

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
The Bradford Exchange, Ltd.		09/30/2013	CORPORATION: ILLINOIS

**RECEIVING PARTY DATA**

<b>Name:</b>	Bank of America, N.A., as Administrative Agent
<b>Street Address:</b>	135 South LaSalle Street
<b>Internal Address:</b>	Mail Code: IL4-135-09-61
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60603
<b>Entity Type:</b>	national banking association: UNITED STATES

**PROPERTY NUMBERS Total: 45**

Property Type	Number	Word Mark
Registration Number:	4050682	ROYAL INSPIRATION
Registration Number:	3977645	MY GRANDDAUGHTER, MY JOY
Registration Number:	3346122	CHARMING TOUCHES
Registration Number:	3063445	BRADFORD EXCHANGE CHECKS
Registration Number:	3963237	RHODES STUDIOS
Registration Number:	3741153	ANIMOGES
Registration Number:	3855867	DIAMONESK
Registration Number:	4002895	MASTERPIECE - THE ULTIMATE CLASSICAL LIB
Registration Number:	3425349	B BRADFORD EXCHANGE CHECKS
Registration Number:	3990253	D'ARCEAU-LIMOGES
Registration Number:	2564392	HEIRLOOM PORCELAIN
Registration Number:	2421725	HEIRLOOM CLASSICS
Registration Number:	2035924	BRADFORD EDITIONS

OP \$1140.00 4050682

**900267748**

**TRADEMARK  
 REEL: 005122 FRAME: 0979**

Registration Number:	1850346	THE BRADFORD EXCHANGE
Registration Number:	1848001	BRADEX
Registration Number:	1564466	THE BRADFORD EXCHANGE
Registration Number:	1381727	INSTAQUOTE
Registration Number:	1226897	BRADEX
Registration Number:	2163770	ARDLEIGH ELLIOTT THE COMPANY OF NOTE
Registration Number:	1761260	ARDLEIGH ELLIOTT THE COMPANY OF NOTE
Registration Number:	2937509	HAWTHORNE VILLAGE
Registration Number:	2972497	HAWTHORNE VILLAGE MASTERPIECE RAILWAYS
Registration Number:	2326303	HAWTHORNE VILLAGE
Registration Number:	2091461	HAWTHORNE MINIATURES
Registration Number:	1836202	HAWTHORNE PORCHLIGHT COLLECTIONS
Registration Number:	1769489	HAWTHORNE ARCHITECTURAL REGISTER
Registration Number:	2815669	ART EDITIONS
Registration Number:	2847930	ART EDITIONS
Registration Number:	1794305	VAN HYGAN & SMYTHE THE FINISHING TOUCH
Registration Number:	1476893	THE VAN HYGAN & SMYTHE HERITAGE COLLECTI
Registration Number:	1469822	THE FAIRFIELD
Registration Number:	1479654	VAN HYGAN & SMYTHE CUSTOM CABINETMAKERS
Registration Number:	1467370	THE RICHFIELD
Registration Number:	1283366	VAN HYGAN & SMYTHE
Serial Number:	85889658	BRADFORD CHECKS
Serial Number:	85821203	THE BRADFORD EXCHANGE
Serial Number:	85818172	GALLERY EDITIONS
Serial Number:	85802227	ALWAYS IN BLOOM
Serial Number:	85802195	ALWAYS IN BLOOM
Serial Number:	85711181	CHARLES WINTHROPE & SONS
Serial Number:	85525006	BEARLY ANGELS
Serial Number:	85467374	BRILLIANT LEGEND
Serial Number:	85081216	PLUMMER MCCUTCHEON
Serial Number:	85004392	THALER PIQUETTE
Serial Number:	77840462	ADDAMS & CROLLAX LTD ARTISANS OF PRECIOU

**CORRESPONDENCE DATA**

Fax Number: 9192868199

**TRADEMARK**  
**REEL: 005122 FRAME: 0980**

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

Phone: 919 286-8000  
Email: PTO\_TMconfirmation@mvalaw.com  
Correspondent Name: Moore & Van Allen PLLC  
Address Line 1: 430 Davis Drive  
Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000-027212 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	10/02/2013

Total Attachments: 5  
source=T - The Bradford Exchange#page1.tif  
source=T - The Bradford Exchange#page2.tif  
source=T - The Bradford Exchange#page3.tif  
source=T - The Bradford Exchange#page4.tif  
source=T - The Bradford Exchange#page5.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 September 30, 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") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, 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.

