

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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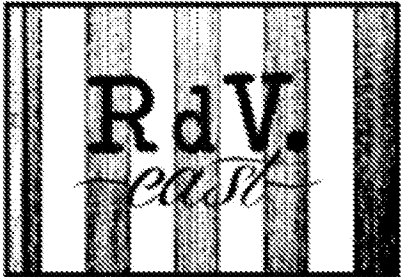

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
13th Street Entertainment, LLC		02/07/2011	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	Andy Unanue		
Street Address:	14 Penn Plaza Suite 1305		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10122		
Entity Type:	INDIVIDUAL: UNITED STATES		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	85049502	RDV.	
Serial Number:	85049555	RDV. EAST	
Serial Number:	85052111	KISS & FLY	
Serial Number:	85052122		
Serial Number:	85094697	KISS & FLY	
Serial Number:	85094799		
CORRESPONDENCE DATA			
Fax Number:	(504)589-8269		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	504-582-8702		
Email:	jwtrademarks@joneswalker.com		
Correspondent Name:	Keith Landry		
Address Line 1:	201 St. Charles Avenue 50th Floor		
Address Line 4:	New Orleans, LOUISIANA 70170		

CH \$165.00 85049502

ATTORNEY DOCKET NUMBER:	124510-00
NAME OF SUBMITTER:	Keith Landry
Signature:	/Keith Landry/
Date:	03/02/2011
Total Attachments: 3 source=Servicemark Security Agreement _N2247397-4__pdf#page1.tif source=Servicemark Security Agreement _N2247397-4__pdf#page2.tif source=Servicemark Security Agreement _N2247397-4__pdf#page3.tif	

GRANT OF SECURITY INTEREST IN SERVICE MARK RIGHTS

Pursuant to and subject to the terms of the Amended and Restated Promissory Note and Security Agreement dated February 7, 2011 by and between 13th Street Entertainment, LLC and Andy Unanue (the “*Agreement*”), 13th Street Entertainment, LLC, a New York limited liability company, as borrower (“*Grantor*”), whose principal office is at 409 West 13th Street, New York, New York, 10014, hereby grants to Andy Unanue, an individual of the age of majority and a resident of the State of New York, whose address is c/o AU & Associates, LLC, 14 Penn Plaza, Suite 1305, New York, New York 10122, as secured party, (the “*Secured Party*”), a continuing security interest under the Uniform Commercial Code as adopted and in effect in the State of New York (“*UCC*”) in and upon the below listed U.S. service marks and U.S. service mark registrations as agreed to in the Agreement (the “*Service Marks*”):

<u>U.S. Service Mark</u>	<u>Application or Registration Number</u>	<u>Filing or Registration Date</u>
RdV. RDV (stylized)	85049502	May 27, 2010
 RDV EAST (stylized)	85049555	May 27, 2010
KISS AND FLY	85052111	June 1, 2010
 (KISS AND FLY DESIGN)	85052122	June 1, 2010
KISS & FLY	85094697	July 28, 2010



(KISS AND FLY DESIGN)

Grantor acknowledges that the continuing security interest described herein is granted to the Secured Party as security for Grantor's obligations under the Agreement. The Secured Party agrees that it shall only have the right to enforce its rights under this agreement pursuant to the terms of the Agreement if Grantor fails to perform its obligations under the Agreement.

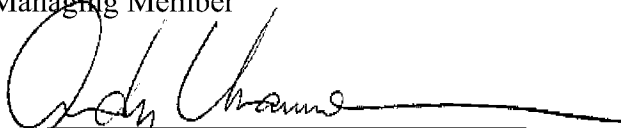
The Secured Party's security interest in the Service Marks can be terminated only in accordance with the terms of the Agreement. Upon Grantor's satisfaction of its obligations under the Agreement and the termination of this security interest, the Secured Party will execute such releases and other documents as reasonably requested by Grantor to evidence such termination.

Grantor and the Secured Party have duly executed this agreement as of February 7, 2011.

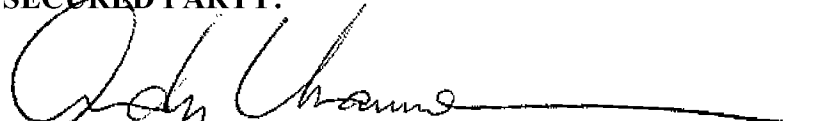
GRANTOR:

13TH STREET ENTERTAINMENT, LLC

By: AU & Associates, LLC.
its Managing Member

By: 
Name: Andy Unanue
Title: President and CEO

SECURED PARTY:


ANDY UNANUE