

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
ABC Home Furnishings, Inc.		12/22/2011	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Webster Business Credit Corporation
Street Address:	360 Lexington Avenue
Internal Address:	5th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	2394540	ABC
Registration Number:	3090125	GIFTS OF COMPASSION
Registration Number:	3205103	ABC HOME & PLANET FOUNDATION
Registration Number:	3403150	ABC CARPET & HOME
Registration Number:	3408902	GROUNDED
Registration Number:	3420146	ABC HOME & PLANET
Registration Number:	3422650	PURE SEATING COLLECTION
Registration Number:	3460935	GROUNDED JEWEL
Registration Number:	3508470	LOVE IN ACTION
Registration Number:	3508574	THE NEW AGE
Registration Number:	3519641	CHARMS FOR CHANGE
Registration Number:	3519846	CONSCIOUS COUTURE
Registration Number:	3519054	GOODWOOD

OP \$565.00 2394540

Registration Number:	3576219	MISSIONMARKET
Registration Number:	3693211	THE ABC CULTURE
Registration Number:	3717356	ABC HOME & PLANET
Registration Number:	3954573	ABC KITCHEN
Serial Number:	77752094	ABCDNA
Serial Number:	85384787	ABC KITCHEN
Serial Number:	85384796	ABC KITCHEN
Serial Number:	85405953	ABC KITCHEN
Serial Number:	85429847	ABC KITCHEN

CORRESPONDENCE DATA

Fax Number: (617)248-4000
 Email: tmadmin@choate.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Correspondent Name: Daniel L. Scales
 Address Line 1: Two International Place
 Address Line 2: Choate, Hall & Stewart LLP
 Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	2004945-0007
NAME OF SUBMITTER:	Daniel L. Scales
Signature:	/Daniel L. Scales/
Date:	02/28/2012

Total Attachments: 7
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TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, ABC Home Furnishings, Inc., a corporation formed under the laws of New York, located at 888 Broadway, New York, New York 10003 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Webster Business Credit Corporation ("Lender") pursuant to a certain Amended and Restated Loan and Security Agreement, dated December 22, 2011, between Lender and Borrower (as may be amended, modified, restated or supplemented from time to time, the "Loan Agreement"); and

WHEREAS, pursuant to the Loan Agreement, Borrower is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Lender and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Loan Agreement and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Loan Agreement.

Dated: 2/23/12

Witness:

Mitchell Falber

ABC HOME FURNISHINGS, INC.

By: *David B. Lauer*
Name: *DAVID B. LAUER*
Its: *CHIEF FINANCIAL OFFICER*

Witness:

WEBSTER BUSINESS CREDIT CORPORATION

By: _____
Name:
Its:

Dated: _____

Witness:

ABC HOME FURNISHINGS, INC.

By: _____

Name:

Its:

Witness:

Joe Zautro

WEBSTER BUSINESS CREDIT
CORPORATION

By: _____

Name: ~~Julian Vigder~~

Its: VP

STATE OF New York)

: ss.:

COUNTY OF New York)

On this 23 day of February 2012, before me personally came David Lauber, to me known, who, being by me duly sworn, did depose and say that he is the Chief Executive Officer of ABC Home Furnishings, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said limited liability company.

Mitchell Falber

Notary Public

MITCHELL FALBER
Notary Public, State of New York
No. 31-4748874
Qualified in New York County
Commission Expires Aug. 31, 2013

STATE OF _____)

: ss.:

COUNTY OF _____)

On this ___ day of _____, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he is the Duly Authorized Signatory of Webster Business Credit Corporation, the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

Notary Public

Signature Page to Trademark Assignment of Security

STATE OF _____)

: ss.:

COUNTY OF _____)

On this ___ day of _____, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he is the _____ of ABC Home Furnishings, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said limited liability company.

