

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM322224

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Supplement to Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Foto Fantasy, Inc.		10/24/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Citizens Bank, N.A.		
Street Address:	28 State Street		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02109		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4345110	INNOVATIVE FOTO	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	202-370-4750		
Email:	ipteam@nationalcorp.com		
Correspondent Name:	Dwayne C. Houston		
Address Line 1:	1025 Vermont Avenue NW, Suite 1130		
Address Line 2:	National Corporate Research, Ltd.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	F152500		
NAME OF SUBMITTER:	Janet S. Wamsley		
SIGNATURE:	/Janet S. Wamsley/		
DATE SIGNED:	11/05/2014		
Total Attachments: 3			
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FIRST SUPPLEMENT TO NOTICE OF GRANT OF SECURITY INTEREST IN
INTELLECTUAL PROPERTY

This Supplement to Notice of Grant of Security Interest in Intellectual Property (this "Supplement") is made as of the 24th day of October, 2014 by Foto Fantasy, Inc. (the "Borrower"), in favor of Citizens Bank, N.A. formerly known as RBS Citizens, N.A. (in such capacity, together with its successors and permitted assigns, ("Secured Party").

WHEREAS, the Borrower executed and delivered a Notice of Grant of Security Interest in Intellectual Property (the "IP Grant") dated July 21, 2011 and recorded on July 25, 2011 with the Trademark Office of the United States Patent and Trademark Office (the "PTO") at Reel 004589, Frame 0632 and with the Patent Office of the PTO at Reel 026639, Frame 0860 (as amended of record from time to time hereinafter, the "Grant") in favor of the Secured Party, pursuant to which the Borrower pledged, assigned and granted a security interest in certain Trademarks and Patents (as defined therein); and

WHEREAS, the Borrower has developed one (1) additional Trademark and (1) additional Patent and desires to hereby confirm the pledge of, and the grant of a security interest in, such additional Trademark and Patent in favor of the Secured Party.

NOW, THEREFORE, in consideration of the mutual covenants herein contained and benefits to be derived herefrom, it is hereby agreed as follows:

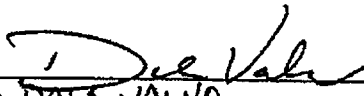
1. Definitions. All capitalized terms herein and not otherwise defined shall have the same meaning herein as in the Grant.
2. Supplement to Schedule A and Schedule C. Schedule A to the Grant is hereby supplemented, but not replaced, by Schedule A-1 annexed hereto; Schedule C to the Grant is hereby supplemented, but not replaced, by Schedule C-1 annexed hereto.
3. Miscellaneous:
 - a. Except as provided herein, all terms and conditions of the Grant remain in full force and effect. The Borrower hereby ratifies, confirms and reaffirms all of the representations, warranties and covenants contained therein.
 - b. This Supplement covers the entire understanding of the parties with respect to the matters set forth herein and supersedes all prior discussions and negotiations hereon.

[signature page follows]

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

Borrower:

FOTO FANTASY, INC.
a Delaware corporation

By: 
Name: DALE VALVO
Title: PRESIDENT / CEO

SCHEDULE A-1
TRADEMARK

Owner	Trade Mark	Serial No.	Registration No.
Foto Fantasy, Inc.	INNOVATIVE FOTO	85506205	4345110

SCHEDULE C-1
PATENT

Owner	Patent	Application No.	Registration No.
Foto Fantasy, Inc.	SELF PHOTOGRAPHY BOOTH	29055286	D388451