FORM PTO-1618A
Expires 06/30/99
OMB0651-0027

11-18-1999

101204478

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

MRP 11.15.99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- [x] New
- [ ] Resubmission (Non-Recordation) Document ID#
- [ ] Correction of PTO Error Reel # Frame #
- [ ] Corrective Document Reel # Frame #

Conveyance Type

- [ ] Assignment
- [ ] License
- [ ] Security
- [ ] Nunc Pro Tunc Assignment
- Effective Date Month Day Year: 10/20/99
- [ ] Merger
- [ ] Change of Name
- [x] Other: Notice of Grant of Security Interest in Trademarks

Conveying Party [ ] **Mark if additional names of conveying parties attached**

Name: Knoll, Inc.

Execution Date Month Day Year: 10/20/99

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Parnership [x] Corporation [ ] Association

[ ] Other:

[x] Citizenship/State of Incorporation/Organization: Delaware

Receiving Party [ ] **Mark if additional names of receiving parties attached**

Name: Bank of America, N.A., as Collateral Agent

DBA/AKA/TA:

Composed of:

Address (line 1): Independence Center, Fifteenth Floor

Address (line 2): 101 North Tryon Street, Agency Services NC1-001-15-04

Address (line 3): Charlotte (City) NC (State/Country) 28255 (Zip Code)

[ ] Individual [ ] General Partnership [ ] Limited Partnership [ ]

[ ] Corporation [ ] Association

[x] Other: National Banking Association

[ ] Citizenship/State of Incorporation/Organization:

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

11/17/1999 DNGUYEN 00000172 75626729

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 [illegible]

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name: N/A

Address (line 1):

Address (line 2):

Address (line 3):

Address (line 4):

Correspondent Name and Address

Area Code and Telephone Number: (919) 286-8000

Name: Steven D. Thomas

Address (line 1): Moore & Van Allen, PLLC

Address (line 2): 2200 West Main Street

Address (line 3): Suite 800

Address (line 4): Durham, NC 27705-4658

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 11

Trademark Application Number(s) or Registration Number(s) ☒ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
75/626,729	75/556,319	75/554,788	2,237,475	2,064,087	1,978,933
75/561,951	75/555,426	75/254,733	2,272,597	2,111,132	1,965,985
75/556,320	75/555,098		2,124,373	2,019,756	1,996,058

Number of Properties Enter the total number of properties involved. # 60

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): $ 1,515.00

Method of Payment: Enclosed ☒ Deposit Account ☒ (any deficiency)

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 13-4365

Authorization to charge additional fees: Yes ☒ No ☐

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Steven D. Thomas — Name of Person Signing

Signature

11/10/99 — Date Signed

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RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party ☐ **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Execution Date
Month Day Year

Name

Formerly

☐ Individual ☐ General Partnership ☐ Limited Parnership ☐ Corporation ☐ Association

☐ Other

☐ Citizenship/State of Incorporation/Organizaiton

Receiving Party ☐ Mark if additional names of receiving parties attached
Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership ☐

☐ Corporation ☐ Association

☐ Other

☐ Citizenship/State of Incorporation/Organization

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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
			1,923,595	1,897,530	1,893,630
			1,930,829	1,931,985	1,887,928
			1,886,080	1,931,984	1,893,629
			1,889,928	1,905,003	1,860,411
			1,925,118	1,931,967	1,926,360
			2,065,353	1,821,382	1,926,359

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Trademark Application Number(s)			Registration Number(s)		
			1,870,515	1,449,734	1,351,746
			1,785,961	1,472,311	1,251,666
			1,763,700	1,436,944	1,251,133
			1,737,652	1,414,255	1,219,143
			1,773,588	1,404,945	1,130,423
			1,655,890	1,446,426	881,942

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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
			842,430	165,697	
			772,313		
			557,893		
			557,891		
			540,027		
			535,589		

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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of October 20, 1999 (the "Security Agreement") by and among the Credit Parties party thereto (each a "Credit Party" and collectively, the "Credit Parties") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the Lenders:

TRADEMARKS

Trademark Registration No.	Description of Trademark Item	Date of Trademark

See Exhibit A attached hereto and made a part hereof.

