

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Atalanta Corporation		10/26/2011	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wells Fargo, National Association		
<b>Street Address:</b>	120 Mountain View Boulevard		
<b>Internal Address:</b>	New Jersey RCBO, MAC N2684-020		
<b>City:</b>	Basking Ridge		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07920		
<b>Entity Type:</b>	INC. ASSOCIATION: NEW JERSEY		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85296938	CASA DIVA	
<b>Registration Number:</b>	4014384	DELIVERING YOU THE GLOBAL HARVEST	
<b>Registration Number:</b>	3915847	WORLD OF IMPORTS	
<b>Registration Number:</b>	0919490	AUSTRIAN ALPS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(516)802-7008		
<b>Phone:</b>	516-802-7007		
<b>Email:</b>	lstopol@levystopol.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	Larry N. Stopol		
<b>Address Line 1:</b>	Levy, Stopol & Camelo, LLP		
<b>Address Line 2:</b>	1425 RXR Plaza		
<b>Address Line 4:</b>	Uniondale, NEW YORK 11556-1425		
<b>NAME OF SUBMITTER:</b>	Larry N. Stopol		

**CH \$115.00 85296938**

**900205537**

**TRADEMARK**  
**REEL: 004648 FRAME: 0372**

Signature:	/s/Larry N. Stopol
Date:	10/26/2011
Total Attachments: 4 source=TMSecurityAgt-1stAmendment#page1.tif source=TMSecurityAgt-1stAmendment#page2.tif source=TMSecurityAgt-1stAmendment#page3.tif source=TMSecurityAgt-1stAmendment#page4.tif	

## FIRST AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This First Amendment to Trademark Security Agreement, dated as of October 27, 2011 (this "**Amendment**") is by and between ATALANTA CORPORATION, a New York corporation ("**Atalanta**") and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Assignee of COÖPERATIEVE RAIFFEISEN-BOERENLEENBANK B.A., "**RABOBANK INTERNATIONAL**", NEW YORK BRANCH, in its capacity as Administrative Agent for a group of Banks (together with its successors, "**Agent**")

WHEREAS, Atalanta and Agent are parties to that certain Trademark Security Agreement dated on or about February 15, 2006 (as amended, restated, modified or supplemented from time to time, the "**Trademark Security Agreement**");

WHEREAS, Atalanta and other Obligated Parties, Agent and the lender parties thereto entered into that certain Credit Agreement dated October , 2011 (as amended, restated, supplemented or otherwise modified from time to time, the "**Credit Agreement**"; capitalized terms not otherwise defined herein having the definitions provided therefore in the Credit Agreement; and

WHEREAS, Atalanta and Agent have agreed to amend the Trademark Security Agreement in the manner specifically set forth herein;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. **Amendment to the Trademark Security Agreement.** Schedule 1 to the Trademark Security Agreement is hereby amended by supplementing Schedule 1 to the Trademark Security Agreement to include the information set forth on Schedule 1 attached hereto.

2. **Miscellaneous.**

(a) **Captions.** Section captions used in this Amendment are for convenience only and shall not affect the construction of this Amendment.

(b) **Counterparts.** This Amendment may be executed in any number of counterparts and by the different parties on separate counterparts, and each such counterpart shall be deemed to be an original, but all such counterparts shall together constitute but one and the same Amendment. Any signatures delivered by a party by facsimile transmission or by e-mail transmission shall be deemed an original signature hereto.

(c) **Governing Law.** This Amendment shall be construed in all respects in accordance with, and governed by, all of the provisions of the New York Uniform Commercial Code and by the other internal laws (as opposed to conflict of laws provisions) of the State of New York.

IN WITNESS WHEREOF, the parties hereto have duly executed this Amendment as of the date first written above.

ATALANTA CORPORATION

By C.E. Stough  
Charles Stough, CFO

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
As Administrative Agent

By \_\_\_\_\_

IN WITNESS WHEREOF, the parties hereto have duly executed this Amendment as of the date first written above.

ATALANTA CORPORATION

By \_\_\_\_\_  
Charles Stough, CFO

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
As Administrative Agent

By *Susan Wright-Kail*  
SUSAN WRIGHT-KAIL  
VICE PRESIDENT

**SCHEDULE 1**

CASA DIVA - Application Serial No. 85/296,938 filed April 15, 2011

DELIVERING YOU THE GLOBAL HARVEST - U.S. Registration No. 4,014,384 filed January 7, 2010

WORLD OF IMPORTS - U.S. Registration No. 3,915,847 filed January 7, 2010

AUSTRIAN ALPS - U.S. Reg. No. 919,490; not a new filing was assigned to Atalanta from the prior owner.