

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TCJ Manufacturing, LLC		03/03/2010	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	Rosenthal & Rosenthal, Inc.
Street Address:	Attn: Alison O'Connell
Internal Address:	1370 Broadway
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	77572650	VELVET HEART
Serial Number:	77569841	VELVET HEART FRESH DENIM GROWN DAILY
Serial Number:	78629525	VELVET HEARTS
Serial Number:	77465202	MODERN LOVE
Serial Number:	78508727	JAK AND RAE
Serial Number:	77580064	X

CORRESPONDENCE DATA

Fax Number: (800)494-7512
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 800-494-5225
 Email: jdougherty@nationalcorp.com
 Correspondent Name: National Corporate Research
 Address Line 1: Attn: Joseph Dougherty
 Address Line 2: 1100 G St.NW, Suite 420

OP \$165.00 77572650

900167228

**TRADEMARK
 REEL: 004244 FRAME: 0092**

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER: N325019

NAME OF SUBMITTER: Alison O'Connell

Signature: /Alison O'Connell/

Date: 07/19/2010

Total Attachments: 3
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NOTICE OF SECURITY INTEREST

Notice is hereby given that TCJ MANUFACTURING, LLC, a California corporation with an address at 1475 Long Beach Avenue, Los Angeles, CA 90021 ("Debtor") has granted a security interest to Rosenthal & Rosenthal of California, Inc. ("Lender") having an office at 21700 Oxnard Street, Woodland Hills, CA 91367 in and to all of Debtor's trademarks, including, without limitation, the trademarks listed on Exhibit A and the applications and registrations associated therewith, pursuant to an agreement between Debtor and Lender dated March 3, 2010 and as the same may be amended or supplemented from time to time.

Dated: as of March 3, 2010

TCJ MANUFACTURING, LLC

By: 

Moshe Tsabag, Manager

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

On March 3, 2010 before me, Sydnee Breuer, Notary Public

Date

Here Insert Name and Title of the Officer

personally appeared Moshe Tsabag

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Sydnee Breuer

Signature of Notary Public



Place Notary Seal Above

TRADEMARK

REEL: 004244 FRAME: 0095

Exhibit A

TRADEMARKS

Trademark	Serial/Reg. No.
VELVET HEART	77572650
VELVET HEART FRESH DENIM GROWN DAILY	77569841
VELVET HEARTS	78629525
MODERN LOVE	77465202
JAK AND RAE	78508727
X (STYLIZED MARK)	77580064