

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																																				
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks																																				
CONVEYING PARTY DATA																																					
<table border="1"><thead><tr><th>Name</th><th>Formerly</th><th>Execution Date</th><th>Entity Type</th></tr></thead><tbody><tr><td>Sassy, Inc.</td><td></td><td>08/08/2011</td><td>CORPORATION: ILLINOIS</td></tr></tbody></table>	Name	Formerly	Execution Date	Entity Type	Sassy, Inc.		08/08/2011	CORPORATION: ILLINOIS																													
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Sassy, Inc.		08/08/2011	CORPORATION: ILLINOIS																																		
RECEIVING PARTY DATA																																					
Name:	Bank of America, N.A., as Administrative Agent																																				
Street Address:	901 Main Street																																				
Internal Address:	TX1-492-14-11																																				
City:	Dallas																																				
State/Country:	TEXAS																																				
Postal Code:	75202																																				
Entity Type:	national banking association: UNITED STATES																																				
PROPERTY NUMBERS Total: 11																																					
<table border="1"><thead><tr><th>Property Type</th><th>Number</th><th>Word Mark</th></tr></thead><tbody><tr><td>Registration Number:</td><td>3787472</td><td>SASSY SEAT</td></tr><tr><td>Registration Number:</td><td>2752658</td><td>SASSY</td></tr><tr><td>Registration Number:</td><td>3006201</td><td>SASSY</td></tr><tr><td>Registration Number:</td><td>2296588</td><td>SASSY</td></tr><tr><td>Registration Number:</td><td>2183971</td><td>CIRCUS</td></tr><tr><td>Registration Number:</td><td>2159097</td><td>POGO</td></tr><tr><td>Registration Number:</td><td>1652060</td><td>BARNA</td></tr><tr><td>Registration Number:</td><td>1187712</td><td>INFA-TRAINER</td></tr><tr><td>Serial Number:</td><td>85015751</td><td>GROW UP CUP</td></tr><tr><td>Serial Number:</td><td>77808566</td><td></td></tr><tr><td>Serial Number:</td><td>77808544</td><td>SASSY</td></tr></tbody></table>	Property Type	Number	Word Mark	Registration Number:	3787472	SASSY SEAT	Registration Number:	2752658	SASSY	Registration Number:	3006201	SASSY	Registration Number:	2296588	SASSY	Registration Number:	2183971	CIRCUS	Registration Number:	2159097	POGO	Registration Number:	1652060	BARNA	Registration Number:	1187712	INFA-TRAINER	Serial Number:	85015751	GROW UP CUP	Serial Number:	77808566		Serial Number:	77808544	SASSY	
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CORRESPONDENCE DATA																																					
Fax Number:	(919)416-8328																																				

900199252

TRADEMARK
REEL: 004600 FRAME: 0919

OP \$290.00 3787472

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

Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625-004697 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	08/09/2011

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Security and Pledge Agreement dated as of August 8, 2011 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
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See Schedule 1 attached hereto

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated upon the termination of the Agreement or otherwise in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

Sassy, Inc., an Illinois corporation

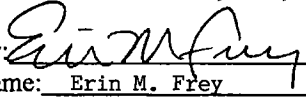
By: 

Name: Bruce Crain

Title: Vice President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: Erin M. Frey
Title: Vice President

SASSY, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 004600 FRAME: 0923

Schedule 1

**Sassy, Inc.
(Illinois Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
SASSY SEAT	3787472	05/11/10
SASSY	2752658	08/19/03
SASSY	3006201	10/11/05
SASSY	2296588	11/30/99
CIRCUS	2183971	08/25/98
POGO	2159097	05/19/98
BARNA	1652060	07/23/91
INFA-TRAINER	1187712	01/26/82

Pending Applications

Mark	Application No.	Filing Date
GROW UP CUP	85015751	04/16/10
Design only	77808566	08/19/09
SASSY and Design	77808544	08/19/09