

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM307565

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Halo Innovations, Inc.		06/04/2014	CORPORATION: MINNESOTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ColeTaylor Bank		
<b>Street Address:</b>	9550 W. Higgins Road		
<b>City:</b>	Rosemont		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60018		
<b>Entity Type:</b>	CORPORATION: ILLINOIS		
<b>PROPERTY NUMBERS Total: 15</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3518407	BACK IS BEST	
<b>Registration Number:</b>	4016929	COMFORTLUXE	
<b>Serial Number:</b>	85830309	HALO	
<b>Registration Number:</b>	2809073	HALO	
<b>Registration Number:</b>	3582012	HALO	
<b>Registration Number:</b>	3589765	HALO	
<b>Registration Number:</b>	4123043	HEALTHY HIPS	
<b>Registration Number:</b>	3435487	ON THE GO	
<b>Registration Number:</b>	3122164	PURENIGHT	
<b>Registration Number:</b>	3176761	SAFE DREAMS	
<b>Registration Number:</b>	3765713	SLEEPSACK	
<b>Registration Number:</b>	4411980	SWADDLE CHANGE	
<b>Registration Number:</b>	3522075	TECHNICAL COMFORT SYSTEM	
<b>Registration Number:</b>	3302138	THE SAFER WAY TO SLEEP	
<b>Registration Number:</b>	4112482	THE SAFER WAY TO SWADDLE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6126046800		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	612-604-6718		
<b>TRADEMARK</b>			

OP \$390.00 3518407

**Email:** trademark@winthrop.com  
**Correspondent Name:** Michael T. Olsen  
**Address Line 1:** 225 South Sixth Street  
**Address Line 2:** Capella Tower, Suite 3500  
**Address Line 4:** Minneapolis, MINNESOTA 55402

**ATTORNEY DOCKET NUMBER:** 15689.6

**NAME OF SUBMITTER:** Michael T. Olsen

**SIGNATURE:** /mto/

**DATE SIGNED:** 06/13/2014

**Total Attachments: 13**

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## **GRANT OF SECURITY INTEREST IN TRADEMARKS AND PATENTS**

WHEREAS, HALO INNOVATIONS, INC., a Minnesota corporation (“Grantor”), owns the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith, and the patents and patent applications, in each case set forth on Schedule A and Schedule B attached hereto (collectively the “Intellectual Property Collateral”); and

WHEREAS, HALO INNOVATIONS, INC., a Minnesota corporation (“Grantor”), owns certain “intent to use” trademark applications as set forth on Schedule C attached hereto, which shall be considered excluded intellectual property collateral until such time (if any) as a statement of use or amendment to allege use is accepted by the United States Patent and Trademark Office, at which time such trademark application shall automatically become part of the Intellectual Property Collateral and subject to the security interest pledged;

WHEREAS, COLE TAYLOR BANK, an Illinois banking corporation (the “Grantee”), desires to acquire a security interest in, and lien on, all of Grantor’s right, title and interest in and to Grantor’s trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications; and

WHEREAS, the Grantor is willing to grant to the Grantee a security interest in and lien upon the trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications described above.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, and subject to the terms and conditions of the Credit and Security Agreement, dated as of June 9, 2014, between the Grantor and the Grantee (as amended from time to time, the “Credit Agreement”), the Grantor hereby grants to the Grantee a security interest in, and a lien upon, all of Grantor’s right, title and interest in and to the Intellectual Property Collateral, including (i) the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith (the “Marks”) set forth on Schedule A attached hereto, (ii) the patents and patent applications (the “Patents”) set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Credit Agreement) of the Marks, (iv) all of the goodwill of the businesses with which the Marks are associated, and (v) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks and/or Patents or unfair competition regarding the same.

This GRANT OF SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in the Credit Agreement) of the Grantor and shall be effective as of the date of the Credit Agreement.

This Grant of Security Interest has been granted in conjunction with the security interest granted to Grantee under the Credit Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Credit Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant of Security Interest are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

GRANTOR:

HALO INNOVATIONS, INC.

