

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		SECURITY INTEREST	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wildcat Retro Brands, LLC		11/16/2011	LIMITED LIABILITY COMPANY: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Rosenthal & Rosenthal, Inc.		
<b>Street Address:</b>	1370 Broadway		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10018		
<b>Entity Type:</b>	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77383350	THE ORIGINAL RETRO BRAND	
<b>Serial Number:</b>	77913379	DISTANT REPLAYS	
<b>Serial Number:</b>	75790445	DISTANT REPLAYS	
<b>Serial Number:</b>	78103116	RARE THREADS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)564-6083		
<b>Phone:</b>	(212) 947-7200		
<b>Email:</b>	jdougherty@nationalcorp.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	Joseph Dougherty		
<b>Address Line 1:</b>	National Corporate Research		
<b>Address Line 2:</b>	10 E. 40th St., 10th Fl		
<b>Address Line 4:</b>	New York, NEW YORK 10016		
<b>ATTORNEY DOCKET NUMBER:</b>	N345501		

OP \$115.00 77383350

**900208747**

**TRADEMARK**  
**REEL: 004673 FRAME: 0154**

NAME OF SUBMITTER:	Omar J. Barbero
Signature:	/Omar J. Barbero/
Date:	12/06/2011
Total Attachments: 4 source=Wildcat TM#page2.tif source=Wildcat TM#page3.tif source=Wildcat TM#page4.tif source=Wildcat TM#page5.tif	

## SECURITY INTEREST

WHEREAS, WILDCAT RETRO BRANDS, LLC a limited liability company formed under the laws of California located at 1931 Bay Street, Los Angeles, CA 90021 (the "Company"), has adopted, used and is using the marks annexed hereto as Schedule A (the "Marks"), and

WHEREAS, The Company is obligated to Rosenthal & Rosenthal of California, Inc. (the "Factor") located at 21700 Oxnard Street, Ste. 1880 Woodland Hills, CA 91367, pursuant to a Factoring Agreement dated November 16, 2011, as amended (referred to as the "Factoring Agreement"); and

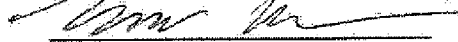
WHEREAS, the Company is seeking to increase its credit extension pursuant to the Factoring Agreement, and the Company is now granting to the Factor a security interest in the Marks, together with the good will of the business symbolized by the Marks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby grant to the Factor a security interest in and to the Marks, together with the good will of the business symbolized by the Marks, which security interest shall secure all the Obligations as defined in the Factoring Agreement and in accordance with the terms and provisions thereof.

The Company expressly acknowledges and affirms that the rights and remedies of the Factor with respect to the security interest granted hereby are more fully set forth in the Factoring Agreement.

Dated: November 16, 2011

WILDCAT RETRO BRANDS, LLC



By: Marc Herman

Title: Manager

**SCHEDULE A**

<u>MARK</u>	<u>SERIAL/REG. NO.</u>
The Original Retro Brands	77383350/3494296
Distant Replays	77913379/3834761
Distant Replays	75790445/2739413
Rare Threads	78103116/3059921

26005/000/651324.1

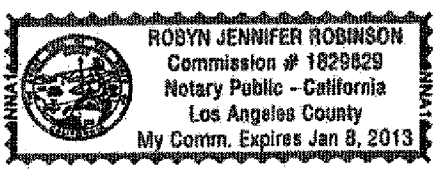
**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

State of California }  
County of Los Angeles

On November 16, 2011 before me, Robyn Jennifer Robinson, Notary Public

personally appeared Marc Hermer  
Date Here Insert Name and Title of the Officer 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 \_\_\_\_\_  
Signature of Notary Public

Place Notary Seal Above

**OPTIONAL**

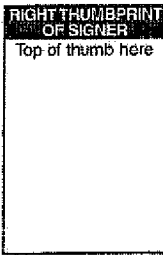
*Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.*

**Description of Attached Document**

Title or Type of Document: Special Interest  
Document Date: 11/16/11 Number of Pages: 3  
Signer(s) Other Than Named Above: \_\_\_\_\_

**Capacity(ies) Claimed by Signer(s)**

Signer's Name: \_\_\_\_\_  
 Individual  
 Corporate Officer — Title(s): \_\_\_\_\_  
 Partner —  Limited  General  
 Attorney in Fact  
 Trustee  
 Guardian or Conservator  
 Other: \_\_\_\_\_  
Signer Is Representing: \_\_\_\_\_



Signer's Name: \_\_\_\_\_  
 Individual  
 Corporate Officer — Title(s): \_\_\_\_\_  
 Partner —  Limited  General  
 Attorney in Fact  
 Trustee  
 Guardian or Conservator  
 Other: \_\_\_\_\_  
Signer Is Representing: \_\_\_\_\_

