

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Plow & Hearth, LLC		01/06/2014	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association
Street Address:	One Boston Place, 19th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02108
Entity Type:	Association: UNITED STATES

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Serial Number:	85230960	HEARTHSONG
Serial Number:	85403921	THE SILLIES
Serial Number:	85403940	THE SILLIES
Serial Number:	85403952	THE SILLIES
Serial Number:	85703843	HUGGLEPOD
Serial Number:	85715588	GBOP
Serial Number:	73641939	HEARTHSONG
Serial Number:	73641997	HEARTHSONG
Serial Number:	74221030	PLOW & HEARTH
Serial Number:	74233391	TOYS YOU'LL FEEL GOOD ABOUT GIVING
Serial Number:	74319479	TUMBLING GNOMES
Serial Number:	74319555	FINGERMAJIG
Serial Number:	74601400	MAKING SCENTS
Serial Number:	75114381	MAGIC CABIN DOLLS

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TRADEMARK

Serial Number:	75393401	WIND & WONDER
Serial Number:	85308491	AMERICAN COUNTRY HOME
Serial Number:	75822453	HEARTHSONG
Serial Number:	75833874	HEARTHSONG.COM
Serial Number:	75853801	GARDENWORKS
Serial Number:	76160056	
Serial Number:	76160556	WIND & WEATHER
Serial Number:	76317021	HEARTHSOURCE
Serial Number:	76389594	MAGIC CABIN
Serial Number:	76468965	PROBLEM SOLVERS
Serial Number:	85299559	PROBLEMSOLVERS
Serial Number:	76468967	PRACTICAL SOLUTIONS FOR EVERYDAY LIVING
Serial Number:	76508497	HAPPYVILLE BLOCKS
Serial Number:	76578278	CHILDHOOD'S PUREST TREASURES
Serial Number:	76584621	HEARTH HEADQUARTERS
Serial Number:	76636657	CUSHION FINDER
Serial Number:	77305962	PLANTING TWO FOR ONE
Serial Number:	77380372	CONNECTAGONS
Serial Number:	77563167	HEART-TO-HEARTS
Serial Number:	77570670	IMAGINE MY PLACE
Serial Number:	77586127	FAIRY FINDS GAME
Serial Number:	77610740	GIDDYUP AND GO
Serial Number:	77633034	CAMPAIGN TO REFOREST AMERICA
Serial Number:	78907887	MAGNUTS
Serial Number:	78918809	MAGNUTS

CORRESPONDENCE DATA

Fax Number: 8004947512
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 2023704761
Email: ipteam@nationalcorp.com
Correspondent Name: Thomas Fahey
Address Line 1: 1025 Vermont Avenue NW, Suite 1130
Address Line 2: National Corporate Research, Ltd.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER: F147891

TRADEMARK

REEL: 005189 FRAME: 0564

	Laura A. Kenerson
Signature:	/Laura A. Kenerson/
Date:	01/08/2014
Total Attachments: 6 source=USPTO (Trademarks) Submission - Plow & Hearth, LLC#page2.tif source=USPTO (Trademarks) Submission - Plow & Hearth, LLC#page3.tif source=USPTO (Trademarks) Submission - Plow & Hearth, LLC#page4.tif source=USPTO (Trademarks) Submission - Plow & Hearth, LLC#page5.tif source=USPTO (Trademarks) Submission - Plow & Hearth, LLC#page6.tif source=USPTO (Trademarks) Submission - Plow & Hearth, LLC#page7.tif	

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

January 6, 2014

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, PLOW & HEARTH, LLC (formerly known as PH International, LLC), a Delaware limited liability company, having an office at 7021 Wolfstown-Hood Rd, Madison, VA 22727 ("PH"),

[REDACTED] (PH, [REDACTED])

hereinafter referred to, individually, a "Grantor," and collectively, the "Grantors"), hereby grant to WELLS FARGO BANK, NATIONAL ASSOCIATION, with offices at One Boston Place, 19th Floor, Boston, Massachusetts 02108 (the "Grantee"), a continuing security interest in the following: (i) all of such Grantor's right, title and interest in, to and under the United States trademarks, service marks, trademark registrations, service mark registrations, trademark applications, and service mark applications (the foregoing, collectively, the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below), (iii) the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same (the foregoing, collectively, the "Trademark Collateral").

