

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM396327

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
THE OUTDOOR RECREATION GROUP		07/28/2016	Corporation: CALIFORNIA
THE OUTDOOR RECREATION GROUP, LLC		07/28/2016	Limited Liability Company: CALIFORNIA

## RECEIVING PARTY DATA

<b>Name:</b>	PNC BANK, NATIONAL ASSOCIATION
<b>Street Address:</b>	500 First Avenue
<b>City:</b>	Pittsburgh
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	15219
<b>Entity Type:</b>	National Banking Association: PENNSYLVANIA

## PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Registration Number:	1472288	OUTDOOR PRODUCTS
Registration Number:	1659756	FIELDLINE
Registration Number:	1659757	FIELDLINE
Registration Number:	1807531	LIFE IS A JOURNEY. WE'LL HELP YOU PACK.
Registration Number:	1847717	SEAMLOCK
Registration Number:	2000180	QUIET-CLOTH
Registration Number:	2062168	THRESHOLD
Registration Number:	2062171	THRESHOLD
Registration Number:	2089443	BUILT TO LAST A LIFETIME
Registration Number:	2155183	OBLIQUE
Registration Number:	2189994	PACKS FOR LIFE
Registration Number:	2255444	THRIVE
Registration Number:	2856609	CYCLONE
Registration Number:	2905875	
Registration Number:	2949243	OUTDOOR PRODUCTS
Registration Number:	3011866	FIELD HAUL FRAME
Registration Number:	3055976	OKEECHOBEE FATS

OP \$890.00 1472288

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3400747	TIMBER HAWK
Registration Number:	3957327	POWER PACK
Registration Number:	4046318	CHATTAHOOCHEE CHOMPER
Registration Number:	4056865	THE OUTDOOR RECREATION GROUP
Registration Number:	4057194	WEATHER DEFENSE
Registration Number:	4118123	LAST DROP SYSTEM
Registration Number:	4218460	HEAD HUNTER
Registration Number:	4235047	TIMBER HAWK
Registration Number:	4293247	TRADEWINDS
Registration Number:	4299189	TRADE WINDS
Registration Number:	4443241	OUTDOOR PRODUCTS
Registration Number:	4463420	FIELDLINE TACTICAL
Registration Number:	4489057	CROSS BREEZE
Registration Number:	4517860	FIELDLINE PRO
Registration Number:	4570187	ATHLETEX
Registration Number:	4728418	OUTDOOR PRODUCTS
Registration Number:	4956495	OUTDOOR PRODUCTS
Registration Number:	3905192	HITOMI

**CORRESPONDENCE DATA**

Fax Number: 7037125050

*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: 703-712-5352

Email: jmiller@mcguirewoods.com

Correspondent Name: Joyce Miller

Address Line 1: 1750 Tysons Blvd.

Address Line 2: Suite 1800

Address Line 4: Tysons, VIRGINIA 22102

<b>NAME OF SUBMITTER:</b>	Joyce Miller
<b>SIGNATURE:</b>	/Joyce Miller/
<b>DATE SIGNED:</b>	08/25/2016

**Total Attachments: 8**

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**TRADEMARK SECURITY AGREEMENT**

This TRADEMARK SECURITY AGREEMENT (this "Agreement") is dated as of July 28, 2016, between THE OUTDOOR RECREATION GROUP, a California corporation ("TORG"), THE OUTDOOR RECREATION GROUP, LLC, a California limited liability company (together with TORG, the "Grantors"), and PNC BANK, NATIONAL ASSOCIATION ("PNC"), as administrative agent for Lenders described below (PNC, in such capacity, "Agent").