By: *Charles Dorsey*  
Name: Charles Dorsey  
Title: President

GRANTEE:

COLE TAYLOR BANK

By: \_\_\_\_\_  
Name: Terrence Broderick  
Title: Senior Vice President

STATE OF Minnesota )  
COUNTY OF Hennipen )

On this 4th day of June, 2014, before me personally came Charles Dorsey, to me known, who, being by me duly sworn did depose and say that he is the President of Halo Innovations, Inc., the company described in and which executed the foregoing instrument, and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.



*Stephanie Panos*  
Notary Public

My Commission Expires: 1-31-15

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

GRANTOR:

HALO INNOVATIONS, INC.

By: \_\_\_\_\_

Name: Charles Dorsey

Title: President

GRANTEE:

COLE TAYLOR BANK

By: Terrence Broderick

Name: Terrence Broderick

Title: Senior Vice President

STATE OF \_\_\_\_\_ )

COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of June, 2014, before me personally came Charles Dorsey, to me known, who, being by me duly sworn did depose and say that he is the President of Halo Innovations, Inc., the company described in and which executed the foregoing instrument, and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

\_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_

STATE OF Illinois )  
 )  
COUNTY OF Cook )

On this 5 day of June, 2014, before me personally came Terrence Broderick, to me known, who, being by me duly sworn did depose and say that he is a Senior Vice President of Cole Taylor Bank, an Illinois banking corporation, the company described in and which executed the foregoing instrument and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.



Maritza C. Rodriguez  
Notary Public

My Commission Expires: 1-9-2015

**SCHEDULE A**

**U.S. TRADEMARKS**


<b>Mark</b>	<b>Owner</b>	<b>Serial No. / Registration No.</b>	<b>Filing Date / Registration Date</b>	<b>Goods/Services</b>	<b>Status</b>
<b>BACK IS BEST</b>	Halo Innovations, Inc.	78/892,941 3,518,407	May 25, 2006 October 14, 2008	IC 025. Infant sleepwear.	Registered
<b>COMFORTLUXE</b>	Halo Innovations, Inc.	85/068,746 4,016,929	June 22, 2010 August 23, 2011	IC 025. Fabric sold as an integral component of finished children's clothing, namely, infant wear, sleepwear, shirts, rompers, one piece garments, pants, jackets, jumpers; infant wear and clothing for children and toddlers, namely, sleepwear, shirts, rompers, one piece garments, pants, jackets, jumpers.	Registered

Mark	Owner	Serial No. / Registration No.	Filing Date / Registration Date	Goods/Services	Status
HALO	Halo Innovations, Inc.	85/830,309	January 23, 2013	<p>IC 005. Infant diaper covers. FIRST USE: 20120307.</p> <p>IC 010. Medical wearing apparel, namely, infant hospital garments; infant hip positioning garment to protect against hip dysplasia for medical use.</p> <p>IC 016. Brochures and printed informational booklets and training materials regarding safe sleep for infants and SIDS (Sudden Infant Death Syndrome) prevention.</p> <p>IC 024. Crib sets primarily comprised of infant swaddling blankets, fitted crib sheets, crib skirts and sold with infant wearable blankets; diaper changing pads not of paper.</p> <p>IC 025. Infant clothing, namely, infantwear, layettes, swaddling clothes, all of which are not related to baseball or softball or a baseball or softball team; children's clothing, namely, tops, pajamas, bodysuits, shirt and pant sets, coveralls, hats, namely, infant caps sold as part of an infant sleepwear set, all of the above not related to baseball or softball or a baseball or softball team.</p> <p>IC 035. Online retail store services featuring infantwear, children's clothing, crib sets, diaper covers, changing pads, and crib mattress filter. F</p> <p>IC 041. Providing online informational newsletters and training materials regarding safe sleep for infants and SIDS (Sudden Infant Death Syndrome) prevention.</p>	Pending

