

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM390931

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Calimira, LLC		06/30/2016	Limited Liability Company: OHIO
RECEIVING PARTY DATA			
Name:	Oxer BCP Mezzanine Fund, L.P.		
Street Address:	1233 Dublin Road		
City:	Columbus		
State/Country:	OHIO		
Postal Code:	43215		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3781014	RUSTY BUCKET	
Registration Number:	4575779	FINALLY, A GROWN-UP PLACE TO BRING THE K	
Registration Number:	4575778	BUCKET LIFE	
Registration Number:	4575777	GRAB LIFE BY THE BUCKET	
CORRESPONDENCE DATA			
Fax Number:	2163634588		
<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>			
Phone:	2163634677		
Email:	trademark@beneschlaw.com		
Correspondent Name:	Duncan H.Poirier		
Address Line 1:	Benesch Friedlander Coplan & Aronoff LLP		
Address Line 2:	200 Public Square, Suite 2300		
Address Line 4:	Cleveland, OHIO 44114		
ATTORNEY DOCKET NUMBER:	39862.1		
NAME OF SUBMITTER:	Duncan H. Poirier		
SIGNATURE:	/Duncan H. Poirier/		
DATE SIGNED:	07/11/2016		
Total Attachments: 4			

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THE OBLIGATIONS EVIDENCED HEREBY ARE SUBORDINATE IN THE MANNER AND TO THE EXTENT SET FORTH IN THAT CERTAIN SUBORDINATION AGREEMENT (THE "SUBORDINATION AGREEMENT") DATED AS OF JUNE 30, 2016 AMONG THE HUNTINGTON NATIONAL BANK, N.A. AND OXER BCP MEZZANINE FUND LP, CALIMIRA AS BORROWER TO THE INDEBTEDNESS OWED BY THE BORROWER TO THE SENIOR LENDER, AND EACH HOLDER HEREOF, BY ITS ACCEPTANCE HEREOF, IRREVOCABLY AGREES TO BE BOUND BY THE PROVISIONS OF THE SUBORDINATION AGREEMENT.

NOTICE OF SECURITY INTEREST

Calimira, LLC, an Ohio limited liability company (together with its successors and permitted assigns, "Debtor"), and Oxer BCP Mezzanine Fund, L.P., a Delaware limited partnership (together with its successors and assigns, "Secured Party"), are parties to a certain Senior Subordinated Note and Warrant Purchase and Security Agreement dated June 30, 2016 (the "Purchase Agreement").

WHEREAS, Debtor owns certain rights, title and interest in and to certain Collateral (as defined in the Purchase Agreement), including the Collateral listed on the annexed Schedule A attached hereto; and

WHEREAS, Debtor has granted Secured Party a security interest as set forth in the Purchase Agreement in and to, among other things, all right, title and interest of Debtor in the Collateral, to secure the payment, performance and observance of certain obligations defined in the Purchase Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby grant to Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations defined in the Purchase Agreement.

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

[Signature page immediately follows.]

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice of Security Interest as of the date first written above.

DEBTOR:

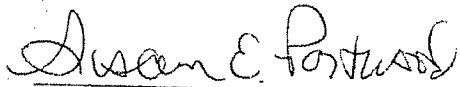
CALIMIRA, LLC,
an Ohio limited liability company

By: Calimira Management, Inc.
Its: Managing Member

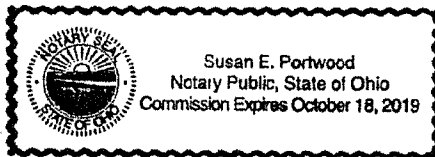
By: 
Gary Callicoat, President

STATE OF OHIO :
: ss.
COUNTY OF FRANKLIN :

On this 30th day of June, 2016, before me, a Notary Public, personally appeared Gary Callicoat, who acknowledged himself to be acting on behalf of Calimira Management, Inc., Managing Member of Calimira, LLC, an Ohio limited liability company, and that he, being duly authorized to do so, executed the foregoing Notice of Security Interest for the purposes therein contained by signing his name as such on behalf of the Debtor.



Notary Public
My Commission Expires:



*Signature Page to
Notice of Security Interest*

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice of Security Interest as of the date first written above.

SECURED PARTY:

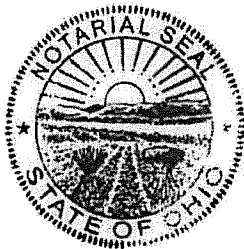
OXER BCP MEZZANINE FUND, LP,
a Delaware limited partnership

By: [Signature]
Frank J. Capella, Authorized Signer

STATE OF Ohio :
COUNTY OF Franklin : ss.

On this 29 day of June, 2016, before me, a Notary Public, personally appeared Frank J. Capella, who acknowledged himself to be acting on behalf of Oxer BCP Mezzanine Fund, LP, a Delaware limited partnership, and that he, being duly authorized to do so, executed the foregoing Notice of Security Interest for the purposes therein contained by signing his name as such on behalf of the Secured Party.

[Signature]
Notary Public
My Commission Expires:



Brooke A. March
Notary Public, State of Ohio
My Commission Expires 04-15-2019

SCHEDULE A
TO
NOTICE OF SECURITY INTEREST

U.S. TRADEMARKS OF DEBTOR

<u>Application Number/ Filing Date</u>	<u>Registration Number/ Registration Date</u>	<u>Mark</u>
77/828,385 09/17/2009	3,781,014 04/27/2010	RUSTY BUCKET
86/156,692 01/03/2014	4,575,779 07/29/2014	FINALLY, A GROWN-UP PLACE TO BRING THE KIDS
86/156,691 01/03/2014	4,575,778 07/29/2014	BUCKET LIFE
86/156,689 01/03/2014	4,575,777 07/29/2014	GRAB LIFE BY THE BUCKET