

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM396302

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AARON BROTHERS, INC.		08/24/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION		
Street Address:	One Boston Place, 18th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02018		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4870621	AB WHITE GLOVE PROMISE	
Registration Number:	4885160	KIDS ART DISTRICT	
Registration Number:	4885159	KIDS ART DISTRICT	
Registration Number:	4885016	THE ART DISTRICT	
Registration Number:	4885015	THE ART DISTRICT	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	202-370-4750		
Email:	ipteam@nationalcorp.com		
Correspondent Name:	Darlena Bari Stark		
Address Line 1:	1025 Vermont Ave NW, Suite 1130		
Address Line 2:	National Corporate Research, Ltd.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	F165060		
NAME OF SUBMITTER:	Janet S. Wamsley		
SIGNATURE:	/Janet S. Wamsley/		
DATE SIGNED:	08/25/2016		

OP \$140.00 4870621

Total Attachments: 5

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

August 24, 2016

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **AARON BROTHERS, INC.**, a Delaware corporation (the "Grantor") with principal offices at 1221 S. Beltline Rd., Suite 500, Coppell, Texas 75019, hereby grants to **WELLS FARGO BANK, NATIONAL ASSOCIATION**, as Collateral Agent, with offices at One Boston Place, 18th Floor, Boston, Massachusetts 02108 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Amended and Restated Security Agreement among certain affiliates of the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of September 17, 2012 (as amended, modified, restated and/or supplemented (including pursuant to the Supplement referred to below) from time to time, the "Security Agreement"), to which the Grantor, among others, joined as a party pursuant to that certain Supplement No. 2 to Amended and Restated Security Agreement, dated as of even date herewith (the "Supplement"), by and between, among others, the Grantor and the Grantee.

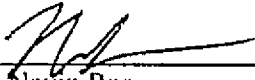
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

AARON BROTHERS, INC., as Grantor

By: 
Name: Navin Rao
Title: Vice President—Assistant Secretary

Signature Page to Grant of Security Interest in Trademarks

TRADEMARK
REEL: 005863 FRAME: 0727

SCHEDULE A

Trademarks

<u>Owner</u>	<u>Trademark</u>	<u>Country</u>	<u>Reg. No.</u>
Aaron Brothers, Inc.	AB WHITE GLOVE PROMISE	U.S.	4,870,621
Aaron Brothers, Inc.	KIDS ART DISTRICT	U.S.	4,885,160
Aaron Brothers, Inc.	KIDS ART DISTRICT	U.S.	4,885,159
Aaron Brothers, Inc.	THE ART DISTRICT	U.S.	4,885,016
Aaron Brothers, Inc.	THE ART DISTRICT	U.S.	4,885,015

Schedule A to Grant of Security Interest in Trademarks