

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
BT Funding Corp		09/24/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	SunTrust Equity Funding LLC		
Doing Business As:	DBA SunTrust Equity Partners		
Street Address:	303 Peachtree Street NE		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30308		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	3661722	GET MORE GIVE MORE	
Registration Number:	2680569	BIJOUX TERNER	
Registration Number:	2666432	BIJOUX TERNER	
Serial Number:	85230955	TRESOR DU TEMP	
Serial Number:	85250447	TRÉSOR DU TEMP	
Serial Number:	85223834	ADIXION	
Serial Number:	85504168	PICKZIES	
CORRESPONDENCE DATA			
Fax Number:	(407)648-9099		
Phone:	4072448246		
Email:	jriola@carltonfields.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:	Jill Sarnoff Riola		

CH \$190.00 3661722

Address Line 1: 450 S. Orange Ave.
Address Line 2: Carlton Fields, PA
Address Line 4: Orlando, FLORIDA 32801

ATTORNEY DOCKET NUMBER:	SUBCREDBTF TO STE
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NAME OF SUBMITTER:	Jill Samoff Riola
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Signature:	/jill samoff riola/
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Date:	02/28/2012
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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 that certain Amended and Restated Trademark Security Agreement (as amended, restated, supplemented or otherwise modified from time to time, the "TSA"), dated as of September 24, 2009, made by BT FUNDING CORP., a Delaware corporation ("BT Funding") in favor of SUNTRUST EQUITY FUNDING, LLC d/b/a SunTrust Equity Partners, as Collateral Agent ("Collateral Agent"), BT Funding has granted a continuing security interest in and continuing lien upon, certain trademarks, trademark licenses and trademark applications to Collateral Agent. Pursuant to Section 6 of the TSA, if at any time BT Funding shall obtain or acquire rights to any new trademarks, trademark licenses and trademark applications, BT Funding has agreed to amend Schedule 1 to the TSA to include such new trademarks, trademark licenses and trademark applications. In connection therewith, BT Funding hereby grants a continuing security interest in and continuing lien upon, the trademarks, trademark licenses and trademark applications shown below to Collateral Agent for the ratable benefit of the Subordinated Creditors (as defined in the TSA):

TRADEMARKS

Trademark No.	Description of Trademark	Date of Trademark
	See Schedule 1 attached hereto	

TRADEMARK APPLICATIONS

Trademark Application No.	Description of Trademark Applied For	Date of Trademark Application
	See Schedule 1 attached hereto	

BT Funding and Collateral Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the TSA and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

BT FUNDING CORP.

By: Jill A. Russo
Jill A. Russo
Vice President

Acknowledged and Accepted:

SUNTRUST EQUITY FUNDING, LLC,
d/b/a SunTrust Equity Partners

By: _____
Name: _____
Title: _____

BT Funding and Collateral Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the TSA and (ii) is not to be construed as an assignment of any trademark or trademark application.

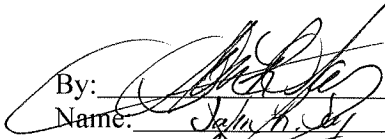
Very truly yours,

BT FUNDING CORP.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

SUNTRUST EQUITY FUNDING, LLC,
d/b/a SunTrust Equity Partners

By:  _____
Name: *John H. Lee* _____
Title: *Manager* _____

Schedule 1

BT FUNDING CORP.
(a Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
GET MORE GIVE MORE	3661722	07/28/09
BIJOUX TERNER	2680569	01/28/03
BIJOUX TERNER	2666432	12/24/02

Pending Applications

Mark	Serial No.	Filing Date
TRESOR DU TEMP	85230955	02/01/11
TRESOR DU TEMP and Design	85250447	02/24/11
ADIXION	85223834	01/22/11
PICKZIES	85504168	12/27/11