

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SolomonEdwardsGroup, LLC		01/09/2012	LIMITED LIABILITY COMPANY: 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: 1			
Property Type	Number	Word Mark	
Registration Number:	2507797	SOLOMONEDWARDSGROUP,LLC	
CORRESPONDENCE DATA			
Fax Number:	(302)636-5454		
Phone:	800-927-9801 x2348		
Email:	jpaterso@cscinfo.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	056769		
NAME OF SUBMITTER:	Jean Paterson		
Signature:	/jep/		

CH \$40.00 2507797

Date:

01/11/2012

Total Attachments: 5

source=1-11-12 SolomonEdwardsGroup LLC-TM#page1.tif

source=1-11-12 SolomonEdwardsGroup LLC-TM#page2.tif

source=1-11-12 SolomonEdwardsGroup LLC-TM#page3.tif

source=1-11-12 SolomonEdwardsGroup LLC-TM#page4.tif

source=1-11-12 SolomonEdwardsGroup LLC-TM#page5.tif

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

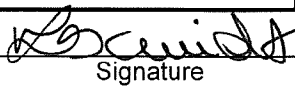
To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies):</p> <p>SolomonEdwardsGroup, LLC</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation- State: _____ <input checked="" type="checkbox"/> Other <u>Limited Liability Company</u></p> <p>Citizenship (see guidelines) <u>Delaware, US</u></p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Additional names, addresses, or citizenship attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Name: <u>First Niagara Commercial Finance, Inc.</u> Internal Address: <u>Suite 210</u> Street Address: <u>3 Allied Drive</u> City: <u>Dedham</u> State: <u>MA</u> Country: <u>US</u> Zip: <u>02026</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input checked="" type="checkbox"/> Corporation Citizenship <u>DELAWARE</u> <input type="checkbox"/> Other _____ Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>3. Nature of conveyance)/Execution Date(s) :</p> <p>Execution Date(s) <u>JANUARY 9, 2012</u></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>GRANT OF SECURITY INTEREST</u></p>	

<p>4. Application number(s) or registration number(s) and identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) B. Trademark Registration No.(s)</p> <p>See Schedule A See Schedule A</p>	
<p>Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

<p>5. Name & address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Corporation Service Company</u> Internal Address: <u>Suite 210</u> Street Address: <u>1180 Avenue of the Americas</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10036</u> Phone Number: <u>212-299-5600</u> Fax Number: <u>212-299-5656</u> Email Address: _____ ORDER# _____</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____</p> <p><input type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed</p> <p>8. Payment Information:</p> <p>Deposit Account Number _____ Authorized User Name _____</p>
--	--

<p>9. Signature: _____ <div style="text-align: center;"> Signature</div> <p style="text-align: center;">Katarzyna Schmidt Name of Person Signing</p> </p>	<p style="text-align: right;">01/10/2012 Date</p> <p>Total number of pages including cover sheet, attachments, and document: 5</p>
--	--

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

January 9, 2012

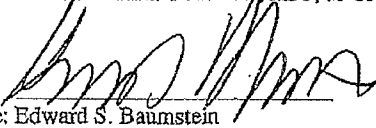
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SOLOMONEDWARDSGROUP, LLC, a Delaware limited liability company (the "Grantor"), hereby grants to FIRST NIAGARA COMMERCIAL FINANCE, INC., a wholly-owned subsidiary of First Niagara Bank, N.A. (the "Grantee"), 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 the date hereof (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.

[remainder of page intentionally left blank]

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

SOLOMON EDWARDS GROUP LLC, as Grantor

By: 
Name: Edward S. Baumstein
Title: President and Chief Executive Officer

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

By: _____
Name: Michael Schwartz
Title: Vice President

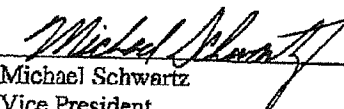
Signature Page to Grant of Security Interest in United States Trademarks

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

SOLOMONEDWARDSGROUP, LLC, as Grantor

By: _____
Name: Edward S. Baumstein
Title: President and Chief Executive Officer

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

By: 
Name: Michael Schwartz
Title: Vice President

Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 004696 FRAME: 0379

SCHEDULE A

Mark	Registration No.	Registration Date
SOLOMONEDWARDSGROUP,LLC	2,507,797	November 13, 2001

1395117.2

Schedule A to Grant of Security Interest in United States Trademarks