

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
VSA Partners, Inc.		12/21/2012	CORPORATION: ILLINOIS

**RECEIVING PARTY DATA**

Name:	FIRSTMERIT BANK, N.A.
Street Address:	2430 W Indian Trail
Internal Address:	CHI957
City:	Aurora
State/Country:	ILLINOIS
Postal Code:	60506
Entity Type:	National Association: UNITED STATES

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	3397417	VSA PARTNERS, INC.
Registration Number:	3397418	VSA

**CORRESPONDENCE DATA**

Fax Number: 3122076400  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 312-207-1000  
 Email: ipdocket-chi@reedsmith.com  
 Correspondent Name: Benjamin L. Brimeyer  
 Address Line 1: 10 South Wacker Drive  
 Address Line 2: Reed Smith, LLP  
 Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER:	Benjamin L. Brimeyer
Signature:	/Benjamin L. Brimeyer/

OP \$65.00 3397417

Date:

01/30/2013

**Total Attachments: 3**

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 21, 2012 (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 FirstMerit Bank, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Creditors referenced therein, each of the undersigned Obligors has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the Secured Creditors.

Each of the undersigned Obligors and the Administrative Agent, on behalf of the Secured Creditors, 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,

VSA PARTNERS, INC.

By: 

Name: James Milligan

Title: Chief Financial Officer

Acknowledged and Accepted:

FIRSTMERIT BANK, N.A.,  
as Administrative Agent

By: \_\_\_\_\_

Name: Todd E. Ritz

Title: Vice President

US\_ACTIVE-111453662.1-263020-00015

TRADEMARK  
REEL: 004952 FRAME: 0178

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VSA PARTNERS, INC.

By: \_\_\_\_\_  
Name: James Milligan  
Title: Chief Financial Officer

Acknowledged and Accepted:

FIRSTMERIT BANK, N.A.,  
as Administrative Agent

By: Todd E. Ritz  
Name: Todd E. Ritz  
Title: Vice President

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TRADEMARK  
REEL: 004952 FRAME: 0179

## Schedule 1

### Registered Trademarks:

- (1) VSA Partners, Inc.; USPTO Registration No. 3397417 [word mark], dated March 18, 2008.
- (2) VSA; USPTO Registration No. 3397418 [word mark; logo], dated March 18, 2008.