

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Gilchrist & Soames, Inc.		10/05/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Ares Capital Corporation (as successor to Allied Capital Corporation), as Agent		
Street Address:	245 Park Avenue, 44th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10167		
Entity Type:	CORPORATION: MARYLAND		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	4103362	ZER0%	
Registration Number:	3667792	BEEKIND	
Registration Number:	2017167	GILCHRIST & SOAMES	
Registration Number:	3930865	ESSENTIEL ELEMENTS	
Registration Number:	3641065	SPROUT OUT	
Registration Number:	1162380	GILCHRIST & SOAMES	
Serial Number:	85536728	GILCHRIST & SOAMES BATHE	
Serial Number:	85201854	ECOLUTION	
Serial Number:	85201835	URBANITY	
Serial Number:	85422392	WELL	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			

OP \$265.00 4103362

Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	032206-32 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	04/13/2012
Total Attachments: 4 source=NGSI-T#page1.tif source=NGSI-T#page2.tif source=NGSI-T#page3.tif source=NGSI-T#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of October 5, 2007 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Ares Capital Management (as successor to Allied Capital Corporation), as Agent (the "Agent"), the undersigned Obligor has granted and hereby grants a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent, subject to and upon the terms and conditions of the Agreement, which are incorporated herein by reference:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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[See attached Schedule 1]

TRADEMARK APPLICATIONS

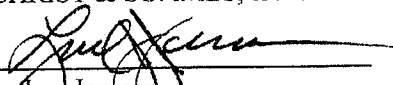
<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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[See attached Schedule 1]

The Obligors and the 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 Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GILCHRIST & SOAMES, INC.

By: 
Name: Len Janssen
Title: Chief Financial Officer and Secretary

Acknowledged and Accepted:

ARES CAPITAL CORPORATION
(as successor to Allied Capital Corporation),
as Agent

By: _____
Name: _____
Title: _____

Signature Page to Notice of Security Interest in Trademarks

The Obligors and the 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 Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.


Very truly yours,

GILCHRIST & SOAMES, INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

ARES CAPITAL CORPORATION
(as successor to Allied Capital Corporation),
as Agent

By: 
Name: R. Kipp deVeer
Title: Authorized Signatory

Schedule 1

**Gilchrist & Soames, Inc.
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
ZERO%	4103362	02/21/12
BEEKIND	3667792	08/11/09
GILCHRIST & SOAMES	2017167	11/19/96
ESSENTIEL ELEMENTS	3930865	03/15/11
SPROUT OUT and Design	3641065	06/16/09
GILCHRIST & SOAMES	1162380	07/28/81

Pending Applications

Mark	Application No.	Filing Date
GILCHRIST & SOAMES BATHE	85536728	02/08/11
ECOLUTION	85201854	12/20/10
URBANITY	85201835	12/20/10
WELL	85422392	09/14/11