*[signature pages follow]*

Very truly yours,

**THE BRADFORD EXCHANGE, LTD.,**  
an Illinois corporation

By: Richard Tinberg  
Name: Richard Tinberg  
Title: President

NOTICE OF SECURITY INTERESTS IN TRADEMARKS  
THE BRADFORD HAMMACHER GROUP, INC.

**TRADEMARK**  
**REEL: 005122 FRAME: 0983**

Acknowledged and Accepted

BANK OF AMERICA, N.A. is Administrative Agent

By *Christine Trotter*  
Name: Christine Trotter  
Title: Assistant Vice President

THIS DOCUMENT CONTAINS CONFIDENTIAL INFORMATION AND IS NOT TO BE DISSEMINATED OUTSIDE THE BANK OF AMERICA GROUP OF COMPANIES

Schedule 1

The Bradford Exchange, Ltd.  
(Illinois Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
ROYAL INSPIRATION	4050682	11/01/11
MY GRANDDAUGHTER, MY JOY	3977645	06/14/11
CHARMING TOUCHES	3346122	11/27/07
BRADFORD EXCHANGE CHECKS	3063445	02/28/06
RHODES STUDIOS	3963237	05/17/11
ANIMOGES	3741153	01/19/10
DIAMONESK	3855867	10/05/10
MASTERPIECE – THE ULTIMATE CLASSICAL LIBRARY	4002895	07/26/11
B BRADFORD EXCHANGE CHECKS and Design	3425349	05/13/08
D'ARCEAU-LIMOGES	3990253	07/05/11
HEIRLOOM PORCELAIN	2564392	04/23/02
HEIRLOOM CLASSICS	2421725	01/16/01
BRADFORD EDITIONS	2035924	02/04/97
THE BRADFORD EXCHANGE	1850346	08/16/94
BRADEX	1848001	08/02/94
THE BRADFORD EXCHANGE	1564466	11/07/89
INSTAQUOTE	1381727	02/04/86
BRADEX	1226897	02/08/83
ARDLEIGH ELLIOTT THE COMPANY OF NOTE and Design	2163770	06/09/98
ARDLEIGH ELLIOTT THE COMPANY OF NOTE and Design	1761260	03/30/93
HAWTHORNE VILLAGE	2937509	04/05/05
HAWTHORNE VILLAGE MASTERPIECE RAILWAYS and Design	2972497	07/19/05
HAWTHORNE VILLAGE and Design	2326303	03/07/00
HAWTHORNE MINIATURES	2091461	08/26/97
HAWTHORNE PORCHLIGHT COLLECTIONS	1836202	05/10/94
HAWTHORNE ARCHITECTURAL REGISTER and Design	1769489	05/04/93
ART EDITIONS	2815669	02/17/04
ART EDITIONS	2847930	06/01/04
VAN HYGAN & SMYTHE THE FINISHING TOUCH	1794305	09/21/93
THE VAN HYGAN & SMYTHE HERITAGE COLLECTION	1476893	02/16/88
THE FAIRFIELD	1469822	12/22/87
VAN HYGAN & SMYTHE CUSTOM CABINETMAKERS and Design	1479654	03/08/88
THE RICHFIELD	1467370	12/01/87

VAN HYGAN & SMYTHE	1283366	06/26/84
--------------------	---------	----------

**Pending Applications**

Mark	Appl. No.	Filing Date
BRADFORD CHECKS	85889658	03/28/13
THE BRADFORD EXCHANGE	85821203	01/11/13
GALLERY EDITIONS	85818172	01/08/13
ALWAYS IN BLOOM	85802227	12/13/12
ALWAYS IN BLOOM	85802195	12/13/12
CHARLES WINTHROPE & SONS	85711181	08/23/12
BEARLY ANGELS	85525006	01/25/12
BRILLIANT LEGEND	85467374	11/08/11
PLUMMER MCCUTCHEON	85081216	07/09/10
THALER PIQUETTE	85004392	04/01/10
ADDAMS & CROLLAX LTD ARTISANS OF PRECIOUS METALS and Design	77840462	10/02/09

CHAR1\1329470v2