

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM400365

|                              |                   |
|------------------------------|-------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT    |
| <b>NATURE OF CONVEYANCE:</b> | SECURITY INTEREST |
| <b>SEQUENCE:</b>             | 2                 |

**CONVEYING PARTY DATA**

| Name                                     | Formerly | Execution Date | Entity Type           |
|--|----------|----------------|-----------------------|
| Floor and Decor Outlets of America, Inc. |          | 09/30/2016     | Corporation: DELAWARE |

**RECEIVING PARTY DATA**

|                          |   |
|--------------------------|---|
| <b>Name:</b>             | Wells Fargo Bank, National Association      |
| <b>Street Address:</b>   | One Boston Place                            |
| <b>Internal Address:</b> | 18th Floor                                  |
| <b>City:</b>             | Boston                                      |
| <b>State/Country:</b>    | MASSACHUSETTS                               |
| <b>Postal Code:</b>      | 02110                                       |
| <b>Entity Type:</b>      | National Banking Association: UNITED STATES |

**PROPERTY NUMBERS Total: 25**

| Property Type  | Number   | Word Mark                        |
|----------------|----------|----------------------------------|
| Serial Number: | 86651881 | AMERICAN SPIRIT                  |
| Serial Number: | 86492481 | AQUAGUARD                        |
| Serial Number: | 86192195 | CA CÔTE D'AZUR                   |
| Serial Number: | 86192286 | DREAM                            |
| Serial Number: | 86802410 | ECO FELT                         |
| Serial Number: | 85952714 | EXOTICA                          |
| Serial Number: | 86568926 | EZ FOAM                          |
| Serial Number: | 86356968 | F&D EXPRESS                      |
| Serial Number: | 86651869 | FAIROAKS                         |
| Serial Number: | 86146521 | FLOOR & DECOR                    |
| Serial Number: | 86058145 | FLOOR & DECOR                    |
| Serial Number: | 76529408 | FLOOR & DECOR OUTLETS OF AMERICA |
| Serial Number: | 86651898 | HAMPSTEAD                        |
| Serial Number: | 86622775 | LIFESCAPES                       |
| Serial Number: | 86621223 | MANOR HOUSE                      |
| Serial Number: | 86476976 | NUCORE                           |
| Serial Number: | 86735111 | TARSUS                           |

TRADEMARK

| Property Type  | Number   | Word Mark                               |
|----------------|----------|---|
| Serial Number: | 85968018 | TIMBERLCLICK                            |
| Serial Number: | 86281565 | TOP QUALITY FLOORS. ROCK BOTTOM PRICES. |
| Serial Number: | 86281357 | VALLEY RIDGE                            |
| Serial Number: | 86778880 | VILLA                                   |
| Serial Number: | 86189795 | VIVIANO MOSAICI                         |
| Serial Number: | 86649192 | WILDWOOD                                |
| Serial Number: | 86621252 | WINGWOOD                                |
| Serial Number: | 86281443 | YOU HAVE TO SEE IT TO BELIEVE IT        |

**CORRESPONDENCE DATA**

**Fax Number:** 6172484000

*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.*

**Email:** tadmin@choate.com

**Correspondent Name:** Sara M. Bauer

**Address Line 1:** Two International Place

**Address Line 2:** Choate Hall & Stewart LLP

**Address Line 4:** Boston, MASSACHUSETTS 02110

**ATTORNEY DOCKET NUMBER:** 2009985-0052

**NAME OF SUBMITTER:** Sara M. Bauer

**SIGNATURE:** /sara bauer/

**DATE SIGNED:** 09/30/2016

**Total Attachments: 14**

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- source=F&D (2016) - Grant of Security Interest in Trademarks (Executed)#page2.tif
- source=F&D (2016) - Grant of Security Interest in Trademarks (Executed)#page3.tif
- source=F&D (2016) - Grant of Security Interest in Trademarks (Executed)#page4.tif
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**GRANT OF SECURITY INTEREST IN TRADEMARKS**

**September 30, 2016**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, FLOOR AND DECOR OUTLETS OF AMERICA, INC., a Delaware corporation with its principal office at 2233 Lake Park Drive, Suite 400, Smyrna, Georgia 30080 (the "Grantor"), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION with its principal office at One Boston Place, 18<sup>th</sup> Floor, Boston, Massachusetts 02108, as collateral agent (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the "Marks"), (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, (iii) all income, fees, royalties, damages and payments now and hereafter due and/or payable thereunder and with respect to the Marks, including, without limitation, damages, claims and payments for past, present or future infringements thereof, and (iv) all rights to sue for past, present and future infringements thereof.

