

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM328037

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Supplemental Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WGI Innovations, Ltd.		12/31/2014	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association, as administrative agent		
Street Address:	500 First Avenue		
City:	Pittsburgh		
State/Country:	PENNSYLVANIA		
Postal Code:	15219		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	3392744	24-7	
Registration Number:	3529124	WATERFOWL UNIVERSITY	
Registration Number:	3690607	THUNDER RIDGE	
Registration Number:	4036022	AVIAN X	
Registration Number:	4036023	AVIAN X	
Registration Number:	4186001	ZINK	
Serial Number:	86459022	TOPFLIGHT	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	marina.kelly@thomsonreuters.com		
Correspondent Name:	Elaine Carrera, Legal Assistant		
Address Line 1:	80 Pine Street		
Address Line 2:	c/o Cahill Gordon & Reindel LLP		
Address Line 4:	New York, NEW YORK 10005		
NAME OF SUBMITTER:	Elaine Carrera, Legal Assistant		
SIGNATURE:	/Marina Kelly, Thomson Reuters/		
DATE SIGNED:	01/06/2015		

OP \$190.00 3392744

Total Attachments: 5

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**SUPPLEMENTAL GRANT OF SECURITY INTEREST
IN PATENTS, TRADEMARKS AND COPYRIGHTS**

THIS SUPPLEMENTAL GRANT OF SECURITY INTEREST IN PATENTS, TRADEMARKS AND COPYRIGHTS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Supplemental Grant") is made effective as of December 31, 2014 by and from WGI Innovations, Ltd. (the "Pledgor") to and in favor of PNC Bank, National Association, for itself and as Administrative Agent for the Secured Parties (in such capacity, the "Agent").

This Supplemental Grant has been granted in conjunction with the security interest granted under the Patent, Trademark and Copyright Security Agreement, dated October 11, 2013, by and among the Pledgor, the other pledgors party thereto and the Agent (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "IP Security Agreement"). The rights and remedies of the Agent with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the IP Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Supplemental Grant are deemed to conflict with the IP Security Agreement, the provisions of the IP Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions; Incorporation by Reference. All capitalized terms not defined herein shall have the respective meaning given to them in the IP Security Agreement. The rights and remedies of the Agent with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the IP Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Supplemental Grant are deemed to conflict with the IP Security Agreement, the provisions of the IP Security Agreement shall govern.

2) The Security Interest. To secure the full payment and performance of all Secured Obligations, and as a supplemental to the IP Security Agreement, each Pledgor hereby grants, and conveys a security interest to Agent for the benefit of the Secured Parties in the entire right, title and interest of such Pledgor in and to all of its Patents, Trademarks and Copyrights, including those identified on Schedule A attached hereto.

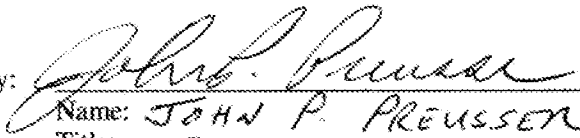
3) Counterparts. This Supplemental Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) Governing Law. This Supplemental Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

* * * * *

IN WITNESS WHEREOF, the Pledgor has executed this Supplemental Grant effective as of the date first written above.

WGI INNOVATIONS, LTD.

By: 
Name: JOHN P. PREUSSER
Title: CFO

[Signature Page to Supplemental Grant of Security Interest in Patents, Trademarks and Copyrights]

TRADEMARK
REEL: 005434 FRAME: 0990

SCHEDULE A

Trademark Registrations

Trademark and Registration No.	Goods
24-7 3,392,744	Pre-recorded instructional videotapes, compact discs and DVDs in the field of hunting
WATERFOWL UNIVERSITY 3,529,124	DVDs featuring instruction on waterfowl hunting
THUNDER RIDGE 3,690,607	Pre-recorded instructional and entertainment videotapes, compact discs and DVDs in the field of turkey hunting; Turkey hunting calls
AVIAN X 4,036,022	Turkey hunting decoys, waterfowl hunting decoys
AVIAN X 4,036,023	Hunting bags
ZINK 4,186,001	Bird calls, hunting game calls
TOPFLIGHT 86/459,022	Waterfowl hunting decoys

Copyright Registrations

Decoy Type / Copyright Description	Registration No.	Registration Date
Turkey Feeder Decoys – Case #0025	VA 0001846226	01/11/2013
Jake Lookout Decoys – Case #0026	VA 0001846231	01/11/2013
Turkey Breeder Decoys – Case #0027	VA 0001846235	01/11/2013
Goose Stretched Neck Feeder Decoys	VA 0001846245	01/14/2013
Goose Short Neck Feeder Decoys	VA 0001846259	01/14/2013
Goose Walking Feeder Decoys	VA 0001846261	01/14/2013
Goose Walker Decoy	VA 0001846266	01/14/2013
Goose Aggressive Sentry Decoy	VA 0001846271	01/14/2013
Goose Lookout Sentry Decoy	VA 0001846273	01/14/2013
Feeder Geese Heads	VA 0001846276	01/16/2013
Non-Feeder Geese Heads	VA 0001846277	01/16/2013
Drake Duck Decoys	VA 0001846282	01/16/2013
Hen Duck Decoys	VA 0001867030	03/27/2013
Turkey Strutter Decoys	VA 0001867034	03/27/2013
Turkey Lookout Decoy	VA 0001846216	01/11/2013
Turkey Decoys Packaging	VA 0001778722	06/24/2011