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
REDCATS USA, L.P. (to be renamed OSP Group, L.P. on or promptly following the Closing Date)		02/08/2013	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	WILMINGTON TRUST, NATIONAL ASSOCIATION, as Administrative and Collateral Agent
Street Address:	50 South Sixth Street, Suite 1290
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55402
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 86

Property Type	Number	Word Mark
Registration Number:	3533561	EASY ENHANCER
Registration Number:	2604539	.... YOUR STYLE, YOUR SIZE
Registration Number:	3394710	YOUR STYLE, YOUR SIZE
Registration Number:	2696788	ALL AMERICAN COMFORT
Registration Number:	2444761	ALLISON WOODS
Registration Number:	3162735	AMERICA'S WHITE SALE CATALOG
Registration Number:	3327737	AMOUREUSE
Registration Number:	3256476	BCO
Registration Number:	3218794	BOULDER CREEK
Registration Number:	3402828	BRYLANEHOME REWARDS
Registration Number:	2588396	BRYLANEHOME
Registration Number:	4102542	BRYLANEHOME

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Registration Number:	2681499	BRYLANEHOME
Registration Number:	3477613	CAN A WEBSITE CHANGE YOUR WORLD?
Registration Number:	2276592	CANDLELIGHT & CHAMPAGNE
Registration Number:	2859197	CHELSEA STUDIO
Registration Number:	3276431	COMFORT CASH
Registration Number:	3647499	COMFORTCHOICE
Registration Number:	3761302	COMFORT CHOICE MADE TO BE BEAUTIFUL
Registration Number:	3337162	COMFORT CHOICE
Registration Number:	3995075	COMFORT CRADLES
Registration Number:	3276396	COMFORT VIEW
Registration Number:	3926706	DENIM 24/7
Registration Number:	3975832	DREAMS CO.
Registration Number:	2805755	DREAMS & CO.
Registration Number:	3967187	DREAMS & CO.
Serial Number:	85477460	EASY MOVEMENT
Registration Number:	2872608	EASY OPTIONS
Registration Number:	3929740	ENERGY FLEX
Registration Number:	3570653	FIT 4 U
Registration Number:	4167655	FIT BY BODY
Registration Number:	3435579	
Serial Number:	85706688	FULLBEAUTY
Serial Number:	85370797	FULLBEAUTY
Registration Number:	3794632	INSTANT FIX
Registration Number:	3230522	INTIMATE PROMISE
Registration Number:	3248441	INVISIBLE STRETCH
Registration Number:	3314338	KING'S COURT PLATINUM
Registration Number:	2635986	KINGS' COURT
Registration Number:	2751981	KING SIZE DIRECT
Registration Number:	3402821	KINGSIZE REWARDS
Serial Number:	85430136	KINGSIZE THE BIG AND TALL EXPERTS
Registration Number:	4102521	KINGSIZE
Registration Number:	0977344	KING SIZE
Registration Number:	2706494	KING SIZE
Registration Number:	0931531	KING SIZE
Registration Number:	3718563	KINGSIZEDIRECT.COM

	2840209	KNOCKAROUNDS
Registration Number:	3218621	LIBERTY BLUES
Registration Number:	3905410	LOVE WHAT YOU WEAR
Registration Number:	2725970	MAINSTREET BLUES
Registration Number:	2666174	MORE FOR LESS IN BIG AND TALL SIZES!
Registration Number:	3259164	NO HASSLE
Registration Number:	3350100	ONE STOP PLUS
Registration Number:	3402827	ONESTOPPLUS.COM REWARDS
Registration Number:	4102523	ONESTOPPLUS.COM
Registration Number:	2428869	ONLY NECESSITIES
Registration Number:	3919602	OSP MAG
Registration Number:	3919876	OSP TV
Registration Number:	3565058	OSP
Registration Number:	4110889	ROAMAN'S
Registration Number:	4178175	ROAMAN'S
Registration Number:	3242534	ROAMAN'S
Registration Number:	2654196	ROAMAN'S
Registration Number:	3592596	SECRET SOLUTIONS BY COMFORT CHOICE
Registration Number:	3730841	SECRET SOLUTIONS
Registration Number:	2807459	SOFT FOCUS
Registration Number:	3178286	STEP UP COMFORT
Registration Number:	3796768	SUPPORT WITHOUT CONSTRAINTS
Registration Number:	3213878	SWIM 365
Registration Number:	2793123	THE BEST DRESSED
Registration Number:	3276289	VERANESI
Registration Number:	2721555	VIA ACCENTI
Registration Number:	2698161	VIA ACCENTI
Registration Number:	3761647	V-MAIL EXCLUSIVE
Registration Number:	3256943	WEATHER SOLUTIONS
Registration Number:	3525187	WEATHERWISE
Registration Number:	3512032	WE'VE GOT IT!
Registration Number:	3234264	WILLOW LANE
Registration Number:	3576901	WOMAN WITHIN 365
Registration Number:	1617731	WOMAN WITHIN
Registration Number:	3220573	WOMAN WITHIN

