

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Amendment to Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
EMEB Corporation		10/18/2012	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

<b>Name:</b>	The CIT Group/Commercial Services, Inc.
<b>Street Address:</b>	300 S. Grand Avenue
<b>Internal Address:</b>	Legal Department
<b>City:</b>	Los Angeles
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90071
<b>Entity Type:</b>	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Serial Number:	77600460	ENCANTO
Serial Number:	78406092	V VOLATILE
Serial Number:	75755661	V
Serial Number:	75749095	VOLATILE
Serial Number:	85447273	VERY VOLATILE

**CORRESPONDENCE DATA**

Fax Number: 3026365454  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 800-927-9801 x2348  
 Email: jpaterso@cscinfo.com  
 Correspondent Name: Corporation Service Company  
 Address Line 1: 1090 Vermont Avenue NW, Suite 430  
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

CH \$140.00 77600460

ATTORNEY DOCKET NUMBER:	409906-1
NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	11/09/2012
Total Attachments: 5 source=11-9-12 EMEB Corporation-TM#page1.tif source=11-9-12 EMEB Corporation-TM#page2.tif source=11-9-12 EMEB Corporation-TM#page3.tif source=11-9-12 EMEB Corporation-TM#page4.tif source=11-9-12 EMEB Corporation-TM#page5.tif	

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office; Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**  
EMEB Corporation

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation- State: CA  
 Other \_\_\_\_\_

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**  Yes  
Additional names, addresses, or citizenship attached?  No

Name: The CIT Group/Commercial Services, Inc.  
Internal  
Address: Legal Department  
Street Address: 300 S. Grand Avenue  
City: Los Angeles  
State: CA  
Country: \_\_\_\_\_ Zip: 90071

Association      Citizenship \_\_\_\_\_  
 General Partnership      Citizenship \_\_\_\_\_  
 Limited Partnership      Citizenship \_\_\_\_\_  
 Corporation      Citizenship NY  
 Other \_\_\_\_\_      Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) October 18, 2012

Assignment       Merger  
 Security Agreement       Change of Name  
 Other Amendment to Security Agreement

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s) \_\_\_\_\_  
B. Trademark Registration No.(s) 77-600460; 78-406092; 75-755661; 75-749095; 85-447273

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**  
Encanto; V Volatile (and Design); V (and Design); Volatile; Very Volatile

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: Corporation Service Company  
Internal Address: Suite 210  
Street Address: 1180 Avenue of the Americas  
City: New York  
State: NY      Zip: 10036  
Phone Number: 212-299-5600  
Fax Number: 212-299-5656  
Email Address: ORDER# 409906-2

**6. Total number of applications and registrations involved:** 5

**7. Total fee (37 CFR 2.6(b)(6) & 3.41)** \$ \_\_\_\_\_

Authorized to be charged to deposit account  
 Enclosed

**8. Payment Information:**

Deposit Account Number \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

**9. Signature:** Sharlene Desens      October 29, 2012  
Signature      Date

\_\_\_\_\_  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**FIRST AMENDMENT TO GRANT OF SECURITY INTEREST  
IN PATENTS, TRADEMARKS AND LICENSES**

THIS FIRST AMENDMENT (the "Amendment") to that certain Grant of Security Interest in Patents, Trademarks and Licenses dated as of October 11, 2011 between the parties hereto (the "Security Agreement") is made and entered into as of the 18 day of October, 2012, between EMEB CORPORATION (the "Company"), a California corporation, and THE CIT GROUP/COMMERCIAL SERVICES, INC. ("CIT"). Capitalized terms used herein and not otherwise defined shall have the meanings assigned to them in the Security Agreement.

**RECITALS**

A. The Company's affiliate, PALOS VERDES FOOTWEAR, INC., a California corporation (herein "PVFI") and CIT are parties to certain factoring and/or financing arrangements, pursuant to which CIT may make certain loans and advances to PVFI, all as further set forth in the loan and security documents executed in connection herewith dated January 12, 1996, as the same may be amended from time to time (herein the "Agreement");

B. The Company, who has a financial interest in PVFI, has guaranteed the payment thereof to CIT pursuant to a Guaranty dated October 11, 2011; and

C. The parties hereto desire to amend the Security Agreement to add certain additional Trademark Collateral as was the original intention of the parties, as more fully set forth herein.

NOW, THEREFORE, in consideration of the foregoing premises, and other good and valuable consideration, the receipt and legal sufficiency of which is hereby acknowledged, the parties hereto hereby agree as follows:

1. Schedule B to the Agreement is hereby amended by replacing said Schedule B with the Amended and Restated Schedule B attached hereto.

2. The Company agrees to take such further action as CIT shall reasonably request in connection herewith to evidence the amendments herein contained to the Security Agreement.

3. This Amendment may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which, when so executed and delivered, shall be deemed to be an original and all of which counterparts, taken together, shall constitute but one and the same instrument.

4. This Amendment shall be binding upon and inure to the benefit of the successors and permitted assigns of the parties hereto.

5. This Amendment shall be governed by, and construed in accordance with, the laws of the State of California.

EMEB CORPORATION

By: John H. Long  
Name: John LOVELY  
Title: PRESIDENT

THE CIT GROUP/COMMERCIAL SERVICES, INC.

By: Gregory  
Name: Gregory Levin  
Title: Vice President

ACKNOWLEDGMENT

State of California )  
County of ORANGE )

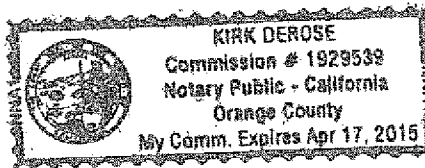
On October 18, 2012 before me, Kirk Deroose Notary Public,  
personally appeared John H. Lovely

\_\_\_\_\_ who  
proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are  
subscribed to the within instrument and acknowledged to me that he/she/they executed the  
same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the  
instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the  
instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the  
foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Signature] (Seal)



AMENDED AND RESTATED SCHEDULE B  
TO GRANT OF SECURITY INTEREST IN PATENTS,  
TRADEMARKS AND LICENSES

between

EMEB CORPORATION, A CALIFORNIA CORPORATION

and

THE CIT GROUP/COMMERCIAL SERVICES, INC.

U.S. TRADEMARKS

<u>Title or Mark</u>	<u>Status</u>	<u>Serial Number</u>
ENCANTO	REGISTERED	77-600460
V VOLATILE (and Design)	REGISTERED	78-406092
V (and Design)	REGISTERED	75-755661
VOLATILE	REGISTERED	75-749095
VERY VOLATILE	REGISTERED	85-447273

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