

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM377734

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DRYBAR HOLDINGS LLC		03/23/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	MORGAN STANLEY SENIOR FUNDING, INC.		
Street Address:	1585 BROADWAY		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 49			
Property Type	Number	Word Mark	
Registration Number:	4423968		
Registration Number:	4529605	BUTTERCUP	
Registration Number:	3856768		
Registration Number:	3856546	NO CUTS. NO COLOR. JUST BLOWOUTS.	
Registration Number:	4043735	DRYBAR	
Registration Number:	4279931	UP-TINI	
Registration Number:	4279932	STRAIGHT UP	
Registration Number:	4279933	MANHATTAN	
Registration Number:	4279934	THE MAI TAI	
Registration Number:	4279935	THE MORNING AFTER	
Registration Number:	4442715	DRYBAR	
Registration Number:	4423969	DRYBAR	
Registration Number:	4354273	DRYBAR	
Registration Number:	4382503	HOT MAMMA!	
Registration Number:	4411933	PEACE, LOVE & BLOWOUTS	
Registration Number:	4593367	PEACE, LOVE & BLOWOUTS!	
Registration Number:	4371992	THE CHASER	
Registration Number:	4371991	MONEY MAKER	
Registration Number:	4886661	BAY BREEZE	
TRADEMARK			

CH \$1240.00 4423968

Property Type	Number	Word Mark
Serial Number:	86365078	DOUBLE PINT
Serial Number:	86365074	FULL KEG
Serial Number:	86365069	FULL PINT
Registration Number:	4570068	GOLD MINE
Serial Number:	86365076	HALF KEG
Serial Number:	86365073	HALF PINT
Registration Number:	4839844	HAPPY HOUR
Serial Number:	86333577	KEGGER
Registration Number:	4390749	LUCKY B#!CH
Registration Number:	4562894	MONEY TO BLOW
Registration Number:	4740602	TRIPLE SEC
Registration Number:	4831727	MUDSLIDE
Registration Number:	4836818	DRY-ON-THE-FLY
Registration Number:	4831245	THE 3-DAY BENDER
Registration Number:	4831244	MAI TAI SPRITZER
Registration Number:	4831243	SAKE BOMB
Registration Number:	4831242	SPARKLING SODA
Registration Number:	4371990	100 PROOF
Serial Number:	86765863	BABY BUTTERCUP
Registration Number:	4875943	BLONDE ALE
Registration Number:	4371996	CREAM SODA
Serial Number:	86782396	HIGH 'N MIGHTY
Serial Number:	86629732	MR. INCREDIBLE
Serial Number:	86766250	SLUMBER PARTY
Registration Number:	4371997	SOUTHERN BELLE
Serial Number:	86787382	TEQUILA SUNRISE
Registration Number:	4883174	THE TRESS PRESS
Serial Number:	86822882	THE WARDEN
Registration Number:	4883176	VELVET HAMMER
Serial Number:	86901662	DRYBAR

CORRESPONDENCE DATA

Fax Number: 6508385109

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: 650-838-3743

Email: JLIK@SHEARMAN.COM

Correspondent Name: MARK LANGER

Address Line 1: 1460 EL CAMINO REAL, 2ND FLOOR

Address Line 2: SHEARMAN & STERLING LLP

TRADEMARK

REEL: 005756 FRAME: 0265

Address Line 4: MENLO PARK, CALIFORNIA 94025

ATTORNEY DOCKET NUMBER: 35613/107

NAME OF SUBMITTER: MARK LANGER

SIGNATURE: /MARK LANGER/

DATE SIGNED: 03/23/2016

Total Attachments: 9

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CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (the "Confirmatory Grant") is made effective as of March 23, 2016 by and from DRYBAR HOLDINGS LLC, a Delaware limited liability company (the "Grantor"), to and in favor of MORGAN STANLEY SENIOR FUNDING, INC. (the "Grantee") for itself and as Administrative Agent for the Lenders (as defined in the Credit Agreement referenced below).

WHEREAS, the Grantor, the Lenders and the Grantee have entered into a Credit Agreement dated March 23, 2016 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, the Grantor and certain Subsidiaries of the Grantor have entered into a Pledge and Security Agreement dated March 23, 2016 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Pledge and Security Agreement").

WHEREAS, the Grantor owns certain Trademarks, including but not limited to those Trademarks listed on Exhibit A attached hereto, which listed Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to Grantee under the Pledge and Security Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Pledge and Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference.