THIS GRANT is made to secure the performance and payment in full of all the Secured Obligations of the Grantor, as such term is defined in the Amended and Restated Security Agreement, dated as of September 30, 2016 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"), among the Grantor, the Grantee, and certain other parties. 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 first above written.

GRANTOR:

**FLOOR AND DECOR OUTLETS OF AMERICA, INC.**

By: 

Name: Trevor Lang

Title: Chief Financial Officer and  
Executive Vice President

GRANTEE:


**WELLS FARGO BANK, NATIONAL ASSOCIATION**



By: 


Name: Michael S. Watson

Title: Director

**SCHEDULE A**

| <b>Grantor</b>                           | <b>Country</b> | <b>Trademark</b>   | <b>Application Number</b> | <b>Application Date</b> | <b>Registration Number</b> | <b>Registration Date</b> |
|--|----------------|--|---------------------------|-------------------------|----------------------------|--------------------------|
| Floor and Decor Outlets of America, Inc. | U.S.           | ADESSI   | 86732110                  | Aug. 20, 2015           |                            |                          |
| Floor and Decor Outlets of America, Inc. | U.S.           | AMERICAN SPIRIT  | 86651881                  | Jun. 04, 2015           | 5018912                    | Aug. 9, 2016             |
| Floor and Decor Outlets of America, Inc. | U.S.           |  AquaGuard | 86492481                  | Dec. 30, 2014           | 4847826                    | Nov. 3, 2015             |
| Floor and Decor Outlets of America, Inc. | U.S.           | ASHFORD  | 86732118                  | Aug. 20, 2015           |                            |                          |
| Floor and Decor Outlets of America, Inc. | U.S.           | AVILLANO   | 87030077                  | May 09, 2016            |                            |                          |

| Grantor                                  | Country | Trademark   | Application Number | Application Date | Registration Number | Registration Date |
|--|---------|---|--------------------|------------------|---------------------|-------------------|
| Floor and Decor Outlets of America, Inc. | U.S.    |    | 86192195           | Feb. 12, 2014    | 4937273             | Apr. 12, 2016     |
| Floor and Decor Outlets of America, Inc. | U.S.    | CANVAS  | 86778877           | Oct. 05, 2015    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | CASTILLE  | 86732124           | Aug. 20, 2015    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | CORVINA   | 86938092           | Mar. 12, 2016    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | DIMENSIONS  | 86778829           | Oct. 05, 2015    |                     |                   |
| Floor and Decor Outlets                  | U.S.    |  | 86192286           | Feb. 12, 2014    | 4622609             | Oct. 14, 2014     |



| Grantor                                  | Country | Trademark  | Application Number | Application Date | Registration Number | Registration Date |
|--|---------|--|--------------------|------------------|---------------------|-------------------|
| of America, Inc.                         |         |  |                    |                  |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | DURALUX  | 87023781           | May 03, 2016     |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | ECO FELT   | 86802410           | Oct. 28, 2015    | 5002088             | Jul. 19, 2016     |
| Floor and Decor Outlets of America, Inc. | U.S.    |  | 85952714           | Jun. 06, 2013    | 4477514             | Feb. 4, 2014      |
| Floor and Decor Outlets of America, Inc. | U.S.    | EZ FOAM  | 86568926           | Mar. 18, 2015    | 4883131             | Jan. 5, 2016      |
| Floor and Decor Outlets of America, Inc. | U.S.    | F&D COMMERCIAL   | 86857675           | Dec. 22, 2015    |                     |                   |
| Floor and Decor                          | U.S.    | F&D EXPRESS  | 86356968           | Aug. 04, 2014    | 4734497             | May 12, 2015      |