TRADEMARK

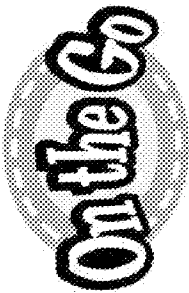
REEL: 005302 FRAME: 0116



Mark	Owner	Serial No. / Registration No.	Filing Date / Registration Date	Goods/Services	Status
HALO	Halo Innovations, Inc.	76/289,261 2,809,073	July 23, 2001 January 27, 2004	IC 011. Air filters for domestic use. IC 020. Mattresses; mattress inner springs and perforated sleep surfaces for mattresses; mattress assemblies comprising mattress base, mattress inner spring, perforated sleep surface, pad and bumper; ventilated sleep systems comprising mattress, mattress base, inner spring, perforated sleep surface, mattress pad and mattress fan, and replacement parts therefore. IC 024. Bed linens, mattress pads, mattress covers and bumpers.	Registered
HALO	Halo Innovations, Inc.	76/517,247 3,582,012	May 27, 2003 March 3, 2009	IC 025 infant sleepwear not relating to baseball or softball or a baseball or softball team.	Registered
	Halo Innovations, Inc.	77/292,956 3,589,765	October 1, 2007 March 17, 2009	IC 011. Personal air filtration equipment, namely, air purifiers for individual users, replacements parts thereof, air filters for domestic use. F IC 020. Mattresses; mattress inner springs and perforated sleep surfaces, namely, mattress toppers, for mattresses; mattress assemblies comprising mattress base, mattress inner spring, perforated sleep surface, pad and bumper; ventilated sleep systems comprising mattress, mattress base, inner spring, perforated sleep surface, mattress pad and mattress fan, and replacement parts therefor. IC 024. Bed linens, mattress pads, mattress covers. IC 025. Infant sleepwear not relating to baseball or softball or a baseball or softball team.	Registered

TRADEMARK





REEL: 005302 FRAME: 0117

Mark	Owner	Serial No. / Registration No.	Filing Date / Registration Date	Goods/Services	Status
HEALTHY HIPS	Halo Innovations, Inc.	85/294,128 4,123,043	April 13, 2011 April 3, 2012	IC 025. Infant diaper covers	Registered
	Halo Innovations, Inc.	77/288,172 3,435,487	September 25, 2007 May 27, 2008	IC 025. Infant sleepwear.	Registered
PURENIGHT	Halo Innovations, Inc.	78/645,312 3,122,164	June 7, 2005 July 25, 2006	IC 011. Personal air filtration equipment, namely, air purifiers for individual users, replacement parts thereof, air filters for domestic use.	Registered
SAFE DREAMS	Halo Innovations, Inc.	78/777,242 3,176,761	December 20, 2005 November 28, 2006	IC 025. Infant sleepwear.	Registered
SLEEPSACK	Halo Innovations, Inc.	76/444,234 3,765,713	August 26, 2002 March 30, 2010	IC 025. Infant sleepwear.	Registered
SWADDLE CHANGE	Halo Innovations, Inc.	85/660,790 4,411,980	June 25, 2012 October 1, 2013	IC 024. Infant diaper changing pad cover, not of paper.	Registered
TECHNICAL COMFORT SYSTEM	Halo Innovations, Inc.	77/288,174 3,522,075	September 25, 2007 October 21, 2008	IC 025. Clothing, namely, active wear for infants and children, namely, one piece garments, bodysuits, coveralls, pants; infant and children sleepwear.	Registered
THE SAFER WAY TO SLEEP	Halo Innovations, Inc.	78/875,709 3,302,138	May 3, 2006 October 2, 2007	IC 025. Infant sleepwear.	Registered
THE SAFER WAY TO SWADDLE	Halo Innovations, Inc.	85/059,875 4,112,482	June 10, 2010 March 13, 2012	IC 025. Swaddling clothes.	Registered

