

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Infantino, LLC		09/17/2007	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	Allied Capital Corporation, as Administrative Agent
Street Address:	1919 Pennsylvania Avenue N.W.
City:	Washington
State/Country:	DISTRICT OF COLUMBIA
Postal Code:	20006
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	2801089	6INONERIDER
Registration Number:	2669781	BEBE STYLE
Registration Number:	2192697	BRIGHT STEPS
Registration Number:	2549290	BUZZY
Registration Number:	2503172	COZY RIDER
Registration Number:	2757331	CUDDLRYIDER
Registration Number:	2837358	CURLY WHIRLY
Registration Number:	3127723	EASYRIDER
Registration Number:	2767923	EURORIDER
Registration Number:	3108141	FLUTTERBUG
Registration Number:	2870507	GO BUDDIES
Registration Number:	2837359	GO CART
Registration Number:	2837360	GO MAT
Registration Number:	2672303	GO MOBILE

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Registration Number:	2918061	GOGORIDER
Registration Number:	3015295	HURRAY FOR PLAY!
Registration Number:	3249920	RIDER
Registration Number:	2900656	SHOP & PLAY
Registration Number:	2863686	SLINGRIDER
Registration Number:	2825942	WE THINK LIKE BABIES

CORRESPONDENCE DATA

Fax Number: (704)339-3449
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 704-377-8149
Email: hcarpenter@rbh.com
Correspondent Name: Heather Carpenter
Address Line 1: c/o Robinson Bradshaw & Hinson, P.A.
Address Line 2: 101 N. Tryon Street, Suite 1900
Address Line 4: Charlotte, NORTH CAROLINA 28246

ATTORNEY DOCKET NUMBER:	12714.01034
NAME OF SUBMITTER:	Heather Carpenter
Signature:	/Heather Carpenter/
Date:	10/01/2007

Total Attachments: 6
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GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS

WHEREAS, INFANTINO, LLC (the “Pledgor”) is the owner of the trademark and service mark registrations and applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademark and service mark registrations and applications, collectively, the “Trademarks”) and is the owner of the patents and patent applications listed on Schedule A attached hereto (all such patents and patent applications, collectively, the “Patents”); and

WHEREAS, the Pledgor has entered into an Amended and Restated Security Agreement (as amended, modified, restated or supplemented from time to time, the “Security Agreement”), dated as of September 28, 2007, in which the Pledgor has agreed with Allied Capital Corporation, as Administrative Agent (the “Administrative Agent”), with offices at 1919 Pennsylvania Avenue N.W., Washington, D.C. 20006, to execute this Security Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks and the Patents to the extent such Patents and Trademarks constitute Collateral (as defined in the Security Agreement), together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Security Grant has been given in conjunction with security interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Security Grant are not intended to limit, restrict, supplement or amplify the provisions of the Security Agreement, which are incorporated herein by this reference.

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INFANTINO, LLC

By: SRH

Title: _____

State of Ohio

County of Portage

Before me appeared Scott R. Lewis, the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her own behalf or on behalf of the identified corporation or other juristic entity with authority to do so.

This 17th day of September, 2007.

Sherry J. Albertson
Notary Public

(Seal)

My Commission Expires: May 6 2012

SHERRY J. ALBERTSON, Notary Public
STATE OF OHIO
Resident Summit County
My Commission Expires May 6, 2012