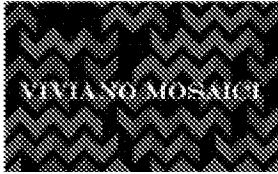
| Grantor                                  | Country | Trademark                        | Application Number | Application Date | Registration Number | Registration Date |
|--|---------|----------------------------------|--------------------|------------------|---------------------|-------------------|
| Outlets of America, Inc.                 |         |                                  |                    |                  |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | FAIROAKS                         | 86651869           | Jun. 04, 2015    | 4947930             | Apr. 26, 2016     |
| Floor and Decor Outlets of America, Inc. | U.S.    | FESTIVAL                         | 87091694           | Jul. 01, 2016    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | <b>FLOOR &amp; DECOR</b>         | 86058145           | Sep. 06, 2013    | 4514307             | Apr. 15, 2014     |
| Floor and Decor Outlets of America, Inc. | U.S.    | <b>FLOOR &amp; DECOR</b>         | 86146521           | Dec. 17, 2013    | 4583757             | Aug. 12, 2014     |
| Floor and Decor Outlets of America, Inc. | U.S.    | FLOOR & DECOR OUTLETS OF AMERICA | 76529408           | Jul. 14, 2003    | 3102587             | Jun. 13, 2006     |
| Floor and Decor                          | U.S.    | HAMPSTEAD                        | 86651898           | Jun. 04, 2015    | 4938404             | Apr. 12, 2016     |

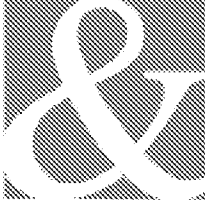




| Grantor                                  | Country | Trademark    | Application Number | Application Date | Registration Number | Registration Date |
|--|---------|--------------|--------------------|------------------|---------------------|-------------------|
| Outlets of America, Inc.                 |         |              |                    |                  |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | HIDDEN FALLS | 87093412           | Jul. 05, 2016    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | LA ROCCA     | 86735155           | Aug. 24, 2015    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | LIFESCAPES   | 86622775           | May 07, 2015     | 4836850             | Oct. 20, 2015     |
| Floor and Decor Outlets of America, Inc. | U.S.    | MANOR HOUSE  | 86621223           | May 06, 2015     | 4919555             | Mar. 15, 2016     |
| Floor and Decor Outlets of America, Inc. | U.S.    | MARAVILLA    | 87030103           | May 09, 2016     |                     |                   |
| Floor and Decor                          | U.S.    | MONTAGE      | 87171665           | Sep. 14, 2016    |                     |                   |

| Grantor                                  | Country | Trademark   | Application Number | Application Date | Registration Number | Registration Date |
|--|---------|-------------|--------------------|------------------|---------------------|-------------------|
| Outlets of America, Inc.                 |         |             |                    |                  |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | MONTALCINO  | 86735188           | Aug. 24, 2015    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | NUCORE      | 86476976           | Dec. 10, 2014    | 4833616             | Oct. 13, 2015     |
| Floor and Decor Outlets of America, Inc. | U.S.    | PIANETTO    | 86735214           | Aug. 24, 2015    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | PRO PREMIER | 86887337           | Jan. 26, 2016    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | PROWLER     | 87138843           | Aug. 15, 2016    |                     |                   |
| Floor and Decor                          | U.S.    | QUEST       | 86929752           | Mar. 04, 2016    |                     |                   |