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.** All capitalized terms not defined herein shall have the respective meaning given to them in the Pledge and Security Agreement.

2) **The Security Interest.**

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor. Upon the payment in full of all Secured Obligations (other than contingent indemnification obligations), Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to Grantor all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under this Confirmatory Grant.

(b) The Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds and products of the Trademarks, (3) the goodwill associated with such Trademarks, and (4) all causes of action arising prior to or after the date hereof for infringement of the Trademarks or unfair competition regarding the same.

3) **Pledge and Security Agreement.** The lien and security interest granted pursuant to this Confirmatory Grant is granted in conjunction with the lien and security interest granted to the Grantee pursuant to the Pledge and Security Agreement and Grantor hereby acknowledges and affirms that the rights and remedies of the Grantee with respect to the lien and security interest in the Trademarks made and granted hereby are more fully set forth in the Pledge and Security Agreement. In the event that any provision of this Confirmatory Grant is deemed to conflict with the Pledge and Security Agreement, the provisions of the Pledge and Security Agreement shall govern.

4) **Recordation.** The Grantor authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Confirmatory Grant.


5) **GOVERNING LAW.** THIS CONFIRMATORY GRANT AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HEREUNDER SHALL BE GOVERNED BY, AND CONSTRUED BY AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

6) **Counterparts.** This Confirmatory Grant and any amendments, waivers, consents or supplements hereto may be executed in counterparts and by different parties hereto on separate counterparts, each of which shall be an original, but all together one and the same instrument. Delivery of an executed signature page of this Confirmatory Grant by facsimile transmission or electronic transmission (in PDF format) shall be effective as delivery of a manually executed counterpart hereof.

[Signature page follows]

IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant of Security Interest effective as of the date first written above.

DRYBAR HOLDINGS LLC

By: 
Name: John Jeffner
Title: Chief Executive Officer

IN WITNESS WHEREOF, the Grantee has executed this Confirmatory Grant of Security Interest effective as of the date first written above.

MORGAN STANLEY SENIOR FUNDING, INC.

By: *Olalekan J. Lawal*
Name: Olalekan J. Lawal
Title: Authorized Signatory

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS
Exhibit A - SCHEDULE OF TRADEMARKS

Grantor	Trademark	Reg. No.	App. No.	Issue Date
UNITED STATES				
Drybar Holdings LLC	Buttercup Logo	4,423,968	85/672,272	10/29/13
Drybar Holdings LLC	Buttercup	4,529,605	86/087,594	05/13/14
Drybar Holdings LLC	Buttercup Logo	3,856,768	77/960,806	10/05/10
Drybar Holdings LLC	No cuts. No color. Just blowouts.	3,856,546	77/944,218	10/05/10
Drybar Holdings LLC	Drybar	4,043,735	77/982,583	10/25/11
Drybar Holdings LLC	Up-Tini	4,279,931	85/672,185	01/22/13
Drybar Holdings LLC	Straight Up	4,279,932	85/672,186	01/22/13
Drybar Holdings LLC	Manhattan	4,279,933	85/672,187	01/22/13
Drybar Holdings LLC	The Mai Tai	4,279,934	85/672,188	01/22/13
Drybar Holdings LLC	The Morning After	4,279,935	85/672,223	01/22/13
Drybar Holdings LLC	Drybar	4,442,715	85/842,497	12/03/13
Drybar Holdings LLC	Drybar (and Design)	4,423,969	85/672,274	10/29/13
Drybar Holdings LLC	Drybar	4354273	77/944,223	06/18/13
Drybar Holdings LLC	Hot Mamma!	4382503	85/673,407	08/13/13
Drybar Holdings LLC	Peace, Love & Blowouts!	4,411,933	85/651,205	10/01/13
Drybar Holdings LLC	Peace, Love & Blowouts!	4,593,367	85/652,271	08/26/14
Drybar Holdings LLC	The Chaser	4371992	85/796,771	07/23/13
Drybar Holdings LLC	Money Maker	4371991	85/796,766	07/23/13.
Drybar Holdings LLC	Bay Breeze	4886661	86/406,355	01/12/16
Drybar Holdings LLC	Double Pint	N/A	86/365,078	Not yet issued.
Drybar Holdings LLC	Full Keg	N/A	86/365,074	Not yet issued.
Drybar Holdings LLC	Full Pint	N/A	86/365,069	Not yet issued.
Drybar Holdings LLC	Gold Mine	4,570,068	86/140,856	07/15/14
Drybar Holdings LLC	Half Keg	N/A	86/365,076	Not yet issued.
Drybar Holdings LLC	Half Pint	N/A	86/365,073	Not yet issued.
Drybar Holdings LLC	Happy Hour	4,839,844	86/442,513	10/27/2015
Drybar Holdings LLC	Kegger	N/A	86/333,577	Not yet issued.
Drybar Holdings LLC	Lucky B#!ch	4,390,749	85/673,408	08/27/13
Drybar Holdings LLC	Money to Blow	4,562,894	86/075,154	07/08/14
Drybar Holdings LLC	Triple Sec	4,740,602	86/255,525	05/19/15
Drybar Holdings LLC	Mudslide	4,831,727	86/558,689	10/13/15
Drybar Holdings LLC	Dry-on-the-fly	4,836,818	86/611,098	10/20/15
Drybar Holdings LLC	The 3-Day Bender	4,831,245	86/552,724	10/13/15
Drybar Holdings LLC	Mai Tai Spritzer	4,831,244	86/552,721	10/13/15
Drybar Holdings LLC	Sake Bomb	4,831,243	86/552,715	10/13/15
Drybar Holdings LLC	Sparkling Soda	4,831,242	86/552,713	10/13/15