**WITNESSETH:**

WHEREAS, pursuant to that certain Revolving Credit and Security Agreement dated as of the date hereof by and among Grantors, the other Persons named therein as Borrowers, Agent and the Persons signatory thereto from time to time as the Lenders (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Credit Agreement"), the Lenders have agreed to make loans to or for the benefit of Grantors and the other Borrowers; and

WHEREAS, as security for the Borrowers' obligations under the Credit Agreement, pursuant to the terms of the Credit Agreement, Grantors granted to Agent, for the benefit of Agent and the Lenders, a Lien on all trademarks of Grantors, whether now owned or existing or hereafter acquired or arising, provided, that any such trademark shall exclude Excluded Property.

NOW, THEREFORE, in consideration of the premises and the mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantors hereby agree as follows:

1. **DEFINED TERMS.** All capitalized terms used but not otherwise defined herein have the meanings given to them in the Credit Agreement.

2. **GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL.** Grantors hereby grant to Agent, on behalf of itself and the Lenders, a Lien upon all of Grantors' presently existing or hereafter arising right, title and interest in and to all registered trademarks referred to on Schedule A hereto (the "Registered Trademarks"), provided, however, that the Registered Trademarks shall exclude Excluded Property.

3. **AGREEMENT.** The security interests granted pursuant hereto are one and the same as those granted to Agent, on behalf of itself and the Lenders, pursuant to the Credit Agreement. Grantors hereby acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the Registered Trademarks made and granted hereby are more fully set forth in the Credit Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

4. **COUNTERPARTS.** This Agreement may be executed via telecopier or facsimile transmission or electronic transmission (i.e., e-mail) in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed an original, but all of which counterparts together shall constitute one and the same instrument.

5. APPLICABLE LAW. THIS AGREEMENT SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK, WITHOUT REGARD TO CONFLICTS OF LAWS PRINCIPLES.

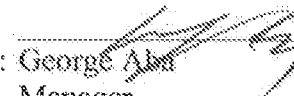
[Signature page follows]

IN WITNESS WHEREOF, each Grantor has caused this Grant of Security Interest in Trademarks to be executed and delivered by its duly authorized officer as of the date first set forth above.

THE OUTDOOR RECREATION GROUP

By:   
Name: George Aba  
Title: Chief Financial Officer

THE OUTDOOR RECREATION GROUP, LLC

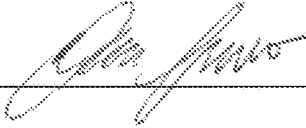
By:   
Name: George Aba  
Title: Manager

[SIGNATURES CONTINUED ON FOLLOWING PAGE]

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ACCEPTED AND ACKNOWLEDGED BY:

PNC BANK, NATIONAL ASSOCIATION  
as Agent

By:  \_\_\_\_\_

Name: Daniela Jurado

Title: Officer

**SCHEDULE A**  
to  
**GRANT OF SECURITY INTEREST IN TRADEMARKS**

**THE OUTDOOR RECREATION GROUP:**

<b>Mark Application/ Mark Registration</b>	<b>Country</b>	<b>Registration No.</b>	<b>Registered Owner</b>
Outdoor Products (with words in oblique design and birds flying in "O" - Racetrack Design)	United States	1472288	The Outdoor Recreation Group
Fieldline	United States	1659756	The Outdoor Recreation Group
Fieldline (with silhouette of man hunting by lake)	United States	1659757	The Outdoor Recreation Group
Life is a Journey, We'll Help You Pack	United States	1807531	The Outdoor Recreation Group
Seamlock	United States	1847717	The Outdoor Recreation Group
Quiet-Cloth	United States	2000180	The Outdoor Recreation Group
Threshold	United States	2062168	The Outdoor Recreation Group
Threshold	United States	2062171	The Outdoor Recreation Group
Built to Last a Lifetime	United States	2089443	The Outdoor Recreation Group
Oblique	United States	2155183	The Outdoor Recreation Group
Packs for Life	United States	2189994	The Outdoor Recreation Group
Thrive	United States	2255444	The Outdoor Recreation Group
Cyclone (with swirl design in "o")	United States	2856609	The Outdoor Recreation Group
(Chevron Design)	United States	2905875	The Outdoor Recreation Group
Outdoor Products (with chevron)	United States	2949243	The Outdoor Recreation Group
Field Haul Frame	United States	3011866	The Outdoor Recreation Group