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|--|---------|---|--------------------|------------------|---------------------|-------------------|
| Outlets of America, Inc.                 |         |   |                    |                  |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | SAN GIORGIO   | 86735275           | Aug. 24, 2015    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | SENTINEL  | 87138831           | Aug. 15, 2016    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    |  | 86192294           | Feb. 12, 2014    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | TARSUS  | 86735111           | Aug. 24, 2015    | 4895889             | Feb. 2, 2016      |
| Floor and Decor Outlets of America, Inc. | U.S.    | TECHTANIUM  | 86929771           | Mar. 04, 2016    |                     |                   |
| Floor and Decor                          | U.S.    |  | 85968018           | Jun. 24, 2013    | 4540306             | May 27, 2014      |

| Grantor                                  | Country | Trademark   | Application Number | Application Date | Registration Number | Registration Date |
|--|---------|---|--------------------|------------------|---------------------|-------------------|
| Outlets of America, Inc.                 |         |   |                    |                  |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | TOP QUALITY FLOORS. ROCK BOTTOM PRICES.   | 86281565           | May 14, 2014     | 4705549             | Mar. 17, 2015     |
| Floor and Decor Outlets of America, Inc. | U.S.    | TREAD WELL  | 86678163           | Jun. 29, 2015    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | TRESANA   | 86938096           | Mar. 12, 2016    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    |  | 86281357           | May 14, 2014     | 4746480             | Jun. 2, 2015      |
| Floor and Decor Outlets of America, Inc. | U.S.    | VILLA   | 86778880           | Oct. 05, 2015    | 5000163             | Jul.12, 2016      |
| Floor                                    | U.S.    |   | 86189795           | Feb. 10,         | 5041557             | Sep. 13,          |

| Grantor                                  | Country | Trademark   | Application Number | Application Date | Registration Number | Registration Date |
|--|---------|---|--------------------|------------------|---------------------|-------------------|
| and Decor Outlets of America, Inc.       |         |  |                    | 2014             |                     | 2016              |
| Floor and Decor Outlets of America, Inc. | U.S.    | WILDWOOD  | 86649192           | Jun. 02, 2015    | 4938397             | Apr. 12, 2016     |
| Floor and Decor Outlets of America, Inc. | U.S.    | WINGWOOD  | 86621252           | May 06, 2015     | 4876067             | Dec. 22, 2015     |
| Floor and Decor Outlets of America, Inc. | U.S.    | WOODLAND RESERVE  | 87094545           | Jul. 06, 2016    |                     |                   |
| Floor and Decor Outlets of America, Inc. | U.S.    | YOU HAVE TO SEE IT TO BELIEVE IT  | 86281443           | May 14, 2014     | 4722542             | Apr. 21, 2015     |
| Floor                                    | Texas   | FLOOR DECOR   | 78-542457          | N/A              | 800392373           | Nov. 18,          |

| Grantor                                  | Country | Trademark   | Application Number | Application Date | Registration Number | Registration Date |
|--|---------|---|--------------------|------------------|---------------------|-------------------|
| Decor Ltd.                               |         |   |                    |                  |                     | 2004              |
| Floor and Decor Outlets of America, Inc. | Canada  |    | 1625181            | May 2, 2013      | TMA911761           | August 19, 2015   |
| Floor and Decor Outlets of America, Inc. | Canada  |    | 1625183            | May 2, 2013      | TMA902730           | May 4, 2015       |
| Floor and Decor Outlets of America, Inc. | Canada  |   | 1625182            | May 2 2013       | TMA902731           | May 4, 2015       |
| Floor and Decor Outlets of America, Inc. | Canada  | FLOOR & DECOR   | 1763178            | Jan. 13, 2016    |                     |                   |
| Floor and Decor Outlets of America, Inc. | Mexico  |  | 1480780            | Apr. 28, 2014    | 1490753             | Oct. 28, 2014     |
| Floor and Decor Outlets                  | Mexico  |  | M1480779           | Apr. 28, 2014    | 1490752             | Oct. 28, 2014     |

| <b>Grantor</b>                           | <b>Country</b> | <b>Trademark</b> | <b>Application Number</b> | <b>Application Date</b> | <b>Registration Number</b> | <b>Registration Date</b> |
|--|----------------|------------------|---------------------------|-------------------------|----------------------------|--------------------------|
| of America, Inc.                         |                |                  |                           |                         |                            |                          |
| Floor and Decor Outlets of America, Inc. | Mexico         | FLOOR & DECOR    | M1683375                  | Nov. 23, 2015           |                            |                          |