

TRADEMARK ASSIGNMENT

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
August Hat Company, Inc.		10/17/2012	CORPORATION: CALIFORNIA
Hex Holdings, LLC		10/17/2012	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association
Street Address:	333 South Grand Avenue
Internal Address:	Suite 4150
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90071
Entity Type:	national association: UNITED STATES

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Serial Number:	85157580	HEX
Serial Number:	85180150	WHAT THE HEX?
Serial Number:	85672126	GREENE GREENE + GRAY
Serial Number:	85620113	GREENE + GRAY
Serial Number:	85419487	HEX
Serial Number:	85317522	HEX APPEAL
Serial Number:	85257574	PADPORT
Serial Number:	85257570	TRIAD POCKET SYSTEM
Serial Number:	85045487	A AUGUST
Serial Number:	77255379	V E R T
Serial Number:	76130708	AUGUST ACCESSORIES
Serial Number:	76130707	A

CH \$365.00 85157580

Serial Number:	75881993	SUMMER TOMPKINS
Serial Number:	75090015	AUGUST ACCESSORIES

CORRESPONDENCE DATA

Fax Number: 8188279099
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 8188279000
Email: agrabell@ebg-law.com
Correspondent Name: J. Alison Grabell
Address Line 1: c/o EBG, LLP 21650 Oxnard Street
Address Line 2: Suite 500
Address Line 4: Woodland Hills, CALIFORNIA 91367

ATTORNEY DOCKET NUMBER:	2875.019
NAME OF SUBMITTER:	J. Alison Grabell
Signature:	/J. Alison Grabell/
Date:	10/19/2012

Total Attachments: 3
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source=Assignment of Security in Trademarks - executed#page2.tif
source=Assignment of Security in Trademarks - executed#page3.tif

**ASSIGNMENT, GRANT OF SECURITY INTEREST IN AND MORTGAGE OF
UNITED STATES TRADEMARKS**

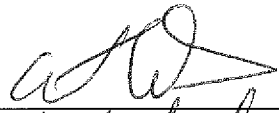
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, AUGUST HAT COMPANY, INC., a California corporation, having its chief executive office at 3051 Sturgis Road, Oxnard, California 93030 and HEX HOLDINGS, LLC, a Delaware limited liability company, having an office at 3051 Sturgis Road, Oxnard, California 93030 (collectively "Grantor"), hereby assign, grant and mortgage to WELLS FARGO BANK, NATIONAL ASSOCIATION ("Grantee"), with offices at 100 Park Avenue, New York, New York 10017 and 333 South Grand Avenue, Suite 4150, Los Angeles, California 90071, a collateral security interest in and a general lien upon, and a conditional assignment of the following (collectively referred to herein as the "Collateral"): (a) all of Grantor's right, title and interest in and to, and arising after the date hereof, the United States trademarks, trademark registrations and trademark applications (the "Trademarks") set forth on Schedule A attached hereto and as amended, supplemented or modified from time to time; (b) the goodwill of the business symbolized by each of the Trademarks; (c) all income, fees, royalties and other payments at any time due or payable to Grantor with respect to any trademarks, including without limitation payments under all licenses heretofore or at any time hereafter entered into by Grantor in connection therewith; (d) in each case, together with all proceeds as set forth in the Agreement (as defined below); and (e) all causes of action arising prior to or after the date hereof for infringement of any of the Trademarks, claim of unfair competition and related causes of action regarding the same.

THIS ASSIGNMENT, GRANT OF SECURITY AGREEMENT IN AND MORTGAGE OF UNITED STATES TRADEMARKS (this "Assignment and Security Agreement") is entered into to secure the full and prompt performance and payment of all the Obligations of the Grantor, as such term is defined in the Intellectual Property Collateral Assignment and Security Agreement between the Grantor and the Grantee, dated as of October 7, 2012 (as amended from time to time, the "Agreement"). Upon the occurrence of an Event of Default, as that term is defined in the Agreement, Grantee shall exercise its rights and remedies with respect to the Collateral. This Assignment and Security Agreement has been entered into in conjunction with the trademark collateral assignment and security interest granted to the Grantee under the Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment and Security Agreement are deemed to conflict with the Agreement, the provisions of the Agreement shall govern.

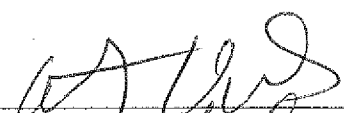
(Signature Page Follows)

The Grantor has executed this Assignment and Security Agreement as of the date below.

AUGUST HAT COMPANY, INC.

By: 
Name: T. Villalobos
Title: _____
Date: October 17, 2012

HEX HOLDINGS, LLC

By: 
Name: T. Villalobos
Title: manager
Date: October 17, 2012

SCHEDULE A
TO ASSIGNMENT, GRANT OF SECURITY INTEREST IN
AND MORTGAGE OF UNITED STATES TRADEMARKS

Serial Number	Reg. Number	Word Mark	Check Status
1	<u>85157580</u>	<u>4210669</u>	<u>HEX</u>
2	<u>85180150</u>	<u>4206667</u>	<u>WHAT THE HEX?</u>
3	<u>85672126</u>		<u>GREENE GREENE + GRAY</u>
4	<u>85620113</u>		<u>GREENE + GRAY</u>
5	<u>85419487</u>	<u>4153276</u>	<u>HEX</u>
6	<u>85317522</u>		<u>HEX APPEAL</u>
7	<u>85257574</u>		<u>PADPORT</u>
8	<u>85257570</u>		<u>TRIAD POCKET SYSTEM</u>
9	<u>85045487</u>		<u>A AUGUST</u>
10	<u>77255379</u>	<u>3609490</u>	<u>V E R T</u>
11	<u>76130708</u>	<u>2566901</u>	<u>AUGUST ACCESSORIES</u>
12	<u>76130707</u>	<u>2494308</u>	<u>A</u>
13	<u>75881993</u>	<u>2511703</u>	<u>SUMMER TOMPKINS</u>
14	<u>75090015</u>	<u>2075393</u>	<u>AUGUST ACCESSORIES</u>