Exhibit A

TRADEMARK
REEL: 005756 FRAME: 0271

Grantor	Trademark	Reg. No.	App. No.	Issue Date
Drybar Holdings LLC	100 Proof	4,371,990	85/796,756	07/23/2013
Drybar Holdings LLC	Baby Buttercup	N/A	86/765,863	Not yet issued.
Drybar Holdings LLC	Blonde Ale	4,875,943	86/552,710	12/22/2015
Drybar Holdings LLC	Cream Soda	4,371,996	85/796,780	07/23/2013
Drybar Holdings LLC	High 'N Mighty	N/A	86/782,396	Not yet issued.
Drybar Holdings LLC	Mr. Incredible	N/A	86/629,732	Not yet issued.
Drybar Holdings LLC	Slumber Party	N/A	86/766,250	Not yet issued.
Drybar Holdings LLC	Southern Belle	4,371,997	85/796,785	07/23/2013
Drybar Holdings LLC	Tequila Sunrise	N/A	86/787,382	Not yet issued.
Drybar Holdings LLC	The Tress Press	4,883,174	86,589,363	01/05/2016
Drybar Holdings LLC	The Warden	N/A	86/822,882	Not yet issued.
Drybar Holdings LLC	Velvet Hammer	4,883,176	86/589,369	01/05/2016
Drybar Holdings LLC	Drybar	N/A	86/901,662	2/9/16
CANADA				
Drybar Holdings LLC	Drybar (Logo and Design)	TMA909,388	1583985	07/24/15
Drybar Holdings LLC	High Maintenance	N/A	1746132	Not yet issued
Drybar Holdings LLC	100 Proof	N/A	1707673	Not yet issued.
Drybar Holdings LLC	Bay Breeze	N/A	1707694	Not yet issued.
Drybar Holdings LLC	Blonde Ale	N/A	1707689	Not yet issued.
Drybar Holdings LLC	Buttercup	N/A	1707695	Not yet issued.
Drybar Holdings LLC	Buttercup (and Design)	N/A	1711708	Not yet issued.
Drybar Holdings LLC	Double Pint	N/A/	1707709	Not yet issued.
Drybar Holdings LLC	Drybar	N/A	1707948	Not yet issued.
Drybar Holdings LLC	Drybar Detox	N/A	1707702	Not yet issued.
Drybar Holdings LLC	Dry-On-The_Fly	N/A	1752097	Not yet issued.
Drybar Holdings LLC	Full Keg	N/A	1707710	Not yet issued.
Drybar Holdings LLC	Full Pint	N/A	1707715	Not yet issued.
Drybar Holdings LLC	Half Keg	N/A	1707717	Not yet issued.
Drybar Holdings LLC	Half Pint	N/A	1707721	Not yet issued.
Drybar Holdings LLC	Happy Hour	N/A	1707723	Not yet issued.
Drybar Holdings LLC	Happy Hour Drybar (and Design)	N/A	1707814	Not yet issued.
Drybar Holdings LLC	High 'N Mighty	N/A	1749924	Not yet issued.
Drybar Holdings LLC	High Tops	N/A	1707818	Not yet issued.
Drybar Holdings LLC	Hold Me	N/A	1707724	Not yet issued.
Drybar Holdings LLC	Hot Toddy	N/A	1707727	Not yet issued.
Drybar Holdings LLC	Mai Tai Spritzer	N/A	1707728	Not yet issued.
Drybar Holdings LLC	Money Maker	N/A	1707769	Not yet issued.
Drybar Holdings LLC	Mr. Incredible	N/A	1727882	Not yet issued.
Drybar Holdings LLC	Mudslide	N/A	1707771	Not yet issued.
Drybar Holdings LLC	Peace, Love & Blowouts!	N/A	1728240	Not yet issued.

