

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM335678

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bachmann Industries, Inc.		03/18/2015	CORPORATION: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Webster Business Credit Corporation		
Street Address:	360 Lexington Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 44			
Property Type	Number	Word Mark	
Registration Number:	0525089	PLASTICVILLE, U.S.A.	
Registration Number:	0552565	MAJESTIC	
Registration Number:	0785526	BACHMANN B	
Registration Number:	0841218	SOLARAMA	
Registration Number:	0801287	SOLAR-MATIC	
Registration Number:	1076534	PLASTICVILLE	
Registration Number:	1196556	SUPERTRAX	
Registration Number:	1736238	BACHMANN QUALITY SINCE 1833 B	
Registration Number:	1736239	BACHMANN	
Registration Number:	1988915	WHITE CHRISTMAS	
Registration Number:	2053073	E-Z TRACK	
Registration Number:	2061990	BACHMANN E-Z TRACK SYSTEM	
Registration Number:	2088668	PLASTICVILLE U.S.A.	
Registration Number:	2043534	SPECTRUM	
Registration Number:	2049056	SILVER SERIES	
Registration Number:	2054958	NOW THAT'S THE WAY TO RUN A RAILROAD	
Registration Number:	2498553	THE NIGHT BEFORE CHRISTMAS	
Registration Number:	2195884	E-Z MATE	
Registration Number:	2225724	E-Z	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	2247669	E-Z LUBE
Registration Number:	2929228	E-Z COMMAND
Registration Number:	2948721	GOLDEN SPIKE
Registration Number:	3366363	E-Z RIDERS
Registration Number:	3402511	SCENE SCAPES
Registration Number:	3402512	SCENESCAPES
Registration Number:	3293273	BACH MAN
Registration Number:	3380308	DCC SOUND ON BOARD
Registration Number:	3301198	BACHMANN E-Z TRACK SYSTEM
Registration Number:	3342281	NORTH POLE & SOUTHERN
Registration Number:	3863532	WILLIAMS BY BACHMANN
Registration Number:	3863579	LUXURY LINES
Registration Number:	3864167	GOLDEN MEMORIES
Registration Number:	3080770	SPEKTRUM
Registration Number:	3222737	E-Z TRACK
Registration Number:	3222740	SPECTRUM
Registration Number:	4062386	TRUE BLAST II
Registration Number:	4276271	LI'L BIG HAULERS
Registration Number:	4216974	DCC ON BOARD
Registration Number:	4466973	DCC SOUND VALUE ON BOARD
Registration Number:	4429966	E-Z STREET
Registration Number:	4557136	ROADSIDE U.S.A.
Registration Number:	4557137	ROADSIDE U.S.A.
Serial Number:	86395761	E-Z APP
Serial Number:	86290285	NORTH POLE & SOUTHERN

CORRESPONDENCE DATA

Fax Number: 8004947512

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.

Phone: 202-370-4750

Email: ipteam@nationalcorp.com

Correspondent Name: Dwayne C. Houston

Address Line 1: 1025 Vermont Avenue NW, Suite 1130

Address Line 2: National Corporate Research, Ltd.

Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER: F154606

NAME OF SUBMITTER: Patricia M. Del Rio

SIGNATURE: /Patricia M. Del Rio/

DATE SIGNED:	03/19/2015
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Total Attachments: 5

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GRANT OF SECURITY INTEREST (TRADEMARKS)

The undersigned, **BACHMANN INDUSTRIES, INC.**, a Pennsylvania corporation (the "**Grantor**"), and **WEBSTER BUSINESS CREDIT CORPORATION**, (the "**Lender**") are parties to a Security Agreement, dated as of March 18, 2015 (as amended, supplemented or otherwise modified from time to time, the "**Security Agreement**"). All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

Pursuant to the Security Agreement, as security for the payment or performance, as applicable, in full of the Obligations, the Grantor collaterally assigned, mortgaged, pledged and hypothecated to the Lender, and granted to the Lender, a security interest in, all of the right, title and interest of the Grantor in, to and under the Collateral, including, without limitation, certain of its intellectual property.

