

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks																		
CONVEYING PARTY DATA																			
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>PEP Direct, LLC</td> <td></td> <td>06/14/2013</td> <td>LIMITED LIABILITY COMPANY: NEW HAMPSHIRE</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	PEP Direct, LLC		06/14/2013	LIMITED LIABILITY COMPANY: NEW HAMPSHIRE											
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<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Name:</td> <td>R. Mark Schulhof</td> </tr> <tr> <td>Street Address:</td> <td>62 Park Road</td> </tr> <tr> <td>City:</td> <td>Scarsdale</td> </tr> <tr> <td>State/Country:</td> <td>NEW YORK</td> </tr> <tr> <td>Postal Code:</td> <td>10583</td> </tr> <tr> <td>Entity Type:</td> <td>INDIVIDUAL: UNITED STATES</td> </tr> </table>	Name:	R. Mark Schulhof	Street Address:	62 Park Road	City:	Scarsdale	State/Country:	NEW YORK	Postal Code:	10583	Entity Type:	INDIVIDUAL: UNITED STATES							
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<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Name:</td> <td>Thomas B. Schulhof</td> </tr> <tr> <td>Street Address:</td> <td>6 Valley Road</td> </tr> <tr> <td>City:</td> <td>Norwalk</td> </tr> <tr> <td>State/Country:</td> <td>CONNECTICUT</td> </tr> <tr> <td>Postal Code:</td> <td>06854</td> </tr> <tr> <td>Entity Type:</td> <td>INDIVIDUAL: UNITED STATES</td> </tr> </table>	Name:	Thomas B. Schulhof	Street Address:	6 Valley Road	City:	Norwalk	State/Country:	CONNECTICUT	Postal Code:	06854	Entity Type:	INDIVIDUAL: UNITED STATES							
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PROPERTY NUMBERS Total: 5																			
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 20%;">Property Type</th> <th style="width: 20%;">Number</th> <th style="width: 60%;">Word Mark</th> </tr> <tr> <td>Registration Number:</td> <td>3773848</td> <td>PEP DIRECT</td> </tr> <tr> <td>Registration Number:</td> <td>3322065</td> <td>PEP DIRECT</td> </tr> <tr> <td>Registration Number:</td> <td>3238579</td> <td>PEP DIRECT</td> </tr> <tr> <td>Registration Number:</td> <td>2952076</td> <td>PEP DIRECT</td> </tr> <tr> <td>Registration Number:</td> <td>2948457</td> <td>PEP DIRECT</td> </tr> </table>	Property Type	Number	Word Mark	Registration Number:	3773848	PEP DIRECT	Registration Number:	3322065	PEP DIRECT	Registration Number:	3238579	PEP DIRECT	Registration Number:	2952076	PEP DIRECT	Registration Number:	2948457	PEP DIRECT	
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CORRESPONDENCE DATA																			
Fax Number:	2125363901																		

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

Phone: 212 536 3964
Email: calvina.bostick@klgates.com
Correspondent Name: Calvina Bostick
Address Line 1: K&L Gates LLP
Address Line 2: 599 Lexington Avenue
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	0815977.00001
NAME OF SUBMITTER:	Beata White
Signature:	/Beata White/
Date:	07/17/2013
Total Attachments: 2 source=Notice of Grant of Security Interest - PEP Direct, LLC#page1.tif source=Notice of Grant of Security Interest - PEP Direct, LLC#page2.tif	

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 June 14, 2013 (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"), R. Mark Schulhof ("M. Schulhof") and Thomas B. Schulhof ("T. Schulhof") together with M. Schulhof and their respective successors and assigns, the "Holders", the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 hereto to the Holders.

The undersigned Obligor and the Holders 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,

Pep Direct, LLC

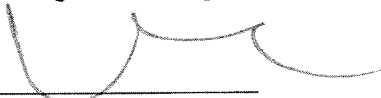


By:

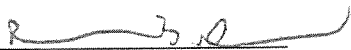
Name: Thomas B. Schulhof

Title:

Acknowledged and Accepted:



R. Mark Schulhof



Thomas B. Schulhof

Schedule 1

PEP Direct, LLC
(New Hampshire Limited Liability Company)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
PEP DIRECT and Design	3773848	04/13/10
PEP DIRECT	3322065	10/30/07
PEP DIRECT and Design	3238579	05/08/07
PEP DIRECT and Design	2952076	05/17/05
PEP DIRECT	2948457	05/10/05

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
PEP DIRECT, LLC