

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
Tanner Companies, LLC		09/14/2012	LIMITED LIABILITY COMPANY: NORTH CAROLINA

RECEIVING PARTY DATA	
Name:	Salem Investment Partners III, Limited Partnership
Street Address:	1348 Westgate Center Dr.
Internal Address:	Suite 100
City:	Winston-Salem
State/Country:	NORTH CAROLINA
Postal Code:	27103
Entity Type:	LIMITED PARTNERSHIP: NORTH CAROLINA

PROPERTY NUMBERS Total: 16		
Property Type	Number	Word Mark
Registration Number:	0690982	DONCASTER
Registration Number:	0688018	DONCASTER
Registration Number:	0927362	DONCASTER
Registration Number:	0359995	D DONCASTER
Registration Number:	3436897	DONCASTER COLLECTION
Registration Number:	3436896	DONCASTER SIGNATURE
Registration Number:	1251731	DONCASTER SPORT
Registration Number:	3971302	HELIOS & LUNA
Registration Number:	2732609	T
Registration Number:	0702317	TANNER
Registration Number:	1490288	TANNER
Registration Number:	2753554	T TANNER

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Registration Number:	1491236	TANNERSPORT
Registration Number:	3083114	TANNER ACCESSORIES
Registration Number:	3362767	TANNER HOME
Serial Number:	85525716	PELL & CO.

CORRESPONDENCE DATA

Fax Number: 3363781001
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 336-271-3185
Email: ebrewington@brookspierce.com
Correspondent Name: Elizabeth S. Brewington, Esq.
Address Line 1: 230 N. Elm St.
Address Line 2: Suite 2000
Address Line 4: Greensboro, NORTH CAROLINA 27401

ATTORNEY DOCKET NUMBER:	106550/ 4 (ESB)
NAME OF SUBMITTER:	Elizabeth S. Brewington
Signature:	/Elizabeth S. Brewington/
Date:	09/19/2012

Total Attachments: 2
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source=Tanner Security Interest#page2.tif

**GRANT OF SECURITY INTEREST
IN TRADEMARKS**

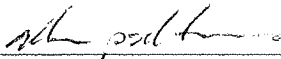
WHEREAS, TANNER COMPANIES, LLC, a North Carolina limited liability company (the "Pledgor") is the owner of the trademark applications and registrations listed on Schedule A attached hereto, (all such trademarks, registrations and applications, collectively, the "Trademarks"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of September 14, 2012, in which the Pledgor has agreed with Salem Investment Partners III, Limited Partnership, a North Carolina limited partnership ("Lender") with offices at 348 Westgate Center Drive, Suite 100, Winston-Salem, North Carolina 27103, to execute this Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Lender a security interest in all of its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Grant has been given in conjunction with the security interest granted to the Lender under the Security Agreement, and the provisions of this Grant are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

TANNER COMPANIES, LLC

By: Tanner Investments, Inc.,
a North Carolina corporation,
its Manager

By: 

Allison Pell Tanner
President

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

Owner: Tanner Companies, LLC

<u>Mark</u>	<u>Application or Registration No.</u>	<u>Country</u>	<u>Issue or Filing Date</u>
DONCASTER	690,982	USA	1/5/1960
DONCASTER	688,018	USA	11/10/1959
DONCASTER	927,362	USA	1/18/1972
D DONCASTER & DESIGN	359,995	USA	9/6/1938
DONCASTER COLLECTION	3,436,897	USA	5/27/2008
DONCASTER SIGNATURE	3,436,896	USA	5/27/2008
DONCASTER SPORT	1,251,731	USA	9/20/1983
HELIOS & LUNA	3,971,302	USA	5/31/2011
T DESIGN	2,732,609	USA	7/1/2003
TANNER	702,317	USA	8/2/1960
TANNER	1,490,288	USA	5/31/1988
TANNER & T DESIGN	2,753,554	USA	8/19/2003
TANNERSPORT	1,491,236	USA	6/7/1988
TANNER ACCESSORIES	3,083,114	USA	4/18/2006
TANNER HOME	3,362,767	USA	1/1/2008
PELL & CO.	85525716	USA	1/26/2012