Trademark Applications

Trademark Applications No.	Description of Trademark Applied For	Date of Trademark Applications

See Exhibit A attached hereto and made a part hereof.

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The Credit Parties and the Collateral Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

KNOLL, INC.

By: _____
Name: Douglas J. Purdom
Title: Senior Vice President
and Chief Financial Officer

Acknowledged and Accepted:

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

By: Robert Klawinski
Name: Robert Klawinski
Title: Managing Director

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Exhibit A

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
CURRENTS	2,237,475	4/6/99
DIVIDENDS	2,272,597	8/24/99
DISCUS	2,124,373	12/23/97
JR	2,064,087	5/20/97
BACKPACK	2,111,132	11/4/97
COUNTERFORCE	2,019,756	11/26/96
GOOD DESIGN IS GOOD BUSINESS	1,978,933	6/4/96
KNOLL. GOOD DESIGN IS GOOD BUSINESS	1,965,985	4/2/96
SALSA	1,996,058	8/20/96
KNOLL EXTRA	1,923,595	10/3/95
KNOLL EXTRA	1,930,829	10/31/95
KNOLL EXTRA	1,886,080	3/28/95
KNOLL EXTRA	1,889,928	4/18/95
KNOLL EXTRA	1,925,118	10/10/95
PROPELLER	2,065,353	5/27/97
KNOLL	1,897,530	6/6/95
SAGUARO CACTUS	1,931,985	10/31/95
TOOTHPICK CACTUS	1,931,984	10/31/95
PARACHUTE	1,905,003	7/11/95
SURF	1,931,967	10/31/95
KNOLL STUDIO	1,821,382	2/15/94
MAGNUSSON UPTOWN	1,893,630	5/9/95
MAGNUSSON MIDTOWN	1,887,928	4/4/95
MAGNUSSON DOWNTOWN	1,893,629	5/9/95
RUGBY	1,860,411	10/25/94
LITTLE DIPPER	1,926,360	10/10/95
BIG DIPPER	1,926,359	10/10/95
DECATHLON	1,870,515	12/27/94
DELIVERING INTELLIGENT WORKSPACES WORLDWIDE	1,785,961	8/3/93
EQUITY	1,763,700	4/6/93
CALIBRE	1,737,652	12/1/92
ORCHESTRA	1,773,588	5/25/93
BULLDOG	1,655,890	9/3/91

Mark	Registration No.	Registration Date
KNOLL	1,449,734	7/28/87
SYSTEM 6	1,472,311	1/12/88
LEATHERWEAVE	1,436,944	4/14/87
VOLANTE	1,414,255	10/21/86
SABRINA	1,404,945	8/12/86
SPINNEYBECK	1,446,426	7/7/87
KNOLL WALL	1,351,746	7/30/85
SPINNEYBECK and Design	1,251,666	9/20/83
SE and Design	1,251,133	9/13/83
ASD	1,219,143	12/7/82
TECHGRAIN	1,130,423	2/5/80
SMOKADOR (Stylized)	881,942	12/9/69
DUO-SYNCRO (Stylized)	842,430	1/16/68
BARCELONA	772,313	6/30/64
KNOLL INTERNATIONAL and Design	557,893	4/22/52
KNOLL (Stylized)	557,891	4/22/52
FIRE-FILE (Stylized)	540,027	3/27/51
"BUILT LIKE A SKYSCRAPER" and Design	535,589	1/2/51
SMOKADOR and Design	165,697	3/20/23

Pending Applications

Mark	Appl. Serial No.	Filing Date
FOG	75-626,729	1/25/99
EQUATOR	75-561,951	9/18/98
30 E (Stylized)	75-556,320	9/18/98
0 (Stylized)	75-556,319	9/18/98
30 W (Stylized)	75-555,426	9/18/98
STONES	75-555,098	9/18/98
LONGITUDE	75-554,788	9/17/98
REFF	75-254,733	3/10/97