

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
Zanella Ltd.		06/20/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Rosenthal & Rosenthal, Inc.		
Street Address:	1370 Broadway		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	77528962	ZANELLA	
Serial Number:	77526946	ZANELLA	
Serial Number:	76021021	ZANELLA	
Serial Number:	74548675	ZANELLA	
Serial Number:	74548674	ZANELLA	
Serial Number:	73662018	ZANELLA	
CORRESPONDENCE DATA			
Fax Number:	2125646083		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(212) 947-7200		
Email:	jdougherty@nationalcorp.com		
Correspondent Name:	Joseph Dougherty		
Address Line 1:	National Corporate Research		
Address Line 2:	10 E. 40th Street, 10th FL		
Address Line 4:	New York, NEW YORK 10016		

OP \$165.00 77528962

TRADEMARK

ATTORNEY DOCKET NUMBER:	N353704
NAME OF SUBMITTER:	Omar J. Barbero
Signature:	/Omar J. Barbero/
Date:	06/27/2012
Total Attachments: 3 source=Zanella#page2.tif source=Zanella#page3.tif source=Zanella#page4.tif	

SECURITY INTEREST

WHEREAS, ZANELLA LTD., a corporation formed under the laws of Delaware located at 711 Fifth Avenue, New York, NY 10022 (the "Company"), has adopted, used and is using the marks annexed hereto as Schedule A (the "Marks"), and

WHEREAS, the Company is obligated to Rosenthal & Rosenthal, Inc. (the "Factor") located at 1370 Broadway, New York, New York 10018, pursuant to a Factoring Agreement dated June 20, 2012, as amended and/or supplemented (the "Factoring Agreement"); and

WHEREAS, the Company is seeking to increase its credit extension pursuant to the Factoring Agreement, and the Company is now granting to the Factor a security interest in the Marks, together with the good will of the business symbolized by the Marks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby grant to the Factor a security interest in and to the Marks, together with the good will of the business symbolized by the Marks, which security interest shall secure all the Obligations as defined in the Factoring Agreement and in accordance with the terms and provisions thereof.

The Company expressly acknowledges and affirms that the rights and remedies of the Factor with respect to the security interest granted hereby are more fully set forth in the Factoring Agreement.

Dated: June 20, 2012

ZANELLA LTD.

By: 

Name: ALVARO DiNatale

Title: President

STATE OF New York)
) ss.:
COUNTY OF New York)

On the 20 day of June, 2012 before me, the undersigned, personally came sworn, Armando Di Natale, that he is the President of ZANELLA LTD. described in and which executed the foregoing instrument; that he executed the same in such capacity and that he had authority to execute such instrument and that by his signature on the instrument, the corporation duly executed the instrument.


Notary Public

ALISON MARIE O'CONNELL
Notary Public, State of New York
No. 0204223844
Qualified Expires June 14, 2014

SCHEDULE A

<u>MARK</u>	<u>SERIAL/REG. NO.</u>	<u>FILING DATE</u>
ZANELLA	77528962	7/21/2009
ZANELLA	77526946	7/21/2009
ZANELLA	76021021	05/22/2001
ZANELLA	74548675	08/13/1996
ZANELLA	74548674	08/06/1996
ZANELLA	73662018	01/10/1989

26005/000/651324.1