

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM413239

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Retail Concepts, Inc.		01/20/2017	Corporation: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Citizens Bank, National Association, as Collateral Agent		
<b>Street Address:</b>	28 State Street		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02109		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 16</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2584844	B360	
<b>Registration Number:</b>	4165456	B360	
<b>Registration Number:</b>	3825892	C360	
<b>Registration Number:</b>	1400439	CHALET	
<b>Registration Number:</b>	4161980	MOUNTAIN TEK	
<b>Registration Number:</b>	2627224	PATIO PLACE	
<b>Registration Number:</b>	2718647	PATIO STOP	
<b>Registration Number:</b>	1524956	SKI CHALET	
<b>Registration Number:</b>	2703883	SKI STOP	
<b>Registration Number:</b>	4329520	SUN & SKI	
<b>Registration Number:</b>	1495530	SUN & SKI SPORTS	
<b>Registration Number:</b>	5104927	THE OFFICIAL OUTFITTER OF WISH YOU WERE	
<b>Registration Number:</b>	3673580	THERMOTECH	
<b>Registration Number:</b>	2443612	THERMOTECH	
<b>Registration Number:</b>	1472353	ULTRA SOX	
<b>Registration Number:</b>	3955806	B360	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6173417729		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			
<b>TRADEMARK</b>			

CH \$415.00 2584844

*using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 6173417729  
**Email:** katarzyna.gaysunas@morganlewis.com  
**Correspondent Name:** Katarzyna Gaysunas  
**Address Line 1:** 1 Federal Street  
**Address Line 2:** c/o Morgan Lewis & Bockius LLP  
**Address Line 4:** Boston, MASSACHUSETTS 02110

<b>NAME OF SUBMITTER:</b>	Katarzyna Gaysunas
<b>SIGNATURE:</b>	/Katarzyna Gaysunas/
<b>DATE SIGNED:</b>	01/23/2017

**Total Attachments: 5**

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**GRANT OF SECURITY INTEREST IN TRADEMARKS**

January 20, 2017

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged **RETAIL CONCEPTS, INC.**, a Texas corporation (the "Grantor") with its principal address at 10560 Bissonnet St., Suite 100, Houston, TX 77099, hereby grants to CITIZENS BANK, NATIONAL ASSOCIATION, as Collateral Agent for the Secured Parties (as each such term is defined in the Loan Agreement referred to below), with offices at 28 State Street, Boston, MA 02109 (the "Grantee"), a continuing security interest in all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, internet domain names, other source or business identifiers, designs and general intangibles of like nature, all registrations and recordings thereof owned by or assigned to such Grantor, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office ("USPTO") or any similar offices in any State of the United States or any other country or any political subdivision thereof, including, without limitation, the registrations and applications listed on Schedule A, together with any and all (i) rights and privileges arising under applicable law with respect to such Grantor's use of any trademarks, (ii) reissues, continuations, extensions and renewals thereof, (iii) income, fees, royalties, damages and payments now and hereafter due and/or payable thereunder and with respect thereto, including, without limitation, damages, claims and payments for past, present or future infringements thereof, (iv) rights corresponding thereto throughout the world and (v) rights to sue for past, present and future infringements thereof.

THIS GRANT OF SECURITY INTEREST IN TRADEMARKS (the "Grant") is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Loan and Security Agreement by, among others, the Grantor and the Grantee, dated as of January 20, 2017, (as amended, modified, restated and/or supplemented from

time to time, the "Loan Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Loan 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 Loan Agreement, the provisions of the Loan Agreement shall govern.

This Grant may be executed in one or more counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. Delivery of an executed counterpart of a signature page of this Grant by electronic transmission shall be effective as delivery of a manually executed counterpart of this Grant.

[Remainder of Page Left Intentionally Blank]

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

GRANTOR:

RETAIL CONCEPTS, INC.

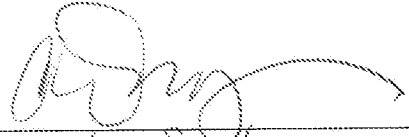
By: B. Frank Stanley  
Name: B. Frank Stanley  
Title Co-CEO, CFO

GRANTEE:

CITIZENS BANK, NATIONAL ASSOCIATION

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

Name: *Cristine Scott*  
Title: *SVP*



**SCHEDULE A**

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date/Application Date</u>
B360 (clothing for ski & snowboarding; namely- jackets, ski pants & bibs)	Fed Reg # 2,584,844	06/25/2002
B360 (luggage & protective)	Fed Reg # 4,165,456	06/26/2012
C360	Fed Reg # 3,825,892	07/27/2010
Chalet	Fed Reg # 1,400,439 TX Reg # 45584	07/08/1986
Mountain Tek (clothing, luggage & protective)	Fed Reg # 4,161,980	06/19/2012
Patio Place	Fed Reg # 2,627,224	10/01/2002
Patio Stop	Fed Reg # 2,718,647	05/27/2003
Ski Chalet	Fed Reg # 1,524,956	02/14/1989
Ski Stop	Fed Reg # 2,703,883	04/08/2003
Sun & Ski	Fed Reg # 4,329,520	04/30/2013
Sun & Ski Sports	Fed Reg # 1,495,530 TX Reg # 47990	07/05/1988
THE OFFICIAL OUTFITTER OF WISH YOU WERE HERE	Fed Reg # 5,104,927	12/20/2016
Thermotech (socks only)	Fed Reg # 3,673,580	08/25/2009
Thermotech (underwear only)	Fed Reg # 2,443,612	04/17/2001
Ultra Sox	Fed Reg # 1,472,353	01/12/1988
B360 (socks & gloves only)	Fed Reg # 3,955,806	05/03/2011