	3675933	WOMAN WITHIN
Serial Number:	85703995	WOWEL
Registration Number:	3772906	PETAL BOOST
Registration Number:	2921453	DENIM 24/7

CORRESPONDENCE DATA

Fax Number: 4045725135

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

Phone: 404-572-3493
Email: kosborne@kslaw.com
Correspondent Name: Karen Osborne
Address Line 1: 1180 Peachtree Street N.E.
Address Line 2: King & Spalding LLP
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	18876.009028
NAME OF SUBMITTER:	Karen Osborne
Signature:	//Karen Osborne//
Date:	02/08/2013

Total Attachments: 7
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GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, REDCATS USA, L.P. (to be renamed OSP GROUP, L.P. on or promptly following the Closing Date), a Delaware limited partnership (the "Grantor"), hereby grants to WILMINGTON TRUST, NATIONAL ASSOCIATION, in its capacity as administrative and collateral agent (in such capacity, the "Grantee"), a continuing security interest in (a) all of the Grantor's right, title and interest in, to and under to the United States trademarks, tradenames, trade dress and service marks and all trademark registrations and trademark applications and recordings (the "Marks") set forth on Schedule A attached hereto, (b) all rights and privileges arising under applicable law with respect to Grantor's use of any trademarks, tradenames, trade dress and service marks, and all renewals thereof, (c) the goodwill of the business symbolized by each of the Marks, including, without limitation, all customer lists and other records relating to the distribution of products or services bearing the Marks, (d) all present and future license and distribution agreements (subject to the rights of the licensors therein) pertaining to the Marks, (e) all income, fees, royalties and other payments at any time due or payable with respect thereto, including, without limitation, payments under all licenses at any time entered into in connection therewith; (f) the right to sue for past, present and future infringements thereof, (g) all rights corresponding thereto, (h) any and all other proceeds of any of the foregoing, including, without limitation, all damages and payments or claims by Grantor against third parties for past or future infringement of the Marks and (i) all causes of action arising prior to or after the date hereof for unfair competition regarding the Marks.

THIS GRANT (the "Grant") is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor and the Grantee, dated as of February 5, 2013 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

This Grant may be executed in any number of counterparts each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 8th day of February, 2013.

REDCATS USA, L.P. (to be renamed OSP Group, L.P. on or promptly following the Closing Date)
as Grantor

By: _____
Name:
Title:

WILMINGTON TRUST, NATIONAL ASSOCIATION,
as Administrative and Collateral Agent
as Grantee

