

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM323610

|   |                              |                          |                       |
|---|------------------------------|--------------------------|-----------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT               |                          |                       |
| <b>NATURE OF CONVEYANCE:</b>  | RELEASE OF SECURITY INTEREST |                          |                       |
| <b>CONVEYING PARTY DATA</b>   |                              |                          |                       |
| <b>Name</b>   | <b>Formerly</b>              | <b>Execution Date</b>    | <b>Entity Type</b>    |
| ARES CAPITAL CORPORATION (AS SUCCESSOR BY MERGER TO ALLIED CAPITAL CORPORATION), AS AGENT   |                              | 11/18/2014               | CORPORATION: MARYLAND |
| <b>RECEIVING PARTY DATA</b>   |                              |                          |                       |
| <b>Name:</b>  | GILCHRIST & SOAMES, INC.     |                          |                       |
| <b>Street Address:</b>  | 2425 E. Perry Road           |                          |                       |
| <b>Internal Address:</b>  | Suite 150                    |                          |                       |
| <b>City:</b>  | Plainfield                   |                          |                       |
| <b>State/Country:</b>   | INDIANA                      |                          |                       |
| <b>Postal Code:</b>   | 46168                        |                          |                       |
| <b>Entity Type:</b>   | CORPORATION: DELAWARE        |                          |                       |
| <b>PROPERTY NUMBERS Total: 10</b>   |                              |                          |                       |
| <b>Property Type</b>  | <b>Number</b>                | <b>Word Mark</b>         |                       |
| <b>Registration Number:</b>   | 1162380                      | GILCHRIST & SOAMES       |                       |
| <b>Registration Number:</b>   | 2017167                      | GILCHRIST & SOAMES       |                       |
| <b>Registration Number:</b>   | 3641065                      | SPROUT OUT               |                       |
| <b>Registration Number:</b>   | 3667792                      | BEEKIND                  |                       |
| <b>Registration Number:</b>   | 3930865                      | ESSENTIEL ELEMENTS       |                       |
| <b>Registration Number:</b>   | 4103362                      | ZER0%                    |                       |
| <b>Registration Number:</b>   | 4302203                      | WELL                     |                       |
| <b>Serial Number:</b>   | 85201835                     | URBANITY                 |                       |
| <b>Serial Number:</b>   | 85201854                     | ECOLUTION                |                       |
| <b>Serial Number:</b>   | 85536728                     | GILCHRIST & SOAMES BATHE |                       |
| <b>CORRESPONDENCE DATA</b>  |                              |                          |                       |
| <b>Fax Number:</b>  | 2124464900                   |                          |                       |
| <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>Email:</b>   | susan.zablocki@kirkland.com  |                          |                       |
| <b>Correspondent Name:</b>  | Susan Zablocki               |                          |                       |
| <b>TRADEMARK</b>  |                              |                          |                       |

CH \$265.00 1162380

**Address Line 1:** Kirkland & Ellis LLP  
**Address Line 2:** 601 Lexington Avenue  
**Address Line 4:** New York, NEW YORK 10022

|                                |                  |
|--------------------------------|------------------|
| <b>ATTORNEY DOCKET NUMBER:</b> | 22821-2          |
| <b>NAME OF SUBMITTER:</b>      | Susan Zablocki   |
| <b>SIGNATURE:</b>              | /susan zablocki/ |
| <b>DATE SIGNED:</b>            | 11/18/2014       |

**Total Attachments: 3**

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source=Executed Release - Gilchrist\_(34197985\_1)#page3.tif

**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of November 18, 2014 ("Release"), is made by Ares Capital Corporation (as successor by merger to Allied Capital Corporation), a Maryland corporation, as Agent ("Agent") in favor of Gilchrist & Soames, Inc., a Delaware corporation ("Grantor").

**WHEREAS**, pursuant to that certain Security and Pledge Agreement dated as of October 5, 2007 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Obligor party thereto and the Agent, each Obligor granted to the Agent, for the benefit of the Lenders, a continuing security interest in, continuing lien upon, and a right to set off against, any and all right, title and interest of such Obligor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including the trademarks and trademark applications listed on Schedule A attached hereto;

**WHEREAS**, pursuant to the Security Agreement, Grantor, an Obligor, executed and delivered to Agent, for the benefit of the Lenders, the Notice of Grant of Security Interest in Trademarks dated as of October 5, 2007 ("Notice"); and

**WHEREAS**, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on April 13, 2012 at Reel 4756 Frame 0174.

**NOW THEREFORE**, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Agent, on behalf of the Lenders, and Grantor agree as follows:

**SECTION 1. Defined Terms.** All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

**SECTION 2. Termination and Release.** Agent, on behalf of the Lenders, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, relinquishes, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to Grantor's right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, but not limited to, the foregoing listed on Schedule A attached hereto; and


(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

**SECTION 3. Choice of Law.** This Release shall be governed by and construed in accordance with the laws of the State of New York.

**IN WITNESS WHEREOF**, the Agent, on behalf of the Lenders, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Agent:

Ares Capital Corporation (as successor to by merger to Allied Capital Corporation), as Agent

By:   
Name: Joshua M. Bloomstein  
Title: Authorized Signatory

**Schedule A**

**Gilchrist & Soames, Inc.  
(Delaware Corporation)**

**U.S. Trademarks**

**Registered Marks**

| <b>Mark</b>           | <b>Reg. No.</b> | <b>Reg. Date</b> |
|-----------------------|-----------------|------------------|
| ZERO%                 | 4103362         | 02/21/12         |
| BEEKIND               | 3667792         | 08/11/09         |
| GILCHRIST & SOAMES    | 2017167         | 11/19/96         |
| ESSENTIEL ELEMENTS    | 3930865         | 03/15/11         |
| SPROUT OUT and Design | 3641065         | 06/16/09         |
| GILCHRIST & SOAMES    | 1162380         | 07/28/81         |

**Pending Applications**

| <b>Mark</b>              | <b>Appl. No.</b> | <b>Filing Date</b> |
|--------------------------|------------------|--------------------|
| GILCHRIST & SOAMES BATHE | 85536728         | 02/08/12           |
| ECOLUTION                | 85201854         | 12/20/10           |
| URBANITY                 | 85201835         | 12/20/10           |
| WELL                     | 85422392         | 09/14/11           |