

**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>
Calip Holdings Inc.		11/20/2007	CORPORATION: NEW YORK

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	JPMorgan Chase Bank, N.A.
<b>Street Address:</b>	270 Park Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10017
<b>Entity Type:</b>	commercial bank: UNITED STATES

**PROPERTY NUMBERS Total: 16**

Property Type	Number	Word Mark
Serial Number:	78802092	SCHRAFFT'S
Serial Number:	76423353	CENTRONE'S
Serial Number:	76423352	CENTRONE'S THE ORIGINAL
Serial Number:	78652427	CREMA DI ELEGANZA
Serial Number:	78652444	S
Serial Number:	78652463	MARCHIONY
Serial Number:	78652466	WILLIAM F.
Serial Number:	78653280	SEDUTTO CREMA DI ELEGANZA
Serial Number:	78800066	CREAM OF THE HAMPTONS
Serial Number:	78660619	SLENDER TREAT
Serial Number:	78625013	BUNGALOW BAR
Registration Number:	0070540	SCHRAFFT'S
Registration Number:	1477060	THE SCHRAFFT CENTER
Registration Number:	1511971	CREAM OF THE HAMPTONS

CH \$415.00 78802092

Registration Number:	3254813	BUNGALOW BAR
Registration Number:	1555964	CREAM OF THE HAMPTONS

**CORRESPONDENCE DATA**

Fax Number: (212)660-3001  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 212-660-3000  
Email: rverner@sandw.com  
Correspondent Name: Richard Verner  
Address Line 1: 1290 Avenue of the Americas  
Address Line 2: Sullivan & Worcester LLP  
Address Line 4: New York, NEW YORK 10104

ATTORNEY DOCKET NUMBER:	20941.1
NAME OF SUBMITTER:	Richard Verner
Signature:	/Richard Verner/
Date:	11/28/2007

**Total Attachments: 3**  
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**TRADEMARK SECURITY AGREEMENT  
FOR RECORDATION**

**WHEREAS, CALIP HOLDINGS INC.**, a New York corporation (the "Company"), having its principal place of business at 701 Zerega Avenue, Bronx, New York 10473, is the owner of all right, title and interest in and to the United States trademark and trademark applications set forth on Schedule A attached hereto;

**WHEREAS**, pursuant to the terms and conditions of the Intellectual Property Security Agreement dated as of November 19, 2007 (the "IP Security Agreement") made by Company in favor of JPMorgan Chase Bank, N.A. ("Secured Party"), the Company is required to grant a security interest in, and lien on, said trademarks to secure the Obligations (as defined in the Trademark Security Agreement); and

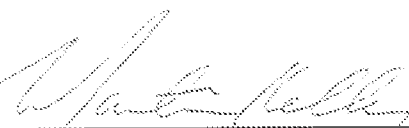
**WHEREAS**, Company is willing to grant to Secured Party the security interest in and lien on the trademarks described above.

**NOW, THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Trademark Security Agreement, the Company hereby grants to Secured Party a security interest in, and a lien upon, the trademarks set forth in Schedule A attached hereto, which security interest shall secure all the Obligations and in accordance with the terms and provisions thereof.

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

New York, New York  
November 20, 2007

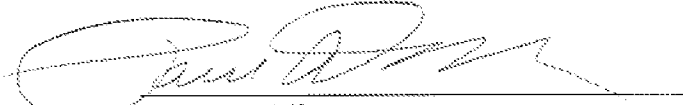
**CALIP HOLDINGS INC.**

By:   
\_\_\_\_\_  
Martin Kelly  
President

ACKNOWLEDGMENT

STATE OF NEW YORK    )  
                                  ) ss:  
COUNTY OF NEW YORK )

On the 20<sup>th</sup> day of November in the year 2007 before me, the undersigned, personally appeared Martin Kelly, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

  
Notary Public

PAULA MICHELS  
Notary Public, State of New York  
No. 02604612975  
Qualified in Westchester County  
Commission Expires 6/30/2010

**EXHIBIT A TO  
TRADEMARK SECURITY AGREEMENT**

Trademark/Service Mark	Registration/Application No.	First Use/Filed
Schrafft's	Reg. No. 70540	2/18/90
Schrafft's	App. No. 78/802,092	1/30/06
The Schrafft Center	Reg. No. 1,477,060	6/11/85
Centrone's	App No. 76/423,353	6/20/02
Centrone's	App No. 76/423,352	6/20/02
crema di eleganza	App. No. 78/652,427	6/16//05
"S" Shield	App. No. 78/652,444	6/16/05
Marchiony	App. No. 78/652,463	6/15/05
William F	App. No. 78/652,466	6/15/05
Sedutto – crema di eleganza [lady]	App. No. 78/653,280	6/17/05
Cream of the Hamptons	App. No. 78/800,066	1/26/06
Cream of the Hamptons	Reg. No. 1,511,971	8/11/87
Slender Treat	App. No. 78/660,619	6/29/05
Bungalow Bar	App. No. 78/625,013	5/6/05
Bungalow Bar	App. No. 3,254,813	4/14/32
Cream of the Hamptons	Reg. No. 1,555,964	8/11/87