

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM309426

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Alex Toys, LLC		06/30/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	901 Main Street		
Internal Address:	Mail Code: TX1-492-14-06		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75202		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 42			
Property Type	Number	Word Mark	
Registration Number:	4478513	THE ART OF FUN	
Registration Number:	4442137	ALEX TOYS	
Registration Number:	4335746	TOTS ART START	
Registration Number:	4273193	TUB JOY	
Registration Number:	4269313	MIX & MAKEUP	
Registration Number:	4224579	ALEX JR.	
Registration Number:	4133827	RUB A DUB	
Registration Number:	4120424	ALEX	
Registration Number:	3709264	TALK OF THE TUB	
Registration Number:	3690734	ALEX LITTLE HANDS	
Registration Number:	3563133	PRISM BRICKS	
Registration Number:	3500385	KNOT-A-PONCHO	
Registration Number:	3500384	KNOT-A-SCARF	
Registration Number:	3500383	KNOT-A-QUILT	
Registration Number:	2974461	TUB TUNES	
Registration Number:	2238982	MY ART GALLERY	
Registration Number:	1944969	ALEX	
Registration Number:	1876614	READ ALL ABOUT ME	
TRADEMARK			

OP \$1065.00 4478513

Property Type	Number	Word Mark
Serial Number:	86298917	SQUEEZE 'N SCULPT DOUGH MAKING MACHINE
Serial Number:	86287842	MAGNETIC-GO
Serial Number:	86282356	GO GO GEAR ART
Serial Number:	86263174	SCRAFFITI
Serial Number:	86245428	ULTIMATE HAIR & BODY SALON
Serial Number:	86245404	COLOSSAL ART SET
Serial Number:	86245392	SOUND & PLAY BUSY TABLE
Serial Number:	86194250	SKETCH IT NAIL PENS
Serial Number:	86175772	SKETCH-IT NAIL PEN
Serial Number:	86175743	KNOT-A
Serial Number:	86175732	ALEX BRANDS
Serial Number:	86175728	ALEX BRANDS
Serial Number:	86175713	ABC...ALEX BRANDS CARES
Serial Number:	86175704	ALEX BRANDS CARES
Serial Number:	86134992	ALEX BRANDS
Serial Number:	86125431	ALEX BRANDS
Serial Number:	86069326	WOOD WONDERS
Serial Number:	86045329	SOFT & EASY
Serial Number:	86022548	BUBBALOOKA
Serial Number:	85631348	PRESCHOOL
Serial Number:	85630615	TECH COUTURE
Serial Number:	85630608	EARPHONE COUTURE
Serial Number:	85629031	ALEX ACADEMY
Serial Number:	85478798	CRAFT COUTURE

CORRESPONDENCE DATA

Fax Number: 9192868199

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; 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: 327000-11905

NAME OF SUBMITTER: John E. Slaughter

SIGNATURE: /John E. Slaughter/

DATE SIGNED: 07/02/2014

Total Attachments: 4

TRADEMARK

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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 30, 2014 (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 continuing lien upon the trademark registrations and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark Registration No.</u>	<u>Description of Registered Trademark</u>	<u>Date of Trademark Registration</u>
	See <u>Schedule 1</u> attached hereto	

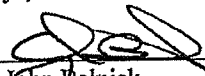
TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Application</u>
	See <u>Schedule 1</u> attached hereto	

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.

Very truly yours,

Alex Toys, LLC

By: 
Name: John Belniak
Title: Vice Chairman

ALEX TOYS, LLC
TRADEMARKS NOTICE – ALEX TOYS, LLC

TRADEMARK
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Schedule 1
Alex Toys, LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
THE ART OF FUN	4478513	02/04/14
ALEX TOYS	4442137	12/03/13
TOTS ART START	4335746	05/14/13
TUB JOY	4273193	01/08/13
MIX & MAKEUP	4269313	01/01/13
ALEX JR.	4224579	10/16/12
RUB A DUB	4133827	05/01/12
ALEX and Design	4120424	04/03/12
TALK OF THE TUB	3709264	11/10/09
ALEX LITTLE HANDS and Design	3690734	09/29/09
PRISM BRICKS	3563133	01/20/09
KNOT-A-PONCHO	3500385	09/09/08
KNOT-A-SCARF	3500384	09/09/08
KNOT-A-QUILT	3500383	09/09/08
TUB TUNES	2974461	07/19/05
MY ART GALLERY	2238982	04/13/99
ALEX	1944969	01/02/96
READ ALL ABOUT ME	1876614	01/31/95

Pending Applications

Mark	Appl. No.	Filing Date
SQUEEZE 'N SCULPT DOUGH MAKING MACHINE	86298917	06/03/14
MAGNETIC-GO	86287842	05/21/14
GO GO GEAR ART	86282356	05/15/14
SCRAFFITI	86263174	04/25/14
ULTIMATE HAIR & BODY SALON	86245428	04/08/14
COLOSSAL ART SET	86245404	04/08/14
SOUND & PLAY BUSY TABLE	86245392	04/08/14
SKETCH IT NAIL PENS and Design	86194250	02/14/14
SKETCH-IT NAIL PEN	86175772	01/27/14
KNOT-A	86175743	01/27/14
ALEX BRANDS	86175732	01/27/14
ALEX BRANDS and Design	86175728	01/27/14
ABC...ALEX BRANDS CARES	86175713	01/27/14
ALEX BRANDS CARES	86175704	01/27/14
ALEX BRANDS	86134992	12/04/13
ALEX BRANDS	86125431	11/21/13
WOOD WONDERS	86069326	09/19/13
SOFT & EASY	86045329	08/22/13

BUBBALOOKA	86022548	07/29/13
PRESCHOOL and Design	85631348	05/22/12
TECH COUTURE	85630615	05/21/12
EARPHONE COUTURE	85630608	05/21/12
ALEX ACADEMY	85629031	05/18/12
CRAFT COUTURE	85478798	11/22/11

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RECORDED: 07/02/2014

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