FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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
- [X] Security Agreement
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- Effective Date Month Day Year
- [ ] Change of Name
- [ ] Other

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

Name: Levi Strauss & Co.

Execution Date Month Day Year: 04 11 01

Formerly:

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

[ ] Other

[X] Citizenship/State of Incorporation/Organization: a Delaware Corporation

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): 1455 Market Street, 12th Floor

Address (line 2): Agency Management 10831, Mail Code CA5-701-12-09

Address (line 3): San Francisco (City) CA (State/Country) 94103 (Zip Code)

[ ] Individual [ ] General Partnership [ ] Limited Partnership

[ ] Corporation [X] Association

[ ] Other

[X] Citizenship/State of Incorporation/Organization: United States

[ ] 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.)*

FOR OFFICE USE ONLY

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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U.S. Department of Commerce
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number (415) 501-2373

Name Thomas M. Onda, Esq.

Address (line 1) Levi Strauss & Co.

Address (line 2) 1155 Battery Street

Address (line 3)

Address (line 4) San Francisco, CA 94111

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 2

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)		
76193799					
76253980					

Number of Properties

Enter the total number of properties involved. # 2

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 65.00

Method of Payment: Enclosed ☐ Deposit Account ☒

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: # 121161

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.

Thomas M. Onda Assistant Secretary	Thomas M. Onda	6/28/01
Name of Person Signing	Signature	Date Signed

IP SUPPLEMENT NO. 1

This IP SUPPLEMENT NO. 1, dated April 11, 2001, is delivered pursuant to and supplements (i) the Pledge and Security Agreement, dated as of February 1, 2001 (as it may be from time to time amended, amended and restated, supplemented or otherwise modified from time to time, the *"Security Agreement"*), among Levi Strauss & Co., the other Grantors named therein, and Bank of America, N.A., as Secured Party, and (ii) the Grant of Trademark Security Interest dated as of February 1, 2001 (the *"Grant"*) executed by Grantor. Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Grant.

Grantor grants to Secured Party a security interest in all of Grantor's right, title and interest in and to the Trademark Collateral listed on Schedule A attached hereto. All such Trademark Collateral shall be deemed to be part of the Trademark Collateral and shall be hereafter subject to each of the terms and conditions of the Security Agreement and the Grant.

IN WITNESS WHEREOF, Grantor has caused this Supplement to be duly executed and delivered by its duly authorized officer as of April 11, 2001.

LEVI STRAUSS & CO.

By: _____
Name: Joseph M. Maurer
Title: Vice President and Treasurer

Schedule A

LS&CO. TRADEMARKS INVENTORY REPORT

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CTY	IP NUM	MARK	STATUS	APP. NUM	APP. DATE	REG. NUM	REG. DATE	GOODS	CLASS
USA	IP20525A	TAB DEVICE	APPLICATION PENDING	76/193799	01/12/2001			RETAIL STORE SERVICES IN THE FIELD OF CLOTHING.	35 I
USA	IP20547A	SELVEDGE	APPLICATION PENDING		02/12/2001			RETAIL STORE SERVICES IN THE FIELD OF CLOTHING.	35 I

RECORD COUNT 2