Grantor	Trademark	Reg. No.	App. No.	Issue Date
Drybar Holdings LLC	Sake Bomb	N/A	1707773	Not yet issued.
Drybar Holdings LLC	Slumber Party	N/A	1747443	Not yet issued.
Drybar Holdings LLC	Southern Belle	N/A	1707776	Not yet issued.
Drybar Holdings LLC	Sparkling Soda	N/A	1707774	Not yet issued.
Drybar Holdings LLC	Tequila Sunrise	N/A	1750208	Not yet issued.
Drybar Holdings LLC	Texas Tea	N/A	1707777	Not yet issued.
Drybar Holdings LLC	The 3-Day Bender	N/A	1707778	Not yet issued.
Drybar Holdings LLC	The Chaser Drybar (and Design)	N/A	1707795	Not yet issued.
Drybar Holdings LLC	The Morning After	N/A	1707800	Not yet issued.
Drybar Holdings LLC	The Tress Press	N/A	1722667	Not yet issued.
Drybar Holdings LLC	The Warden	N/A	1755225	Not yet issued.
Drybar Holdings LLC	Triple Sec	N/A	1707801	Not yet issued.
Drybar Holdings LLC	Velvet Hammer	N/A	1722664	Not yet issued.
Drybar Holdings LLC	White Russian	N/A	1707805	Not yet issued.
EUROPEAN UNION				
Drybar Holdings LLC	Drybar	010995801	010995801	11/26/12
Drybar Holdings LLC	The Tress Press	013973921	013973921	08/12/15
Drybar Holdings LLC	Buttercup	013722244	013722244	08/04/15
Drybar Holdings LLC	Triple Sec	013722293	013722293	06/05/15
Drybar Holdings LLC	Hot Toddy	013722319	013722319	06/23/15
Drybar Holdings LLC	The 3-Day Bender	013722277	013722277	06/05/15
Drybar Holdings LLC	Buttercup Logo	012024006	012024006	04/14/2014
Drybar Holdings LLC	Baby Buttercup	14578637	014578637	01/18/16
Drybar Holdings LLC	Detox	013720594	013720594	11/12/2015
Drybar Holdings LLC	Drybar (IC 3, 44)	010632792	010632792	06/16/2012
Drybar Holdings LLC	Drybar (IC8,9,21,41,43)	012023974	012023974	12/06/2015
Drybar Holdings LLC	Dry-On-The-Fly	14733331	014733331	02/26/16
Drybar Holdings LLC	Mr. Incredible	014666184	014666184	02/08/2016
Drybar Holdings LLC	Tequila Sunrise	014675219	014675219	01/29/2016
Drybar Holdings LLC	The Warden	14802243	014802243	03/03/16
KUWAIT				
Drybar Holdings LLC	Drybar	131379	131379	06/27/12
BRAZIL				
Drybar Holdings LLC	Drybar	840476558	840476558	01/19/16
Drybar Holdings LLC	Drybar	N/A	840476566	Not yet issued.
Drybar Holdings LLC	Drybar	840476574	840476574	12/15/15
UAE				
Drybar Holdings LLC	Drybar	176020	176020	04/08/14
PERU				
Drybar Holdings LLC	Drybar	78340	531816-2013	09/16/13
NORWAY				
Drybar Holdings LLC	Drybar	271833	201305462	08/19/13
SINGAPORE				