<b>Mark Application/ Mark Registration</b>	<b>Country</b>	<b>Registration No.</b>	<b>Registered Owner</b>
Okeechobee Fats (with fish design)	United States	3055976	The Outdoor Recreation Group
Timber Hawk (with hawk design)	United States	3400747	The Outdoor Recreation Group
Power Pack	United States	3957327	The Outdoor Recreation Group
Chattahoochee Chomper (with catfish design)	United States	4046318	The Outdoor Recreation Group
The Outdoor Recreation Group	United States	4056865	The Outdoor Recreation Group
Weather Defense	United States	4057194	The Outdoor Recreation Group
Last Drop System (with raindrop design)	United States	4118123	The Outdoor Recreation Group
Head Hunter	United States	4218460	The Outdoor Recreation Group
Timber Hawk (with hawk design)	United States	4235047	The Outdoor Recreation Group
Tradewinds	United States	4293247	The Outdoor Recreation Group
Trade Winds (with propeller design)	United States	4299189	The Outdoor Recreation Group
Outdoor Products (words in tree)	United States	4443241	The Outdoor Recreation Group
Fieldline Tactical	United States	4463420	The Outdoor Recreation Group
Cross Breeze	United States	4489057	The Outdoor Recreation Group
Fieldline Pro	United States	4517860	The Outdoor Recreation Group
Athletex (stylized logo)	United States	4570187	The Outdoor Recreation Group
Outdoor Products (with chevron)	United States	4728418	The Outdoor Recreation Group
Outdoor Products (with chevron)	United States	4956495	The Outdoor Recreation Group
Fieldline	Canada	453426	The Outdoor Recreation Group
Outdoor Products Chevron Design	Canada	693773	The Outdoor Recreation Group
Fieldline Pro Series and Design	Canada	904832	The Outdoor Recreation Group



<b>Mark Application/ Mark Registration</b>	<b>Country</b>	<b>Registration No.</b>	<b>Registered Owner</b>
Fieldline Pro Series	Canada	904833	The Outdoor Recreation Group
Fieldline Pro Series	China	13546895	The Outdoor Recreation Group
Fieldline Pro Series	Colombia	498101	The Outdoor Recreation Group
Fieldline Tactical	Colombia	498102	The Outdoor Recreation Group
Outdoor Products Chevron Design	Costa Rica	172.616	The Outdoor Recreation Group
Outdoor Products (with design)	European Union (CTM)	000141242	The Outdoor Recreation Group
Outdoor Products Chevron Design	European Union (CTM)	003394376	The Outdoor Recreation Group
Fieldline Pro	European Union (CTM)	012195392	The Outdoor Recreation Group
Fieldline	European Union (CTM)	012196689	The Outdoor Recreation Group
Fieldline	Japan	5651328	The Outdoor Recreation Group
Outdoor Products Chevron Design	Mexico	819213	The Outdoor Recreation Group
Outdoor Products Chevron Design	Panama	160008	The Outdoor Recreation Group
Outdoor Products (and Design)	Russian Federation	184904	The Outdoor Recreation Group
Outdoor Products Chevron Design	South Africa	2003/17657	The Outdoor Recreation Group
Outdoor Products Chevron Design	South Africa	2003/17658	The Outdoor Recreation Group
Outdoor Products & Design	South Africa	1997/13902	The Outdoor Recreation Group
Outdoor Products Racetrack Logo	South Africa	1999/11589	The Outdoor Recreation Group
Outdoor Products - Vintage Logo	Sweden	179,864	The Outdoor Recreation Group

**THE OUTDOOR RECREATION GROUP, LLC:**

<b>Mark Application/ Mark Registration</b>	<b>Country</b>	<b>Registration No.</b>	<b>Registered Owner</b>
hitomi	United States	3905192	The Outdoor Recreation Group, LLC