*Signature Page to Grant of Security Interest
in Patents and Trademarks*

TRADEMARK
REEL: 003631 FRAME: 0416

SCHEDULE A

TRADEMARK REGISTRATIONS AND APPLICATIONS

Owner	Mark	Reg. No./ Reg. Date	Country	Serial No./ Filing Date
Infantino LLC	6INONERIDER	2,801,089 12/30/2003	U.S.	76/402,918 5/2/2002
Infantino, LLC	BEBE STYLE	2,669,781 12/31/2002	U.S.	76/066,945 6/12/2000
Infantino, LLC	BRIGHT STEPS	2,192,697 9/29/1998	U.S.	75/199,517 11/18/1996
Infantino LLC	BUZZY	2,549,290 3/19/2002	U.S.	76/082,959 7/5/2000
Infantino, LLC	COZY RIDER	2,503,172 10/30/2001	U.S.	76/066,944 6/12/2000
Infantino LLC	CUDDLRYRIDER	2,757,331 8/26/2003	U.S.	76/403,084 5/2/2002
Infantino, LLC	CURLY WHIRLY	2,837,358 4/27/2004	U.S.	78/170,388 10/2/2002
Infantino, LLC	EASYRIDER	3,127,723 8/8/2006	U.S.	78/434,214 6/11/2004
Infantino LLC	EURORIDER	2,767,923 9/23/2003	U.S.	76/403,201 5/2/2002
Infantino, LLC	FLUTTERBUG	3,108,141 6/20/2006	U.S.	78/560,684 2/4/2005
Infantino, LLC	GO BUDDIES	2,870,507 8/3/2004	U.S.	78/178,228 10/24/2002
Infantino, LLC	GO CART	2,837,359 4/27/2004	U.S.	78/170,389 10/2/2002
Infantino, LLC	GO MAT	2,837,360 4/27/2004	U.S.	78/170,390 10/2/2002
Infantino LLC	GO MOBILE	2,672,303 1/7/2003	U.S.	78/111,818 2/28/2002
Infantino, LLC	GOGORIDER	2,918,061 1/11/2005	U.S.	78/206,313 1/23/2003
Infantino, LLC	HURRAY FOR PLAY!	3,015,295 11/15/2005	U.S.	78/452,910 7/19/2004
Infantino, LLC	RIDER	3,249,920 6/5/2007	U.S.	78/244,393 5/1/2003

Owner	Mark	Reg. No./ Reg. Date	Country	Serial No./ Filing Date
Infantino, LLC	SHOP & PLAY	2,900,656 11/2/2004	U.S.	78/178,227 10/24/2002
Infantino, LLC	SLINGRIDER	2,863,686 7/13/2004	U.S.	78/184,877 11/13/2002
Infantino LLC	WE THINK LIKE BABIES	2,825,942 3/23/2004	U.S.	76/402,923 5/2/2002

PATENTS & PATENT APPLICATIONS

Owner	Name	Applic. No./ Filing Date	Country	Patent No. Issue Date
Infantino, LLC	Unpublished application	11/754,155 5/25/2007	U.S.	
Infantino, LLC	Unpublished application	11/749,063 5/15/2007	U.S.	
Infantino, LLC	Unpublished application	11/749,055 5/15/2007	U.S.	
Infantino, LLC	Unpublished application	11/626,246 1/23/2007	U.S.	
Infantino, LLC	Unpublished application	60/845,730 9/19/2006	U.S.	
Infantino, LLC	Collapsible umbrella gym	11/508,063 8/22/2006	U.S.	
Infantino, LLC	Infant mobile	11/168,821 6/28/2005	U.S.	
Infantino, LLC	Multi function shopping cart insert	10/137,849 5/2/2002	U.S.	6,851,749 2/8/2005
Infantino, LLC	Car seat support member	10/426,492 4/30/2003	U.S.	6,814,405 11/9/2004
Infantino, LLC	Infant carrier	10/391,946 3/19/2003	U.S.	6,763,983 7/20/2004
Infantino, LLC	Infant carrier	09/864,910 5/24/2001	U.S.	6,598,771 7/29/2003
Infantino	Car seat support	29/133,815 12/7/2000	U.S.	D467,458 12/24/2002
Infantino	Car seat support	29/133,821 12/7/2000	U.S.	D459,136 6/25/2002
Infantino	Car seat support	29/133,822 12/7/2000	U.S.	D458,503 6/11/2002
Infantino	Infant carrier	29/142,354 5/24/2001	U.S.	D455,546 4/16/2002
Infantino	Infant carrier	29/142,413 5/24/2001	U.S.	D453,066 1/29/2002
Infantino	Infant carrier	29/142,415 5/24/2001	U.S.	D452,993 1/22/2002
Infantino	Car seat support	29/133,829 12/7/2000	U.S.	D444,983 7/17/2001

Owner	Name	Applic. No./ Filing Date	Country	Patent No. Issue Date
Infantino, a Doral Company	Three arm mobile	29/055,677 6/10/1996	U.S.	D387,395 12/9/1997