Grantor	Trademark	Reg. No.	App. No.	Issue Date
Drybar Holdings LLC	Drybar	T1305622E	T1305622E	01/10/14
TAIWAN				
Drybar Holdings LLC	Drybar	1603216	102017418	10/01/13
SAUDI ARABIA				
Drybar Holdings LLC	Drybar	1441/68	186186	05/27/13
MEXICO				
Drybar Holdings LLC	Drybar	1370982	1349383	05/28/13
Drybar Holdings LLC	Drybar	1462749	1345958	06/17/14
Drybar Holdings LLC	Drybar (and Design)	1446049	1348822	04/08/14
Drybar Holdings LLC	Drybar (and Design - Color on Gray)	1522363	1348821	03/18/15
Drybar Holdings LLC	Drybar (Logo and Design)	1522364	1348823	03/18/15
Drybar Holdings LLC	Drybar	1527601	1345954	04/07/2015
CHINA				
Drybar Holdings LLC	Drybar	12491997	12491997	09/28/14
Drybar Holdings LLC	Drybar	12470702	12470702	09/28/14
Drybar Holdings LLC	Drybar	12470701	12470701	09/28/14
Drybar Holdings LLC	Drybar	13836050	13836050	02/21/15
Drybar Holdings LLC	Drybar	13836048	13836048	02/21/15
Drybar Holdings LLC	Drybar	13836049	13836049	02/28/15
Drybar Holdings LLC	Baby Buttercup	N/A	Not yet issued.	Not yet issued.
Drybar Holdings LLC	Buttercup	N/A	Not yet issued.	Not yet issued.
Drybar Holdings LLC	Buttercup Logo (IC3)	N/A	Not yet issued.	Not yet issued.
Drybar Holdings LLC	Buttercup Logo (IC44)	N/A	Not yet issued.	Not yet issued.
Drybar Holdings LLC	The 3-Day Bender	N/A	Not yet issued.	Not yet issued.
Drybar Holdings LLC	The Tress Press	N/A	Not yet issued.	Not yet issued.
SWITZERLAND				
Drybar Holdings LLC	Drybar	656058	54269/2013	03/13/14
JAPAN				
Drybar Holdings LLC	Drybar	5638879	2013-031778	12/20/13
SOUTH KOREA				
Drybar Holdings LLC	Drybar	45-0049585	45-2013-0002336	05/27/14
PHILIPPINES				
Drybar Holdings LLC	Drybar	42013502037	42013502037	03/20/14
ISRAEL				
Drybar Holdings LLC	Drybar	254485	254485	02/03/15
INDIA				
Drybar Holdings LLC	Drybar	2510247	2510247	10/08/14
Drybar Holdings LLC	Drybar (IC3)	N/A	2510246	Not yet issued.
Drybar Holdings LLC	Drybar (IC8)	N/A	2510248	Not yet issued.
SOUTH AFRICA				
Drybar Holdings LLC	Drybar	2013/08219	2013-08219	08/29/14
Drybar Holdings LLC	Buttercup Logo (IC3)	N/A	2015-16396	Not yet issued.
Drybar Holdings LLC	Buttercup Logo (IC35)	N/A	2015-16397	Not yet issued.
Drybar Holdings LLC	Buttercup Logo (IC44)	N/A	2015-16398	Not yet issued.

Grantor	Trademark	Reg. No.	App. No.	Issue Date
Drybar Holdings LLC	Drybar (IC3)	N/A	2015-16399	Not yet issued.
Drybar Holdings LLC	Drybar (IC35)	N/A	2015-16400	Not yet issued.
RUSSIA				
Drybar Holdings LLC	Drybar	543727	2013716286	05/26/15
Drybar Holdings LLC	Drybar	N/A	2015703384	Not yet issued.
ARGENTINA				
Drybar Holdings LLC	Drybar	2659431	3243849	06/26/2014
AUSTRALIA				
Drybar Holdings LLC	Drybar	1662458	1662458	12/04/14
Drybar Holdings LLC	The Drybar	1499677	1499677	07/02/12
CHILE				
Drybar Holdings LLC	Drybar	1079876	1056610	02/17/2014
COLOMBIA				
Drybar Holdings LLC	Drybar	482174	13-110952	10/30/2013
HONG KONG				
Drybar Holdings LLC	Drybar	302577042	302577042	04/12/13
INDONESIA				
Drybar Holdings LLC	Buttercup Logo	N/A	J00.2015.044639	Not yet issued.
Drybar Holdings LLC	Drybar (IC3)	N/A	D00.2015.041331	Not yet issued.
Drybar Holdings LLC	Drybar (IC44)	N/A	J00.2015.041334	Not yet issued.
THAILAND				
Drybar Holdings LLC	Drybar	N/A	891801	Not yet issued.