

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
RABOBANK, N.A.	FORMERLY Mid-State Bank and Trust	12/31/2011	Bank:

RECEIVING PARTY DATA

Name:	Recognizer Industries, Inc.
Street Address:	P O Box 7327
City:	Ventura
State/Country:	CALIFORNIA
Postal Code:	93006
Entity Type:	CORPORATION: CALIFORNIA

Name:	Recognizer Industries, Inc.
Street Address:	P O Box 7327
City:	Ventura
State/Country:	CALIFORNIA
Postal Code:	93006
Entity Type:	CORPORATION: CALIFORNIA

Name:	Recognizer Industries, Inc.
Street Address:	P O Box 7327
City:	Ventura
State/Country:	CALIFORNIA
Postal Code:	93006
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 36

Property Type	Number	Word Mark
Registration Number:	2655364	JAQUA GIRLS
Registration Number:	2329641	NAIL VOODOO

TRADEMARK

Registration Number:	2335889	URBAN SURVIVAL KIT
Registration Number:	2729618	TOP TO TOE
Registration Number:	2761766	SPA MAMA
Registration Number:	2967013	JAQUA
Registration Number:	3060380	FRENCH BULLDOG CAFE
Registration Number:	3063302	FLEUR MAGIQUE
Registration Number:	3075710	JAQUA
Registration Number:	3120345	BEST FEET FORWARD
Registration Number:	3129321	LIP WHIP
Registration Number:	3133156	RADIANT RITUAL
Registration Number:	3133153	JAQUA ON MAIN
Registration Number:	3132962	IVY COTTAGE INN
Registration Number:	3135201	JEANNINE'S BAKERY
Registration Number:	3142264	JAQUA BEAUTY
Registration Number:	3157562	SHOWER SYRUP
Registration Number:	3157563	ROSE IN BLOOM
Registration Number:	3157564	MARSHMALLOW COCOA
Registration Number:	3158576	SINFULLY RICH
Registration Number:	3162483	TUSCAN ORANGE
Registration Number:	3224258	PEACH PARFAIT
Registration Number:	3255422	BUTTERCREAM FROSTING
Serial Number:	78763985	SEXY SOFT
Serial Number:	77412302	ALL DAMSEL, NO DISTRESS
Serial Number:	78889031	PINK CORAL CASINO
Serial Number:	78827463	PINK BUTTERCREAM FROSTING
Serial Number:	77095179	PINK PALACE
Serial Number:	78864618	LUSCIOUS LOTION
Serial Number:	77095204	JAQUA PALACE
Registration Number:	2586056	LULA
Registration Number:	2472768	MOOD SHIFTER
Registration Number:	2427979	BEAUTY PARLOR NIGHT
Registration Number:	2557249	GODDESS GATHERING
Registration Number:	2624615	LULA PRETTY PACKETS
Registration Number:	2606167	TOES & TATTOOS KIT

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 805-715-8017

Email: bwilkin@recognizer.com

Correspondent Name: Bryan Wilkinson

Address Line 1: P O Box 7327

Address Line 4: Ventura, CALIFORNIA 93006

NAME OF SUBMITTER:	Willmore F. Holbrow
Signature:	/s/Willmore F. Holbrow
Date:	05/15/2012

Total Attachments: 5
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**ASSIGNMENT OF PROMISSORY NOTE
AND
RELATED LOAN DOCUMENTS**

WITNESSETH

WHEREAS, Mid-State Bank and Trust ("MSBT") is the holder of that certain Promissory Note executed by Jaqua Girls, Inc. ("Borrower") dated March 20, 2006 in the original amount of \$1,500,000.00 (the "Note"); and

WHEREAS, Borrower executed a Commercial Security Agreement dated March 20, 2006 in favor of MSBT as secured party (the "Security Agreement"); and

WHEREAS, on September 24, 2009, Borrower assigned to MSBT a security interest in its (Borrower's) portfolio of United States trademarks, including without limitation the registered trademarks and those pending for registration identified in Exhibit A attached hereto and, by the foregoing reference, incorporated into and made a part hereof (the "Trademarks Security Interest"); and

