Electronic Version v1.1 Stylesheet Version v1.1

 SUBMISSION TYPE:
 NEW ASSIGNMENT

 NATURE OF CONVEYANCE:
 SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Weaver Leather, LLC		110/27/2008	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	KeyBank National Association, as Administrative Agent
Street Address:	127 Public Square
City:	Cleveland
State/Country:	ОНЮ
Postal Code:	44114
Entity Type:	National Association:

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	3041580	OPT-E-HORSE
Registration Number:	3121970	RIDE THE BRAND
Registration Number:	3463001	BRAHMA WEBB
Registration Number:	3383838	SMART COLLECTION CINCH WEAVER LEATHER
Registration Number:	3267505	MIRACLE COLLAR
Registration Number:	3264138	MIRACLE COLLAR
Registration Number:	3305285	WEAVER LEATHER
Registration Number:	2739908	SHEPS
Registration Number:	2734260	MAST
Registration Number:	2626515	SMART CINCH
Registration Number:	2602412	SMART COLLECTION
Registration Number:	2822943	PROTACK
Registration Number:	2859674	PROTACK
Registration Number:	2723621	HERITAGE

TRADEMARK (1907)
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Registration Number:	2798550	LIL' DUDE
Registration Number:	2560298	ROLL SNUG
Registration Number:	2588873	RIDE ON
Registration Number:	2025596	OPT-E-HORSE
Registration Number:	1922016	WEAVER LEATHER
Registration Number:	1409437	PROTACK
Serial Number:	77414509	COUGAR
Serial Number:	77575591	SARAH WEAVER'S FINE GIFTS

CORRESPONDENCE DATA

Fax Number: (202)408-3141

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

Phone: 800-927-9801 x2348
Email: jpaterso@cscinfo.com

Correspondent Name: Corporation Service Company

Address Line 1: 1090 Vermont Avenue NW, Suite 430

Address Line 2: Attn: Jean Paterson

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	776377
NAME OF SUBMITTER:	Jean Paterson
Signature:	/Jean Paterson/
Date:	10/30/2008

Total Attachments: 4

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY		
To the Director of the U. S. Patent and Trademark Office: Plea	se record the attached documents or the new address(es) below.	
1. Name of conveying party(ies): WEAVER LEATHER, LLC	2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? ✓ No	
☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership	Name: KeyBank National Association, as Administrative Aq Internal Address: Street Address: 127 Public Square	
☐ Corporation- State: ☐ Other _limited liability company Citizenship (see guidelines)	City: Cleveland State: OH Country: USA Zip: 44114	
Additional names of conveying parties attached? Yes 🗸 No	Association Citizenship	
3. Nature of conveyance)/Execution Date(s): Execution Date(s) October 27, 2008 ——————————————————————————————————	General Partnership Citizenship Limited Partnership Citizenship Corporation Citizenship	
 ☐ Assignment ☐ Merger ☐ Security Agreement ☐ Change of Name ☑ Other Grant of Security Interest 	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 A. Trademark Application No.(s) 77/414,509; 77/575,591		
C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):		
5. Name & address of party to whom correspondence concerning document should be mailed: Name: Janelle Telesford, Legal Assistant	6. Total number of applications and registrations involved:	
Internal Address: Emmet, Marvin & Martin LLP Street Address: 120 Broadway	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$	
City: New York	8. Payment Information:	
State: NY Zip: 10271	a. Credit Card Last 4 Numbers Expiration Date	
Phone Number: <u>212-238-3244</u> Fax Number: <u>212-238-3100</u>	b. Deposit Account NumberAuthorized User Name	
Email Address: jtelesford@emmetmarvin.com 9. Signature:	October 29, 2008	
Signature Luis Rodrigue Name of Person Signing	Z Total number of pages including cover sheet, attachments, and document: 4	

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

GRANT OF SECURITY INTEREST (TRADEMARKS)

The undersigned, WEAVER LEATHER, LLC, a Delaware limited liability company (the "Grantor"), is obligated to KEYBANK NATIONAL ASSOCIATION (the "Secured Party") under the Credit Agreement, dated as of October 2 2008 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among the Grantor, and the Secured Party, and pursuant to which the Grantor has entered into the Security Agreement, dated as of October 2 2, 2008 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), by and between the Grantor, the affiliates of the Grantor from time to time party thereto and the Secured Party.

Pursuant to the Security Agreement, the Grantor has granted to the Secured Party a security interest in and to all of the present and future right, title and interest of the Grantor in and to the trademarks listed on Schedule 1, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks"), together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor does hereby further grant to the Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Collateral made and granted hereby are set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Secured Party's address is: 127 Public Square, Cleveland, Ohio 44114.

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest (Trademarks) to be duly executed by its duly authorized officer as of the 200 day of October 2008.

WEAVER LEATHER, LLC

Ву:

wame: Paul H. Weave

Title: Chief Executive Officer

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STATE OF OHIO	
) ss.: COUNTY OF <u>HOLMES</u>)	
appeared Paul H. Weaver the basis of satisfactory evidence to be the individuality instrument and acknowledged to me the capacity(ies), that by his/her/their signature(s) of appen behalf of which the individual(s) acted, e made such appearance before the	insert the city or other political subdivision and
	v.Dh. Mart
	Notary Public
My Commission Expires:	Notary Public, State of Ohio My Commission has no expiration date. Section 147.03 R.G.

TRADEMARK
REEL: 003880 FRAME: 0079

Schedule 1 to Grant of Security Interest (Trademarks) Dated as of October 27, 2008

Trademark	Reg. No. / Serial No.	Reg. Date / Filing Date
Opt-E-Horse	3,041,580	January 10, 2006
Ride the Brand	3,121,970	July 25, 2006
Brahma Webb	3,463,001	July 8, 2008
Smart Collection Cinch Weaver Leather	3,383,838	February 19, 2008
Miracle Collar	3,267,505	July 24, 2007
Miracle Collar	3,264,138	July 17, 2007
Weaver Leather	3,305,285	October 9, 2007
Sheps	2,739,908	July 22, 2003
Mast	2,734,260	July 8, 2003
Smart Cinch	2,626,515	September 24, 2002
Smart Collection	2,602,412	July 30, 2002
Protack	2,822,943	March 16, 2004
Protack	2,859,674	July 6, 2004
Heritage	2,723,621	June 10, 2003
Lil' Dude	2,798,550	December 23, 2003
Roll Snug	2,560,298	April 9, 2002
Ride On	2,588,873	July 2, 2003
Opt-E-Horse	2,025,596	December 24, 1996
Weaver Leather	1,922,016	September 26, 1995
Protack	1,409,437	September 16, 1986
Cougar	77/414,509	March 6, 2008
Sarah Weaver's Fine Gifts	77/575,591	September 22, 2008

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RECORDED: 10/30/2008