

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
Robbins Bros. Jewelry, Inc.		07/08/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	First Niagara Commerical Finance, Inc.		
Street Address:	3 Allied Drive		
Internal Address:	Suite 210		
City:	Dedham		
State/Country:	MASSACHUSETTS		
Postal Code:	02026		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 23			
Property Type	Number	Word Mark	
Serial Number:	85218435	ENGAGEMENT DREAMS	
Serial Number:	85207825	BELLA LUNA	
Serial Number:	77337445	MR. SMITH'S INCREDIBLE DIAMOND	
Serial Number:	77323754	BIGGER. BRIGHTER. PATENTED. PROVEN.	
Serial Number:	77297753	CHIEF ENGAGEMENT OFFICER	
Registration Number:	3767097	WELCOME TO THE REST OF YOUR LIFE	
Registration Number:	2237873	THE ENGAGEMENT RING STORE	
Registration Number:	2689729	WORLD'S BIGGEST ENGAGEMENT RING STORE	
Registration Number:	3263871	ROBBINS BROS.	
Registration Number:	2999592	RB WORLD'S BIGGEST ENGAGEMENT RING STORE	
Registration Number:	2907663	WORLD CLASS WEDDINGS AT ROBBINS BROS.	
Registration Number:	3315057	ROBBINS BROS. WORLD'S BIGGEST ENGAGEMENT RING STORE	
Registration Number:	3358488	SOLANA	

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TRADEMARK
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Registration Number:	3635731	PERFECT PROPOSALS
Registration Number:	3444058	PERFECT PROPOSALS
Registration Number:	3248687	WORLD CLASS WEDDINGS AT ROBBINS BROS.
Registration Number:	3021907	RECRUIT-A-PALOOZA
Registration Number:	3496972	GEMQUEST
Registration Number:	3049149	LOVE2
Registration Number:	3676950	RANDOM ACTS OF ROMANCE
Registration Number:	3493597	WATER GIVING WATER
Registration Number:	3661523	MSID
Serial Number:	77516900	ROBBINS BROS. ONE LOVE. ONE RING.

CORRESPONDENCE DATA

Fax Number: (302)636-5454

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 800-927-9801 x2348

Email: jpaterso@cscinfo.com

Correspondent Name: Corporation Service Co.- J. Paterson

Address Line 1: 1090 Vermont Avenue NW, Suite 430

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	08/29/2011

Total Attachments: 6

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

July 8, 2011

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, ROBBINS BROS. JEWELRY, INC., a Delaware corporation (the "Grantor"), hereby grants to FIRST NIAGARA COMMERCIAL FINANCE, INC., a wholly-owned subsidiary of First Niagara Bank, N.A. (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by and between the Grantor and the Grantee, dated as of July 8, 2011 (as amended, restated, supplemented or otherwise modified and in effect from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

ROBBINS BROS. JEWELRY, INC., as Grantor

By: Bruce L. Ross
Name: Bruce Ross
Title: Executive Vice President, Chief Financial
Officer and Treasurer

FIRST NIAGARA COMMERCIAL FINANCE,
INC., a wholly-owned subsidiary of First Niagara
Bank, N.A., as Grantee

By: _____
Name: Andrew H. Moser
Title: Senior Vice President, Head of Asset-Based
Lending

Signature Page to Grant of Security Interest in United States Trademarks


TRADEMARK
REEL: 004613 FRAME: 0140

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

ROBBINS BROS. JEWELRY, INC., as Grantor

By: _____
Name: Bruce Ross
Title: Executive Vice President, Chief Financial
Officer and Treasurer

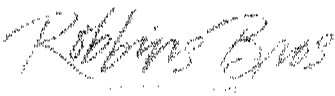


FIRST NIAGARA COMMERCIAL FINANCE,
INC., a wholly-owned subsidiary of First Niagara
Bank, N.A., as Grantee


By: _____
Name: Andrew H. Moser
Title: Senior Vice President, Head of Asset-Based
Lending



Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 004613 FRAME: 0141

SCHEDULE A

Mark	Application/ Registration No.	Application/ Registration Date
ENGAGEMENT DREAMS	85/218435	01/14/2011
ROBBINS BROS. ONE LOVE. ONE RING. 	77/516900	07/08/2008
BELLA LUNA	85/207825	12/30/2010
MR. SMITH'S INCREDIBLE DIAMOND	77/337445	11/27/2007
BIGGER. BRIGHTER. PATENTED. PROVEN.	77/323754	11/07/2007
CHIEF ENGAGEMENT OFFICER	77/297753	10/05/2007
WELCOME TO THE REST OF YOUR LIFE®	3,767,097	03/30/2010
THE ENGAGEMENT RING STORE®	2,237,873	04/13/1999
THE WORLD'S BIGGEST ENGAGEMENT RING STORE®	2,689,729	02/25/2003
ROBBINS BROS. and design  ***	3,263,871	07/17/2007
RB WORLD'S BIGGEST ENGAGEMENT RING STORE and design 	2,999,592	09/27/2005
WORLD CLASS WEDDINGS AT ROBBINS BROS.®	2,907,663	12/07/2004

Schedule A to Grant of Security Interest in United States Trademarks

ROBBINS BROS. WORLD'S BIGGEST ENGAGEMENT RING STORE and design ***  ®	3,315,057	10/23/2007
SOLANA®	3,358,488	12/25/2007
PERFECT PROPOSALS®	3,635,731	06/09/2009
PERFECT PROPOSALS®	3,444,058	06/10/2008
WORLD CLASS WEDDINGS AT ROBBINS BROS. and design ®  ***	3,248,687	05/29/2007
RECRUIT-A-PALOOZA®	3,021,907	11/29/2005
GEMQUEST®	3,496,972	09/02/2008
LOVE ² (stylized format) ® Love ²	3,049,149	01/24/2006
RANDOM ACTS OF ROMANCE®	3,676,950	09/01/2009
WATER GIVING WATER®	3,493,597	08/26/2008
MSID®	3,661,523	07/28/2009

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Schedule A to Grant of Security Interest in United States Trademarks