

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CE SOIR LINGERIE CO., INC.		01/29/2013	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION
Street Address:	333 South Grand Avenue, Suite 4150
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90071
Entity Type:	NATIONAL ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	4238660	THE BRA...AND BEYOND
Registration Number:	4172486	COOL SECRETS
Registration Number:	4063882	INTIMATE SOLUTIONS BY FASHION FORMS
Registration Number:	3794196	STYLE SOLUTIONS BY FASHION FORMS
Registration Number:	3694859	ENDLESS STRETCH BREAST PETALS
Registration Number:	3535181	INFINITE OPTIONS
Registration Number:	3535179	PANTIES IN DISGUISE
Registration Number:	3535178	MYSTERE INDISCREETS
Registration Number:	3609776	CAMI TOO
Registration Number:	3430155	LINGERIE SOLUTIONS
Registration Number:	3391460	NATURAL ENHANCERS
Registration Number:	3452340	MY BAG OF SECRETS
Registration Number:	3295845	NO SLIP STRAPLESS
Registration Number:	2578495	LINGERIE SOLUTIONS

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TRADEMARK

Registration Number:	3257191	THE ORIGINAL WATER PUSH-UP BRA
Registration Number:	2446490	BREAST PETALS
Registration Number:	2703450	EXTREME STRAPLESS
Registration Number:	2343049	FASHION FORMS
Registration Number:	2268330	FASHION ENHANCERS
Registration Number:	1713834	FASHION FORMS
Serial Number:	85793342	ULTIMATE BOOST
Serial Number:	85279116	SCULPTED SILICONE BACKLESS STRAPLESS
Serial Number:	85279104	SCULPTED SILICONE

CORRESPONDENCE DATA

Fax Number: 9497200182
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: (949) 224-6291
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Correspondent Name: Farah P. Bhatti, Esq.
Address Line 1: 18400 Von Karman Avenue, Suite 800
Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:	C2133-0124
NAME OF SUBMITTER:	Farah P. Bhatti, Esq.
Signature:	/Farah P. Bhatti/
Date:	02/07/2013

Total Attachments: 6
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

CE SOIR LINGERIE CO., INC., a California corporation, whose address is 2907 Palma Drive, Ventura, California 93003 (the "Assignor") hereby acknowledges that it has granted to WELLS FARGO BANK, NATIONAL ASSOCIATION, acting through its Wells Fargo Capital Finance operating division, whose address is 333 South Grand Avenue, Suite 4150, Los Angeles, California 90071 (the "Assignee"), a security interest in and to all of Assignor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Assignor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Agreement (as defined below); (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Assignor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Assignor (the "Copyrights"), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Credit and Security Agreement dated as of January 29, 2013 (the "Agreement"), by and between Assignor and Assignee, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Assignee may have in any other collateral described in the Agreement or otherwise.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the 29th day of January 2013.

CE SOIR LINGERIE CO., INC.,
a California corporation

By: *Ann Deal*
Name: *Ann Deal*
Title: *CEO*

Memorandum and Notice of Security Interest in Intellectual Property

EXHIBIT A
TRADEMARKS

Trademark	U.S. Registration No.
ULTIMATE BOOST	85-793,342
THE BRA...AND BEYOND	4,238,660
SCULPTED SILICONE BACKLESS STRAPLESS	85-279,116
SCULPTED SILICONE	85-279,104
COOL SECRETS	4,172,486
INTIMATE SOLUTIONS BY FASHION FORMS	4,063,882
STYLE SOLUTIONS BY FASHION FORMS	3,794,196
ENDLESS STRETCH BREAST PETALS	3,694,859
INFINITE OPTIONS	3,535,181
PANTIES IN DISGUISE	3,535,179
MYSTERE INDISCREETS	3,535,178
CAMI TOO	3,609,776
LINGERIE SOLUTIONS	3,430,155
NATURAL ENHANCERS	3,391,460
MY BAG OF SECRETS	3,452,340
NO SLIP STRAPLESS	3,295,845
LINGERIE SOLUTIONS	2,578,495
THE ORIGINAL WATER PUSH-UP BRA	3,257,191
BREAST PETALS	2,446,490
EXTREME STRAPLESS	2,703,450
FASHION FORMS	2,343,049
FASHION ENHANCERS	2,268,330
FASHION FORMS	1,713,834

Exhibit A

EXHIBIT B
PATENTS

Title	Patent Number
DESIGN Backless strapless bra with side extensions	D666386 2011373738
DESIGN Backless strapless bra	D666385 2011373731
Camisole	8100737 2009455608
Reuseable adhesive bra cups	8029332 2006921674
DESIGN Bra strap clip	D621296 2009316375
Candle holder converter assembly	20100104994 2008290007
Camisole	20100017936 2009455608
Reuseable adhesive bra cups	20090298386 2006921674
Container For Products Containing Aromatic Compounds	20090294457 2007297731
DESIGN Camisole	D595932 2008310133
DESIGN Backless and strapless bra	D583127 2008308240
DESIGN Plunge bra	D579627 2007288171
Floating cup breast support garment	7427226 2007894218
Plunge body suit	D562528 2007288172
Adhesive strapless brassiere	7163433 2004950040
Push-up bra pad	6544100 2001762918

Exhibit B

Title	Patent Number
DESIGN Multi-size push-up bra pad	D462153 2000133735
Malleable bra pad	6231423 99392399
Push-up bra pad	6015332 98132572

Exhibit B

EXHIBIT C
COPYRIGHTS

Owner	Title	Registration Number
Ce Soir Lingerie Co., Inc.	Fashion Forms Breast petals	VA1083228