WHEREAS, the Security Interest was recorded with the United States Patent & Trademark Office on Reel 004067, Frames 0746 - 0748; and

WHEREAS, a UCC-1 Financing Statement in favor of MSBT was filed on March 27, 2006 with the California Secretary of State's Office, as Film No. 06-7064032876 (the "UCC-1 Filing"); and

WHEREAS, Rabobank, N.A., a national banking association ("Seller"), by virtue of its merger with MSBT, is the successor in interest to the Note, the Security Agreement, the Trademarks Security Interest and the UCC-1 Financing Statement; and

WHEREAS, pursuant to that certain agreement, titled "Agreement to Sell and Purchase Loan," dated December 31, 2011 ("Sales Agreement"), by and between Seller and Recognizer Industries, Inc., a California corporation ("Buyer"), Seller agreed to sell and Buyer agreed to purchase, without recourse, all of Seller's rights, titles and interests in the Note, the Security Agreement, the Trademarks Security Interest and the UCC-1 Financing Statement.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, by these presents, Seller, subject to the terms of the Sales Agreement, does hereby unconditionally sell, assign, transfer and convey, without recourse, unto Buyer its (Seller's) entire rights, titles and interests in and to the Note, the Security Agreement, the Trademarks Security Interest and the UCC-1 Financing Statement, and Buyer hereby accepts same, without reservation, subject to the terms of the Sales Agreement

With reference to the Security Agreement and the UCC-1 Financing Statement, by virtue of this Instrument of Assignment, Buyer shall enjoy all of the legal rights, benefits and remedies as the secured party with respect thereto in the place and stead of Seller, pursuant to the Sales Agreement.

Executed this 8TH day of MAY, 2012 by Rabobank, NA.

By: 

MICHAEL STEVENSON, VP - SAM OFFICER
Print Name, Title

Exhibit "A"

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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Jaqua Girls, Inc.		03/20/2008	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Mid-State Bank & Trust		
Street Address:	33 East Camillo Street		
Internal Address:	Santa Barbara Region		
City:	Santa Barbara		
State/Country:	CALIFORNIA		
Postal Code:	93101-2706		
Entity Type:	Bank: UNITED STATES		
PROPERTY NUMBERS Total: 46			
Property Type	Number	Word Mark	
Registration Number:	2655364	JAQUA GIRLS	
Registration Number:	2329641	NAIL VODOO	
Registration Number:	2335889	URBAN SURVIVAL KIT	
Registration Number:	2729618	TOP TO TOE	
Registration Number:	2761766	SPA MAMA	
Registration Number:	2967013	JAQUA	
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Registration Number:	3075710	JAQUA	
Registration Number:	3120345	BEST FEET FORWARD	
Registration Number:	3129321	LIP WHIP	
Registration Number:	3133156	RADIANT RITUAL	
Registration Number:	3133153	JAQUA ON MAIN	

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TRADEMARK
 REEL: 004067 FRAME: 0746

TRADEMARK
 REEL: 004780 FRAME: 0532

Registration Number:	3132962	IVY COTTAGE INN
Registration Number:	3135201	JEANNINE'S BAKERY
Registration Number:	3142264	JAQUA BEAUTY
Registration Number:	3157562	SHOWER SYRUP
Registration Number:	3157563	ROSE IN BLOOM
Registration Number:	3157564	MARSHMALLOW COCOA
Registration Number:	3158576	SINFULLY RICH
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Registration Number:	2624615	LULA PRETTY PACKETS
Registration Number:	2606167	TOES & TATTOOS KIT

CORRESPONDENCE DATA

TRADEMARK
REEL: 004067 FRAME: 0747

TRADEMARK
REEL: 004780 FRAME: 0533

Fax Number: (916)444-8334
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 916.444.3900
Email: miwahiro@mihalaw.com
Correspondent Name: Michael K. Iwahiro
Address Line 1: 500 Capitol Mall, 18th Floor
Address Line 4: Sacramento, CALIFORNIA 95814

ATTORNEY DOCKET NUMBER:	36391/0048
NAME OF SUBMITTER:	Michael K. Iwahiro
Signature:	/Michael K. Iwahiro/
Date:	09/24/2009

Total Attachments: 6
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