

# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
Swavelle/Mill Creek Fabrics, Inc.  
15 East 26<sup>th</sup> Street, Suite 1601  
New York, NY 10010

Individual(s)                       Association  
 General Partnership             Limited Partnership  
 Corporation-State: NY  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
Name: Bank of America, N.A.  
Internal Address: \_\_\_\_\_  
Street Address: 335 Madison Avenue  
City: New York State: NY ZIP: 10017

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other National Association

If assignee is not domiciled in the United States, a domestic representative designation is attached  Yes  No  
 (Designations must be a separate document from Assignment)  
 Additional Name(s) & address(es) attached?  Yes  No

3. Nature of conveyances:  
 Assignment                               Merger  
 Security Agreement                   Change of Name  
 Other \_\_\_\_\_

Execution Date: October 2, 2009

4. Application Number(s) or registration number(s):  
 A. Trademark Application.(s)  
SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)  
SEE ATTACHED SCHEDULE A

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: CT Lien Solutions  
 Internal Address: \_\_\_\_\_  
 Street Address: 187 Wolf Rd  
Ste 101  
 City: Albany State: NY ZIP: 12205

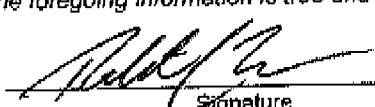
6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): ..... \$ 90-  
 Enclosed  
 Authorized to be charged to CREDIT CARD

8. Deposit account number: \_\_\_\_\_  
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.  
*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document*

Robert J. Tan                                                            10/05/09  
 Name of Person Signing                              Signature                              Date

Total number of pages including coversheet, attachments and document: 7

Mail documents to be recorded with required coversheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

CIP \$90.00 3315834

### SCHEDULE A

Schedule A to a Trademark Assignment of Security dated October 2, 2009, by and among Swavelle/Mill Creek Fabrics, Inc. and Bank of America, N.A.

REGISTRATION NO. OR APPLICATION NO.	REGISTRATION OR FILING DATE	MARK
3315834	10/23/07	Swavelle/Mill Creek Fabrics, Inc. (and Design of Name in Script)
1627205	12/11/90	Mill Creek Fabrics
3301192	10/2/07	TFA Logo

## TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, the undersigned ("Grantor"), owns the marks shown under Grantor's name in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to Bank of America, N.A. ("Lender") pursuant to (i) a certain Amended and Restated Loan and Security Agreement, dated the date hereof, among Lender, Grantor and the other parties named therein and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor and certain affiliates of the Grantor in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Lender a security interest in Grantor's Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby assign unto Lender and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.


Grantor expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York  
October 2, 2009

Witness:

SWAVELLE/MILL CREEK FABRICS, INC.



  
Name: Jeffrey Tolmayer  
Its: CEO

Witness:

BANK OF AMERICA, N.A.

\_\_\_\_\_  
Name:  
Its:

STATE OF NEW YORK )

: ss.:

COUNTY OF NEW YORK )

On this 29 day of September, 2009, before me personally came Jeffrey Thomas, to me known, who, being by me duly sworn, did depose and say that s/he is the CEO of Swaville/Mill Creek Fabrics, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

  
Notary Public

ROSA I. CALDERON  
Notary Public, State of New York  
No. 01CAG161910  
Qualified in Westchester County  
Term Expires February 11, 2012

STATE OF NEW YORK )

: ss.:

COUNTY OF NEW YORK )

On this \_\_\_ day of \_\_\_\_\_, 2009, before me personally came \_\_\_\_\_, to me known, who, being by me duly sworn, did depose and say that s/he is the \_\_\_\_\_ of Bank of America, N.A., the entity described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said entity.

\_\_\_\_\_  
Notary Public

Grantor expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York

October 2, 2009

Witness:

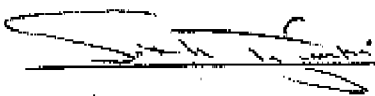
SWAVELLE/MILL CREEK FABRICS, INC.

\_\_\_\_\_  
Name:

Its:

Witness:

BANK OF AMERICA, N.A.

  
\_\_\_\_\_  
Name: EDMUNDO KAHAN

Its: VICE PRESIDENT

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

On this \_\_\_\_\_ day of \_\_\_\_\_, 2009, before me personally came \_\_\_\_\_, to me known, who, being by me duly sworn, did depose and say that s/he is the \_\_\_\_\_ of Swavelle/Mill Creek Fabrics, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

\_\_\_\_\_  
Notary Public

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

On this 30<sup>TH</sup> day of SEPTEMBER 2009, before me personally came EDMUNDO KEHN to me known, who, being by me duly sworn, did depose and say that s/he is the VP of Bank of America, N.A., the entity described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said entity.

*Hannelore-Gabriela Braunstein*  
Notary Public

HANNELORE-GABRIELA BRAUNSTEIN  
Notary Public, State of New York  
No. 01BR6060756  
Qualified in Kings County  
Commission Expires July 2, 20 11