

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
QVD USA, LLC		05/20/2013	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	FCC, LLC, d/b/a First Capital Western Region, LLC
Street Address:	601 South Figueroa Street, Suite 3460
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90017
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	4258339	
Registration Number:	3657964	BASAVINA RUBY
Registration Number:	3630119	BASAVINA PEARL
Registration Number:	3586120	QVD
Registration Number:	3669997	VINA PACIFIC
Registration Number:	3669996	VINA BLUE
Registration Number:	3358549	BASAVINA PEARL
Registration Number:	3174594	BASA VINA
Registration Number:	3174593	BASA VINA GOLD
Registration Number:	3174592	BASA VINA SUPREME
Registration Number:	3202517	Q.V.D

CORRESPONDENCE DATA

Fax Number:

CH \$290.00 4258339

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

Email: etsang@buchalter.com
Correspondent Name: Evangelline Tsang (Buchalter Nemer)
Address Line 1: 1000 Wilshire Boulevard, Suite 1500
Address Line 4: Los Angeles, CALIFORNIA 91101

NAME OF SUBMITTER:	Evangelline Tsang
Signature:	/Evangelline Tsang/
Date:	05/21/2013

Total Attachments: 5

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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

May 20, 2013

QVD USA, LLC, a Washington limited liability company, whose address is 11235 SE 6th Street, Suite 140, Bellevue, WA 98004 ("Debtor") hereby acknowledges that it has granted to FCC, LLC, d/b/a First Capital Western Region, LLC, 601 S. Figueroa Street, Suite 3460, Los Angeles, CA 90017 (the "Secured Party"), a security interest in and to all of the Debtor'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 Debtor (the "Trademarks"), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), and all actions for infringement concerning the foregoing.

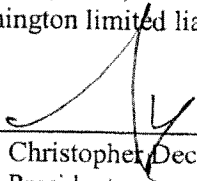
The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of May 20, 2013 (the "Agreement"), among the Debtor and Secured Party as security for the Obligations as set forth in the Agreement and other agreements referred to therein. 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 Secured Party may have in any other collateral described in the Agreement or otherwise.

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[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

QVD USA, LLC,
a Washington limited liability company

By: 
Name: Christopher December
Title: President

MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY

TRADEMARK
REEL: 005032 FRAME: 0426

EXHIBIT A
TRADEMARKS

Owner	Trademark	Reg. No.	Reg. Date
QVD USA LLC	DESIGN ONLY	4,258,339	12/11/2012
QVD USA LLC	BASAVINA RUBY	3,657,964	07/21/2009
QVD USA LLC	BASAVINA PEARL	3,630,119	06/02/2009
QVD USA LLC	QVD AND DESIGN	3,586,120	03/10/2009
QVD USA LLC	VINA PACIFIC	3,669,997	08/18/2009
QVD USA LLC	VINA BLUE	3,669,996	08/18/2009
QVD USA LLC	BASAVINA PEARL AND DESIGN	3,358,549	12/25/2007
QVD USA, LLC	BASA VINA	3,174,594	11/21/2006
QVD USA, LLC	BASA VINA GOLD	3,174,593	11/21/2006
QVD USA, LLC	BASA VINA SUPREME	3,174,592	11/21/2006
QVD USA, LLC	Q.V.D.	3,202,517	01/23/2007

Exhibit A

EXHIBIT B
PATENTS

None.

Exhibit B

EXHIBIT C
COPYRIGHTS

None.

Exhibit C

BN 13969982v2

RECORDED: 05/21/2013

TRADEMARK
REEL: 005032 FRAME: 0429