By: _____
Name: Joshua G. James
Title Assistant Vice President

SCHEDULE A

Trademarks

MARK	REGISTRATION NUMBER/ APPLICATION NUMBER	REGISTRATION DATE/ APPLICATION DATE
EASY ENHANCER®	3533561	18-NOV-2008
... YOUR STYLE, YOUR SIZE®	2604539	06-AUG-2002
...YOUR STYLE, YOUR SIZE®	3394710	11-MAR-2008
ALL AMERICAN COMFORT®	2696788	11-MAR-2003
ALLISON WOODS®	2444761	23-JUN-1998
AMERICA'S WHITE SALE CATALOG®	3162735	24-OCT-2006
AMOUREUSE®	3327737	30-OCT-2007
BCO®	3256476	26-JUN-2007
BOULDER CREEK®	3218794	13-MAR-2007
BRYLANEHOME REWARDS®	3402828	25-MAR-2008
BRYLANEHOME®	2588396	02-JUL-2002
BRYLANEHOME®	4102542	21-FEB-2012
BRYLANEHOME®	2681499	28-JAN-2003
CAN A WEBSITE CHANGE YOUR WORLD?®	3477613	29-JUL-2008
CANDLELIGHT & CHAMPAGNE and Design®	2276592	07-SEP-1999
CHELSEA STUDIO®	2859197	06-JUL-2004
COMFORT CASH®	3276431	07-AUG-2007
COMFORT CHOICE & Design® (Flower Design)	3647499	30-JUN-2009
COMFORT CHOICE MADE TO BE BEAUTIFUL®	3761302	16-MAR-2010
COMFORT CHOICE®	3337162	13-NOV-2007
COMFORT CRADLES®	3995075	12-JUL-2011
COMFORT VIEW®	3276396	07-AUG-2007
DENIM24/7 & Design™ (Heart Design)	3926706	01-MAR-2011
DREAMS & CO. & Design® (Flower Design)	3975832	07-JUN-2011
DREAMS & CO.®	2805755	13-JAN-2004
DREAMS & CO.™	3967187	24-MAY-2011
EASY MOVEMENT™	85477460	21-NOV-2011
EASY OPTIONS®	2872608	10-AUG-2004
ENERGY FLEX®	3929740	08-MAR-2011
FIT 4 U®	3570653	03-FEB-2009
FIT BY BODY®	4167655	03-JUL-2012
FLOWER DESIGN (for	3435579	27-MAY-2008

MARK	REGISTRATION NUMBER/ APPLICATION NUMBER	REGISTRATION DATE/ APPLICATION DATE
Woman Within)		
FULLBEAUTY (Catalog)	85706688	17-AUG-2012
FULLBEAUTY.COM™ (On-line)	85370797	13-JUL-2011
INSTANT FIX®	3794632	25-MAY-2010
INTIMATE PROMISE® (IC 025)	3230522	17-APR-2007
INVISIBLE STRETCH®	3248441	29-MAY-2007
KING'S COURT PLATINUM®	3314338	16-OCT-2007
KINGS' COURT®	2635986	15-OCT-2002
KINGSIZE DIRECT®	2751981	19-AUG-2003
KINGSIZE REWARDS®	3402821	25-MAR-2008
KINGSIZE THE BIG AND TALL EXPERTS™	85430136	23-SEP-2011
KINGSIZE®	4102521	21-FEB-2012
KINGSIZE®	977344	22-JAN-1974
KINGSIZE®	2706494	15-APR-2003
KINGSIZE®	931531	28-MAR-1972
KINGSIZEDIRECT.COM®	3718563	01-DEC-2009
KNOCKAROUNDS®	2840209	11-MAY-2004
LIBERTY BLUES®	3218621	13-MAR-2007
LOVE WHAT YOU WEAR®	3905410	11-JAN-2011
MAINSTREET BLUES®	2725970	10-JUN-2003
MORE FOR LESS IN BIG AND TALL SIZES!®	2666174	24-DEC-2002
NO HASSLE®	3259164	03-JUL-2007
ONE STOP PLUS®	3350100	04-DEC-2007
ONESTOPPLUS.com REWARDS®	3402827	25-MAR-2008
ONESTOPPLUS.COM®	4102523	21-FEB-2012
ONLY NECESSITIES®	2428869	13-FEB-2001
OSP MAG®	3919602	15-FEB-2011
OSP TV®	3919876	15-FEB-2011
OSP®	3565058	20-JAN-2009
ROAMAN'S®	4110889	13-MAR-2012
ROAMAN'S®	4178175	24-JUL-2012
ROAMAN'S® (Mail Order Catalog Services)	3242534	15-MAY-2007
ROAMAN'S® (Online Services)	2654196	26-NOV-2002
SECRET SOLUTIONS BY COMFORT CHOICE®	3592596	17-MAR-2009
SECRET SOLUTIONS®	3730841	29-DEC-2009
SOFT FOCUS®	2807459	20-JAN-2004
STEP UP COMFORT®	3178286	28-NOV-2006
SUPPORT WITHOUT	3796768	01-JUN-2010