Notary Public

STATE OF New York)

: ss.:

COUNTY OF New York)

On this 16th day of Feb, 2012, before me personally came Julian Vigder, to me known, who, being by me duly sworn, did depose and say that he is the Duly Authorized Signatory of Webster Business Credit Corporation, the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

Joan H. Highland

Notary Public

JOAN H. HIGHLAND
Notary Public, State of New York
No. 4984973
Qualified in Putnam County
Certificate filed in New York County
Commission Expires August 6, 2013

Signature Page to Trademark Assignment of Security

U.S. and INTERNATIONAL TRADEMARK REPORT
A.B.C. Home Furnishings, Inc.

OWNER	TRADEMARK	SER./REG. NO.	FILING/REG. DATE
A.B.C. Home Furnishings, Inc.	ABC	Reg. No. 2,394,540	Oct. 17, 2000
A.B.C. Home Furnishings, Inc.	GIFTS OF COMPASSION	Reg. No. 3,090,125	May 9, 2006
A.B.C. Home Furnishings, Inc.	ABC HOME & PLANET FOUNDATION and Design	Reg. No. 3,205,103	Feb. 6, 2007
A.B.C. Home Furnishings, Inc.	ABC CARPET & HOME and Design	Reg. No. 3,403,150	March 25, 2008
A.B.C. Home Furnishings, Inc.	GROUNDED	Reg. No. 3,408,902	April 8, 2008
A.B.C. Home Furnishings, Inc.	ABC HOME & PLANET and Design	Reg. No. 3,420,146	April 29, 2008
A.B.C. Home Furnishings, Inc.	PURE SEATING COLLECTION	Reg. No. 3,422,650	May 6, 2008
A.B.C. Home Furnishings, Inc.	GROUNDED JEWEL	Reg. No. 3,460,935	July 8, 2008
A.B.C. Home Furnishings, Inc.	LOVE IN ACTION	Reg. No. 3,508,470	Sept. 30, 2008
A.B.C. Home Furnishings, Inc.	THE NEW AGE	Reg. No. 3,508,574	Sept. 30, 2008
A.B.C. Home Furnishings, Inc.	CHARMS FOR CHANGE	Reg. No. 3,519,641	Oct. 21, 2008

U.S. and INTERNATIONAL TRADEMARK REPORT
A.B.C. Home Furnishings, Inc.

OWNER	TRADEMARK	SER./REG. NO.	FILING/REG. DATE
A.B.C. Home Furnishings, Inc.	CONSCIOUS COUTURE	Reg. No. 3,519,846	Oct. 21, 2008
A.B.C. Home Furnishings, Inc.	GOODWOOD	Reg. No. 3,519,054	Oct. 21, 2008
A.B.C. Home Furnishings, Inc.	MISSIONMARKET	Reg. No. 3,576,219	Feb. 17, 2009
A.B.C. Home Furnishings, Inc.	THE ABC CULTURE	Reg. No. 3,693,211	Oct. 6, 2009
A.B.C. Home Furnishings, Inc.	ABC HOME & PLANET	Reg. No. 3,717,356	Dec. 1, 2009
A.B.C. Home Furnishings, Inc.	ABC KITCHEN	Reg. No. 3,954,573	May 3, 2011
A.B.C. Home Furnishings, Inc.	ABCDNA	App. Ser. No. 77/752,094	June 4, 2009
A.B.C. Home Furnishings, Inc.	ABC KITCHEN	App. Ser. No. 85/384,787	July 29, 2011
A.B.C. Home Furnishings, Inc.	ABC KITCHEN	App. Ser. No. 85/384,796	July 29, 2011
A.B.C. Home Furnishings, Inc.	ABC KITCHEN and Design	App. Ser. No. 85/405,953	Aug. 24, 2011
A.B.C. Home Furnishings, Inc.	ABC KITCHEN and Design	App. Ser. No. 85/429,847	Sept. 22, 2011

TRADEMARK

REEL: 004725 FRAME: 0682