

TRADE

900288414  
05/08/2014

SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM303719



103667522

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL-- SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Ally Commercial Finance LLC		05/01/2014	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Ally Bank
<b>Street Address:</b>	1185 Avenue of the Americas
<b>Internal Address:</b>	2nd Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10036
<b>Entity Type:</b>	Bank: UNITED STATES

**PROPERTY NUMBERS Total: 19**

Property Type	Number	Word Mark
Registration Number:	3975250	AMERICAN BEAUTY
Registration Number:	3930106	ANDIAMO
Registration Number:	3706248	BY HEART
Registration Number:	3800755	CELEBRATE
Serial Number:	85787862	CHOOSE BEAUTIFULLY
Serial Number:	74270693	GOLD RUSH
Serial Number:	77469318	HAMPTON BEACH
Registration Number:	3777355	CB
Serial Number:	77469300	RODEO
Serial Number:	73482509	ROSS-SIMONS
Serial Number:	76586058	ROSS-SIMONS
Serial Number:	76586059	ROSS-SIMONS.COM
Serial Number:	78832983	RSVP
Serial Number:	85563153	SIDNEY THOMAS
Serial Number:	76562361	ST. JAMES
Serial Number:	85401094	UGLIEST JEWELRY
Serial Number:	85401087	UGLIEST RING
Serial Number:	78806682	VIA

Re-900288414 MRD 58-14

<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
<b>Serial Number:</b>	78860613	CIRCLE OF ETERNITY

**CORRESPONDENCE DATA**

**Fax Number:** 6175744112

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

**Phone:** 617-574-4112

**Email:** SMORDAS@GOULSTONSTORRS.COM

**Correspondent Name:** Stacey Mordas

**Address Line 1:** 400 Atlantic Avenue

**Address Line 4:** Boston, MASSACHUSETTS 02110-3333

<b>NAME OF SUBMITTER:</b>	Stacey Mordas
<b>SIGNATURE:</b>	/s/ Stacey A. Mordas
<b>DATE SIGNED:</b>	05/06/2014

**Total Attachments: 4**

source=Luxury Brand Notice of Trademark#page1.tif

source=Luxury Brand Notice of Trademark#page2.tif

source=Luxury Brand Notice of Trademark#page3.tif

source=Luxury Brand Notice of Trademark#page4.tif

**NOTICE OF ASSIGNMENT OF  
GRANT OF SECURITY INTEREST IN TRADEMARKS**

This NOTICE OF ASSIGNMENT OF GRANT OF SECURITY INTEREST IN TRADEMARKS (this "Notice of Assignment") is made this 1<sup>st</sup> day of May, 2014, by ALLY COMMERCIAL FINANCE LLC, as existing Agent ("Assignor") in favor of ALLY BANK, as successor Agent ("Assignee").

WHEREAS, Assignor holds security interests in the trademarks identified in Exhibit A attached hereto in connection with certain loans and other financial accommodations made pursuant to that certain Amended and Restated Loan and Security Agreement dated as of July 5, 2011 by and among the Luxury Brand Holdings, Inc., the Agent and the Lender (as amended by that certain First Amendment to Amended and Restated Loan and Security Agreement dated as of July 30, 2013 and as it may be amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement"). Unless otherwise defined herein, capitalized terms which are defined in the Loan Agreement are used herein as defined therein; and

WHEREAS, effective as of the date hereof, Assignee has been appointed successor Agent under the Loan Documents and Assignee has accepted and assumed all of Assignor's right, title and interest in, to and under the Loan Documents.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, this will confirm that Assignor has assigned and transferred to Assignee, as successor to Assignor, all right, title and interest of Assignor, pursuant to the Loan Documents, in and to the trademarks identified in Exhibit A attached hereto.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

ERROR! UNKNOWN DOCUMENT PROPERTY NAME.

IN WITNESS WHEREOF, the Assignor has caused this Notice of Assignment to be duly executed by its officer thereunto duly authorized as of the day and year first written above.

ALLY COMMERCIAL FINANCE LLC, as  
Assignor

By:   
Name: Steven J. Brown  
Title: Director

STATE OF NEW YORK     )  
                                      ) ss.:  
COUNTY OF NEW YORK    )

On this 1<sup>st</sup> day of May, 2014, before me personally appeared STEVEN BROWN, to me known, who, being by me duly sworn, did depose and say that (s)he is a DIRECTOR of Ally Commercial Finance LLC, the Assignor described in and which executed the foregoing instrument; and that (s)he signed his/her name thereto pursuant to the authorization of said Assignor.

  
Notary Public

JACQUELINE P. PENTY  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01FEB258448  
Qualified in Kings County  
Commission Expires March 28, 2016


ACKNOWLEDGED AND AGREED:

ALLY BANK, as Assignee

By:   
Name:  
Title:

Address: 1185 Avenue of the Americas, 2<sup>nd</sup> Floor  
NEW YORK, NEW YORK 10036

**EXHIBIT A****Trademarks****Registered or pending:**

Country	Trademark	App. No.	Appl. Date	Reg. No.
United States of America	AMERICAN BEAUTY	77/828,852	9/17/09	3,975,250
United States of America	ANDIAMO	85/025,620	4/28/10	3,930,106
United States of America	BY HEART	77/469,309 )	5/8/08	3,706,248
United States of America	CELEBRATE	77/711,274	4/10/09	3,800,755
United States of America	CHOOSE BEAUTIFULLY	85/787,862	11/27/12	Pending
United States of America	CIRCLE OF ETERNITY	78/860,613	4/13/06	3,451,165
United States of America	GOLD RUSH	74/270,693	4/29/92	1,773,890
United States of America	HAMPTON BEACH	77/469,318	5/8/08	3,677,475
United States of America		77/813,823	8/27/09	3,777,355
United States of America	RODEO	77/469,300	5/8/08	Pending
United States of America	ROSS-SIMONS	73/482,509	5/29/84	1,317,429
United States of America	ROSS-SIMONS	76/586,058	4/7/04	3,019,208
United States of America	ROSS-SIMONS.COM	76/586,059	4/7/04	3,019,209
United States of America	RSVP	78/832,983	3/9/06	3,482,314
United States of America	SIDNEY THOMAS	85/563,153	3/7/12	Pending
United States of America	ST. JAMES	76/562,361	12/1/03	3,029,834
United States of America	UGLIEST JEWELRY	85/401,094	8/18/2011	Pending
United States of America	UGLIEST RING	85/401,087	8/18/2011	Pending
United States of America	VIA	78/806,682	2/3/06	3,613,930
Australia	SIDNEY THOMAS	85/563,153	3/7/12	Pending

-3-

ERROR! UNKNOWN DOCUMENT PROPERTY NAME.

Country	Trademark	App. No.	Appl. Date	Reg. No.
Canada	ROSS-SIMONS	1212469	4/6/04	TMA666039
Canada	SIDNEY THOMAS	1584424	7/3/12	Pending
Mexico	ROSS-SIMONS	651238	4/7/04	838623
Mexico	ROSS-SIMONS	651239	4/7/04	838624
European Union	ROSS-SIMONS	3737103	4/6/04	3737103
European Union	ROSS-SIMONS	9228611	12/22/10	9228611
European Union	SIDNEY THOMAS	11010246	7/3/12	Pending
Japan	ROSS-SIMONS	H07-051959	5/25/95	4053482
Japan	ROSS-SIMONS	H07-051960	5/25/95	4073864

-4-

ERROR! UNKNOWN DOCUMENT PROPERTY NAME.