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor, as security for the payment or performance, as applicable, in full of the Obligations, hereby collaterally assigns, mortgages, pledges and hypothecates to the Lender, and grants to the Lender, a security interest in, all of the right, title and interest of the Grantor in, to and under the following property of the Grantor, now owned or hereafter acquired by the Grantor (collectively, the "**Trademark Collateral**"):

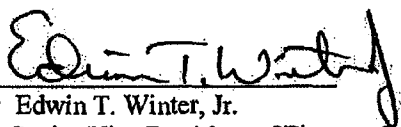
- (a) trademarks and registrations thereof, including the trademark listed on Schedule 1 attached hereto (collectively, the "**Trademark**");
- (b) the goodwill of the business symbolized by the Trademark; and
- (c) all proceeds thereof, including, without limitation, from any and all causes of action which may exist by reason of infringement thereof.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Lender with respect to the security interest in the Trademark Collateral made and granted hereby are set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Lender's address is: 360 Lexington Avenue, New York, New York 10017.

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest (Trademarks) to be duly executed by its duly authorized officer as of March 6, 2015.

BACHMANN INDUSTRIES, INC.

By: 
Name: Edwin T. Winter, Jr.
Title: Senior Vice President of Finance &
Administration

[Signature page to Grant of Security Interest (Trademarks)]

TRADEMARK
REEL: 005482 FRAME: 0022

Schedule 1
to
Grant of Security Interest (Trademarks)
Dated as of March 16, 2015

<u>Trademark</u>	<u>Registration No. or Serial No.</u>	<u>Registration Date or Application Date</u>
Plasticville, U.S.A.	525,089	5/9/1950
Majestic	552,565	12/25/1951
Bachmann B	785,526	2/23/1965
Solarama	841,218	12/26/1967
Solar-Matic	801,287	1/4/1966
Plasticville	1,076,534	11/01/1977
Supertrax	1,196,556	5/25/1982
Bachmann Quality Since 1833 B	1,736,238	12/1/1992
Bachmann	1,736,239	12/1/1992
White Christmas	1,988,915	7/23/1996
E-Z Track	2,053,073	4/15/1997
Bachmann E-Z Track System	2,061,990	5/13/1997
Plasticville U.S.A.	2,088,668	8/19/1997
Spectrum	2,043,534	3/11/1997
Silver Series	2,049,056	4/1/1997
Now that's the way to run a railroad	2,054,958	4/22/1997
The Night before Christmas	2,498,553	10/16/2001

<u>Trademark</u>	<u>Registration No. or Serial No.</u>	<u>Registration Date or Application Date</u>
E-Z Mate	2,195,884	10/13/1998
E-Z	2,225,724	2/23/1999
E-Z Lube	2,247,669	5/25/1999
E-Z Command	2,929,228	3/1/2005
Golden Spike	2,948,721	5/10/2005
E-Z Riders	3,366,363	1/8/2008
Scene Scapes	3,402,511	3/25/2008
Scenesapes	3,402,512	3/25/2008
Bach Man	3,293,273	9/18/2007
DCC Sound on Board	3,380,308	2/12/2008
Bachmann E-Z Track System	3,301,198	10/2/2007
North Pole & Southern	3,342,281	11/20/2007
Williams by Bachmann	3,863,532	10/19/2010
Luxury Lines	3,863,579	10/19/2010
Golden Memories	3,864,167	10/19/2010
Spektrum	3,080,770	4/11/2006
E-Z Track	3,222,737	3/27/2007
Spectrum	3,222,740	3/27/2007
True Blast II	4,062,386	11/29/2011
Li'l Big Haulers	4,276,271	1/15/2013

<u>Trademark</u>	<u>Registration No. or Serial No.</u>	<u>Registration Date or Application Date</u>
DCC on Board	4,216,974	10/2/2012
DCC Sound Value on Board	4,466,973	1/14/2014
E-Z Street	4,429,966	11/5/2013
Roadside U.S.A.	4,557,136	6/24/2014
Roadside U.S.A.	4,557,137	6/24/2014
E-Z App	86/395,761	9/16/2014
North Pole & Southern	86/290,285	5/23/2014