²	3,049,149	01/24/2006
RANDOM ACTS OF ROMANCE®	3,676,950	09/01/2009
WATER GIVING WATER®	3,493,597	08/26/2008
MSID®	3,661,523	07/28/2009

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Schedule A to Grant of Security Interest in United States Trademarks