

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM405628

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BRANDERS.COM, INC.		11/15/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	SUNTRUST BANK, AS ADMINISTRATIVE AGENT		
Street Address:	303 PEACHTREE STREET, N.E.		
Internal Address:	25TH FLOOR		
City:	ATLANTA		
State/Country:	GEORGIA		
Postal Code:	30308		
Entity Type:	Corporation: GEORGIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3962207	BRANDERS	
Registration Number:	3728195	SEE BEFORE YOU BUY	
Registration Number:	3608553	BRANDERS.COM	
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:	410643.72		
NAME OF SUBMITTER:	John E. Slaughter, III		
SIGNATURE:	/John E. Slaughter, III/		
DATE SIGNED:	11/16/2016		
Total Attachments: 4			

OP \$90.00 3962207

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

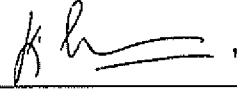
Please be advised that pursuant to the Amended and Restated Security and Pledge Agreement dated as of November 15, 2016 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and SunTrust Bank, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, 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 Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signature Pages Follow]

Very truly yours,

BRANDERS.COM, INC.,
a Delaware corporation

By:  _____

Name: Sai Koppaka

Title: Chief Executive Officer and President

BEL USA LLC
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005921 FRAME: 0367

Acknowledged and Accepted:

SUNTRUST BANK, as Administrative Agent

By: 

Name: Brock C Wilborn

Title: Senior Vice President

SunTrust Bank

303 Peachtree Street, N.E./25th Floor

Atlanta, Georgia 30308

Attention: Mr. Doug Weltz

Facsimile: (404) 495-2170

Email: agency.services@suntrust.com

Schedule 1

**Branders.com, Inc.
(Delaware Corporation)**

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
BRANDERS	3962207	05/17/11
SEE BEFORE YOU BUY	3728195	12/22/09
BRANDERS.COM	3608553	04/21/09