THIS GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (this "Grant") is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantors, as such term is defined in the Security Agreement by, among others, the Grantors, the other Grantors from time to time party thereto and the

Grantee, dated as of January 6, 2014 (as amended, restated, supplemented or otherwise modified and in effect from time to time, the "Security Agreement").

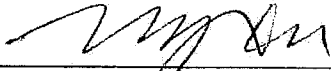
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

This Grant shall be governed by, and construed in accordance with, the law of the State of New York, without giving effect to conflict of laws principles thereof, but including Section 5-1401 of the New York General Obligations Law.

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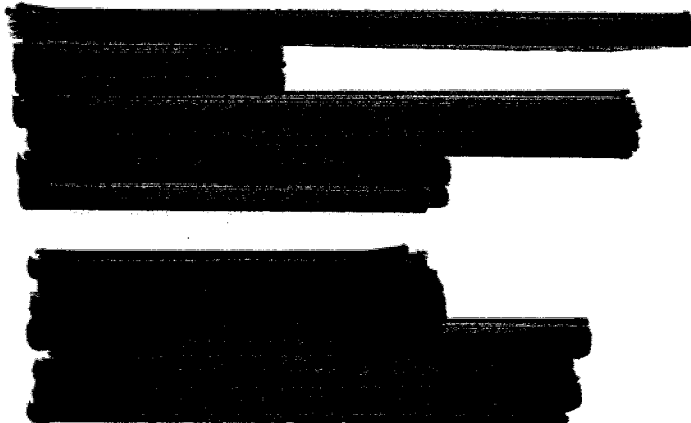
IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

PLOW & HEARTH, LLC, as a Grantor

By: 

Name: Ting Xu

Title: Chief Executive Officer



ACKNOWLEDGED AND ACCEPTED:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Grantee

By: 

Name: Cory Loftus

Title: Director

Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 005189 FRAME: 0569

SCHEDULE A

Trademarks




PLOW & HEARTH, LLC, F/K/A PH INTERNATIONAL, LLC

Serial No.	Registration No.	Name
85230960	4022352	HEARTHSONG <i>HearthSong</i>
85403921		THE SILLIES
85403940	4247039	THE SILLIES
85403952		THE SILLIES
85703843	4427597	HUGGLEPOD
85715588	4317161	GBOP
73641939	1460401	HEARTHSONG
73641997	1455274	HEARTHSONG
74221030	1733807	PLOW & HEARTH
74233391	1714548	TOYS YOU'LL FEEL GOOD ABOUT GIVING
74319479	1810889	TUMBLING GNOMES
74319555	1768774	FINGERMAJIG
74601400	2037576	MAKING SCENTS
75114381	2052763	MAGIC CABIN DOLLS
75393401	2236301	WIND & WONDER
85308491		AMERICAN COUNTRY HOME AMERICAN COUNTRY HOME
75822453	2442195	HEARTHSONG <i>HearthSong</i>
75833874	2442235	HEARTHSONG.COM
75853801	2483564	GARDENWORKS
76160056	2630268	WIND BLOWING DESIGN (Wooshman Design)

Schedule A to Grant of Security Interest in United States Trademarks

CHI 64203581v8

TRADEMARK
REEL: 005189 FRAME: 0570

Serial No.	Registration No.	Name
		
76160556	2676351	WIND & WEATHER
76317021	2776979	HEARTHSOURCE
76389594	2780434	MAGIC CABIN
76468965	2781644	PROBLEM SOLVERS
85299559	4062977	PROBLEM SOLVERS (& DESIGN) PROBLEMSOLVERS
76468967	2771406	PRACTICAL SOLUTIONS FOR EVERYDAY LIVING
76508497	2816836	HAPPYVILLE BLOCKS
76578278	3033508	CHILDHOOD'S PUREST TREASURES
76584621	3060756	HEARTH HEADQUARTERS
76636657	3080948	CUSHION FINDER
77305962	3487661	PLANTING TWO FOR ONE 
77380372	3495441	CONNECTAGONS
77563167	3583370	HEART-TO-HEARTS
77570670	3580478	IMAGINE MY PLACE
77586127	3634454	FAIRY FINDS GAME
77610740	3619392	GIDDYUP AND GO
77633034	3652870	CAMPAIGN TO REFOREST AMERICA
78907887	3312323	MAGNUTS
78918809	3317994	MAGNUTS 

Schedule A to Grant of Security Interest in United States Trademarks

CHI 64203581v8