

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM401526

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DIETZGEN CORPORATION		07/21/2015	Corporation: FLORIDA
RECEIVING PARTY DATA			
Name:	PNC BANK, NATIONAL ASSOCIATION, AS AGENT		
Street Address:	205 DATURA STREET		
Internal Address:	10TH FLOOR		
City:	WEST PALM BEACH		
State/Country:	FLORIDA		
Postal Code:	33401-5603		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	1949342	MAGIC	
Registration Number:	3011278	MAGIC POSTER-PRO	
Registration Number:	2922948	MAGICLEE	
Registration Number:	2448446	MUSEO	
Registration Number:	2339285	PROOF IT	
Registration Number:	3223054	SILVER RAG	
Serial Number:	86726511	GFIOP140	
Serial Number:	86726587	GFIOP212	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<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:	919 286-8000		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	3015 CARRINGTON MILL BOULEVARD		
Address Line 2:	SUITE 400		
Address Line 4:	MORRISVILLE, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	031558.000290		

OP \$215.00 1949342

NAME OF SUBMITTER:	ELLEN A. RUBEL
SIGNATURE:	/Ellen A. Rubel/
DATE SIGNED:	10/10/2016
Total Attachments: 4 source=2016 NGSI-T - Dietzgen Corporation to PNC Bank, National Association, as Agent#page1.tif source=2016 NGSI-T - Dietzgen Corporation to PNC Bank, National Association, as Agent#page2.tif source=2016 NGSI-T - Dietzgen Corporation to PNC Bank, National Association, as Agent#page3.tif source=2016 NGSI-T - Dietzgen Corporation to PNC Bank, National Association, as Agent#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Revolving Credit, Term Loan and Security Agreement dated as of July 21, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement") by and among the undersigned (the "Grantor"), the financial institutions parties thereto as the lenders (the "Lenders"), and PNC Bank, National Association, as Agent (the "Agent"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the holders of the Obligations (as defined in the Credit Agreement):

TRADEMARKS

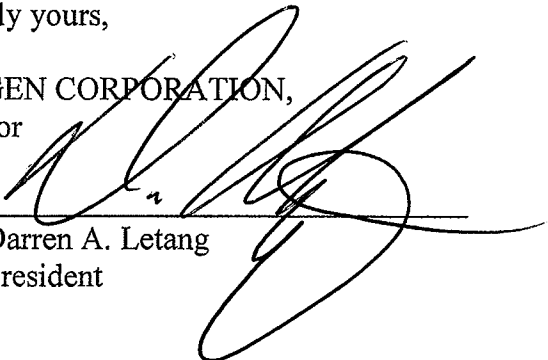
<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
	See Schedule 1 attached hereto	

<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
	See Schedule 1 attached hereto	

The Grantor and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

DIETZGEN CORPORATION,
as Grantor

By: 
Name: Darren A. Letang
Title: President

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION, as Agent

By: _____
Name: Scott Goldstein
Title: Senior Vice President

The Grantor and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.


Very truly yours,

DIETZGEN CORPORATION,
as Grantor

By: _____
Name: Darren A. Letang
Title: President

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION, as Agent



By: 
Name: Scott Goldstein
Title: Senior Vice President

Schedule 1

Dietzgen Corporation
(Florida Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
Magic and Design 	1949342	01/16/1996
Magic Poster-Pro	3011278	11/01/2005
Magiclee	2922948	02/01/2005
Museo	2448446	05/01/2001
Proof It and Design 	2339285	04/04/2000
Silver Rag	3223054	03/27/2007

Pending Applications

Description	Application No.	Filing Date
GFIOP140	86/726,511	08/17/2015
GFIOP212	86/726,587	08/17/2015