MARK	REGISTRATION NUMBER/ APPLICATION NUMBER	REGISTRATION DATE/ APPLICATION DATE
CONSTRAINT®		
SWIM 365®	3213878	27-FEB-2007
THE BEST DRESSED®	2793123	09-DEC-2003
VERANESI®	3276289	07-AUG-2007
VIA ACCENTI®	2721555	03-JUN-2003
VIA ACCENTI®	2698161	18-MAR-2003
V-MAIL EXCLUSIVE®	3761647	16-MAR-2010
WEATHER SOLUTIONS®	3256943	26-JUN-2007
WEATHERWISE®	3525187	28-OCT-2008
WE'VE GOT IT!®	3512032	07-OCT-2008
WILLOW LANE®	3234264	24-APR-2007
WOMAN WITHIN 365®	3576901	17-FEB-2009
WOMAN WITHIN®	1617731	16-OCT-1990
WOMAN WITHIN®	3220573	20-MAR-2007
WOMAN WITHIN® (stylized)	3675933	01-SEP-2009
WOWEL	85703995	15-AUG-2012
PETAL BOOST	3772906	06-APR-2010
DENIM 24/7	2921453	25-JAN-2005

International Trademarks

MARK	REGISTRATION NUMBER/ APPLICATION NUMBER	REGISTRATION DATE/ APPLICATION DATE	COUNTRY
WOMAN WITHIN™	1433832	24-MAY-2011	Australia
ONESTOPPLUS®	1415028	18-MAR-2011	Australia
ONESTOPPLUS™	830989803	30-MAR-2011	Brazil
WOMAN WITHIN™	831061472	26-MAY-2011	Brazil
ONESTOPPLUS™	1528905	24-MAY-2011	Canada
WOMAN WITHIN™	1528904	24-MAY-2011	Canada
ONESTOPPLUS	9233308	07-APR-2012	China
ONESTOPPLUS	9233309	07-APR-2012	China
ROAMAN'S (stylized in purple)	9952573	21-SEP-2011	Community Trademark
WOMAN WITHIN™	10254589	10-FEB-2012	Community Trademark
ONESTOPPLUS®	9118159	08-NOV-2010	Community Trademark
FULLBEAUTY®	10144376	22-DEC-2011	Community Trademark
ROAMAN'S®	CTM09952573	21-SEP-2011	Community Trademark
ROAMAN'S™	10254613	10-FEB-2012	Community Trademark

KNOCKAROUNDS®	1064883	13-JAN-2011	International Register
ONE STOP PLUS®	1010590	22-JUL-2009	International Register
KNOCKAROUNDS®	1064883	13-JAN-2011	International Register
SECRET SOLUTIONS BY COMFORT CHOICE®	1044831	08-JUL-2010	International Register
SECRET SOLUTIONS®	1044832	08-JUL-2010	International Register
WOMAN WITHIN®	1079746	24-MAY-2011	International Register
WOMAN WITHIN® (stylized)	1044258	07-MAY-2010	International Register
WOMAN WITHIN™	1073894	18-FEB-2011	International Register
DENIM24/7 & Design® (Heart Design)	1050574	18-AUG-2010	International Register
BOULDER CREEK®	1065391	12-JAN-2011	International Register
BRABLISS.COM	1077952	28-APR-2011	International Register
COMFORT CHOICE®	1012770	11-AUG-2009	International Register
WOMAN WITHIN™	1242912	11-OCT-2011	Mexico
WOMAN WITHIN®	263539	23-JAN-2012	Norway
FULLBEAUTY®	263075	16-DEC-2011	Norway
ONESTOPPLUS™	201110779	22-SEP-2011	Norway
FULLBEAUTY®	625783	09-FEB-2012	Switzerland
KINGSIZE™	60751/2011	23-SEP-2011	Switzerland
WOMAN WITHIN™	628144	12-APR-2012	Switzerland
ROAMAN'S®	630795	14-JUN-2012	Switzerland
ONESTOPPLUS™	60750/2011	23-SEP-2011	Switzerland