TRADEMARK

REEL: 005302 FRAME: 0118

**Common Law Trademarks  
(Unregistered Color Marks, Designs and Taglines)**

Mark
 <p>The HALO logo consists of the word "HALO" in a bold, sans-serif font, with a registered trademark symbol (®) to its upper right. Below "HALO" is the tagline "the safer way to sleep" in a smaller, lowercase sans-serif font. The entire logo is set against a dark, textured rectangular background.</p>
 <p>The HALO SleepSack Swaddle logo features the word "HALO" in a bold, sans-serif font with a registered trademark symbol (®) to its upper right. Below "HALO" is the word "SleepSack" in a large, stylized, serif font, and "Swaddle" in a smaller, lowercase serif font. At the bottom is the tagline "the original wearable blanket with adjustable swaddle wrap" in a small, lowercase sans-serif font.</p>
 <p>The HALO SleepSack logo features the word "HALO" in a bold, sans-serif font with a registered trademark symbol (®) to its upper right. Below "HALO" is the word "SleepSack" in a large, stylized, serif font. At the bottom is the tagline "the original wearable blanket" in a small, lowercase sans-serif font.</p>
 <p>The HALO SleepSack Early Walker logo features the word "HALO" in a bold, sans-serif font with a registered trademark symbol (®) to its upper right. Below "HALO" is the word "SleepSack" in a large, stylized, serif font, and "Early Walker" in a smaller, lowercase serif font. At the bottom is the tagline "the original wearable blanket" in a small, lowercase sans-serif font.</p>

HALO.  
SleepSack  
BigKids  
the original wearable blanket

HALO.  
SleepSack  
Gift Sets

HALO.  
bassinet

HALO.  
SwaddleChange

HALO.  
Comfortuxe

*pure***night**<sup>®</sup>  
*Your oasis for better sleep...*


Everyone Sleeps  
Better with HALO<sup>®</sup>

**SCHEDULE B****PATENTS**

<b>Patent No. / Ser. No.</b>	<b>Title</b>	<b>Filing Date</b>	<b>Status</b>
6,052,853	MATTRESS AND METHOD FOR PREVENTING ACCUMULATION OF CARBON DIOXIDE IN BEDDING	1/14/1997	Issued
6,334,228	APPARATUS, SYSTEM AND METHOD FOR QUANTIFYING CARBON DIOXIDE DISPERSAL ON VENTILATED SLEEP SURFACES	10/1/1999	Issued
6,370,718	MATTRESS AND METHOD FOR PREVENTING ACCUMULATION OF CARBON DIOXIDE IN BEDDING	2/14/2000	Issued
6,336,237	MATTRESS WITH CONDITIONED AIRFLOW	5/11/2000	Issued
7,036,163	FURNITURE COVER SHEET	2/6/2003	Issued
7,037,188	SYSTEMS FOR DELIVERING CONDITIONED AIR TO PERSONAL BREATHING ZONES	4/6/2004	Issued
7,127,763	CRIB MATTRESS SAFETY FEATURES	4/29/2005	Issued
7,246,392	SWADDLE ACCESSORY	9/9/2005	Issued
8,347,432	ONE-PIECE BLANKET SWADDLE	6/2/2011	Issued
Ser. No. 13/638,246	INFANT HIP JOINT POSITIONING DEVICE AND ASSOCIATED METHODS	9/28/2012	Pending
Unpublished, Ser. No. 11/820,364	GARMENT WITH INDIVIDUAL CARE INFORMATION		Pending – appeal filed
Unpublished, Ser. No. 14/142,129	INFANT SLEEP DEVICE		Pending

**SCHEDULE C**

**Intent to Use Trademark Applications**

Mark	Owner	Serial No./ Registration No.	Filing Date / Registration Date	Goods/Services	Status
	Halo Innovations, Inc.	86/268,972	May 1, 2014	IC 020. Bassinets	Pending
<b>BassiNest</b>	Halo Innovations, Inc.	85/751,352	October 11, 2012	IC 020. Bassinets	Pending
<b>HALO</b>	Halo Innovations, Inc.	85/83,0295	January 23, 2013	<p>IC 010. Air filtration equipment used for medical purposes, namely, air purifiers for individual users, replacement air filters therefor, and air filters for use in air purifiers, all for medical use in hospitals; bassinets used for medical purposes, namely, bassinets for use in hospitals and designed to promote safe sleep for infants; crib sets comprising crib bumpers, fitted crib sheets, crib skirts, mattress pads, and mattress covers for use in hospitals designed to promote safe sleep for infants, all used for medical purposes</p> <p>IC 011. Personal air filtration equipment, namely, air purifiers for individual users, replacement air filters therefor, and air filters for domestic use; Air filtration equipment, namely, air purifiers for individual users, replacement air filters therefor, and air filters for use in air purifiers, all for use in hospitals for non-medical purposes</p> <p>IC 020. Bassinets</p>	Pending

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**TRADEMARK**