

01/23/2015



103670770

Form PTO-1594 (Rev. 06/04)
OMB Collection 0851-0027 (ex p. 9/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

01/23/15

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

To the director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Eloquence Corporation

- Individual(s)
- General Partnership
- Corporation-State
- Other: _____
- Association
- Limited Partnership

Citizenship (see guidelines) New York

Execution Date(s) December 18, 2014

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Rosenthal & Rosenthal, Inc.

Internal Address: _____

Street Address: 1370 Broadway

City: New York

State: New York

Country: USA

Zip: 10018

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Security Interest
- Merger
- Change of Name

- Association Citizenship
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship New York
- Other Citizenship

If assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) SEE SCHEDULE A ANNEXED HERETO

B. Trademark Registration No.(s) SEE SCHEDULE A ANNEXED HERETO

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown) SEE SCHEDULE A ANNEXED HERETO

5. Name address of party to whom correspondence concerning document should be mailed:

Name: Susan O'Brien

Internal Address: CT Lien Solutions

Street Address: 187 Wolf Road - Suite 101

City: Albany

State: New York

Zip: 12205

Phone Number: 800-342-3676

Fax Number: 800-962-7049

Email Address: cls-udsalbany@wolterskluwer.com

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$240.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 0974

Expiration Date 3/17

b. Deposit Account Number _____

Authorized User Name: _____

9. Signature:

Signature

Richard L. Stehl

Name of Person Signing

01/28/2015 KNGUYENI 00000005 74018666

01 FC:0521 Date 40.00 OP

02 FC:0521 Number of pages including cover: 200.00 OP
sheet, attachments, and document. 5

Documents to be recorded (including cover sheet) should be faxed to (703) 306-8896, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

SCHEDULE A
TO
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

<u>Trademark</u>	<u>Serial/Reg. No.</u>	<u>Filing Date</u>
Stylized Mark	74018666	January 12, 1990
Adamas Blue	85934976	May 17, 2013
ELO	76158230	November 1, 2000
Eloquence Bridal Classics	85576880	March 22, 2012
Eloquence	76168499	November 20, 2000
MWI	75194156	November 6, 1996
Say "I Love You" With Eloquence	85814010	January 2, 2013
VL	72377969	December 4, 1970
VL	74015010	December 28, 1989

3571369.1

SECURITY INTEREST

WHEREAS, ELOQUENCE CORPORATION, a corporation formed under the laws of New York located at 35 W. 45TH Street, New York, NY 10036 (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, Inc. (the "Lender") located at 1370 Broadway, New York, New York 10018, pursuant to a Financing Agreement dated of even date herewith (the "Financing Agreement"); and


WHEREAS, the Company is seeking to increase its credit extension pursuant to the Financing Agreement, and the Company is now granting to the Lender 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 Lender 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 Financing Agreement and in accordance with the terms and provisions thereof.

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

Dated: December 18, 2014

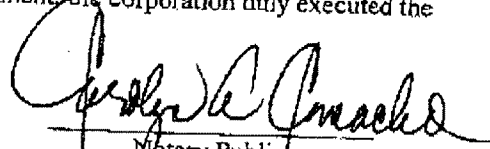
ELOQUENCE CORPORATION

By: 
Alan F. Kleinberg, President

STATE OF New York)
) ss.:
COUNTY OF New York)

On the 18th day of December, 2014 before me, the undersigned, personally came sworn, Alan F. Kleinberg that he is the President of Eloquence Corporation described in and which executed the foregoing instrument; that he executed the same in such capacity and that he had authority to execute such instrument and that by his signature on the instrument, the corporation duly executed the instrument.

CAROLYN A. CAMACHO
NOTARY PUBLIC, State of New York
No. 01CA6148806
Qualified in Richmond County
Commission Expires December 20, 2018



Notary Public

SCHEDULE A

Trademark	Serial/Reg. No.	Filing Date
Stylized Mark	74018666	January 12, 1990
Adamas Blue	85934976	May 17, 2013
ELO	76158230	November 1, 2000
Eloquence Bridal Classics	85576880	March 22, 2012
Eloquence	76168499	November 20, 2000
MWI	75194156	November 6, 1996
Say "I Love You" With Eloquence	85814010	January 2, 2013
VL	72377969	December 4, 1970
VL	74015010	December 28, 1989

Eloquence IP Sec'y Agmt Short Form
3480345.2