

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM427699

<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>
REPUBLIC ELITE, LLC		05/16/2017	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	WHITE OAK GLOBAL ADVISORS, LLC		
<b>Street Address:</b>	3 Embarcadero Center, Suite 550		
<b>City:</b>	San Francisco		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94111		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87225468	CATALINA QUARTZ	
<b>Serial Number:</b>	87330698	Q CATALINA QUARTZ	
<b>Serial Number:</b>	87360162	REPUBLIC ELITE	
<b>Serial Number:</b>	87360160	REPUBLIC ELITE	
<b>Serial Number:</b>	87360156	REPUBLIC ELITE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Email:</b>	kansley@stradley.com		
<b>Correspondent Name:</b>	Kareem Ansley		
<b>Address Line 1:</b>	Stradley Ronon		
<b>Address Line 2:</b>	100 Park Avenue		
<b>Address Line 4:</b>	New York, NEW YORK 10017		
<b>ATTORNEY DOCKET NUMBER:</b>	188071-0023		
<b>NAME OF SUBMITTER:</b>	Kareem Ansley		
<b>SIGNATURE:</b>	/Kareem Ansley/		
<b>DATE SIGNED:</b>	05/16/2017		

CH \$140.00 87225468

**Total Attachments: 5**

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**GRANT OF SECURITY INTEREST IN TRADEMARKS**

GRANT OF SECURITY INTEREST IN TRADEMARKS, dated as of May 16, 2017, by **REPUBLIC ELITE, LLC**, a Delaware limited liability company (“Grantor”), in favor of **WHITE OAK GLOBAL ADVISORS, LLC**, a Delaware limited liability company, as administrative agent (“Administrative Agent”).

**WITNESSETH:**

**WHEREAS**, pursuant to that certain Amended and Restated Loan and Security Agreement, dated as of even date herewith, by and among Grantor, the other Persons named therein as Loan Parties, Administrative 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 “**Loan Agreement**”), the Lenders have agreed to make Loans for the benefit of Grantor and the other Loan Parties; and

**WHEREAS**, as security for the Loan Parties’ obligations under the Loan Agreement, pursuant to the terms of the Loan Agreement, Grantor granted to Administrative Agent, for the benefit of Administrative Agent and the Lenders, a Lien on all Trademarks (as defined in the Loan Agreement) of Grantor, whether now owned or existing or hereafter acquired or arising, provided, that any such Trademark shall exclude any 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, Grantor hereby agrees as follows:

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

2. **GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL.** Grantor hereby grants to Administrative Agent, on behalf of itself and the Lenders, a Lien upon, all of Grantor’s 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 any Excluded Property.

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

4. **COUNTERPARTS.** This Grant of Security Interest in Trademarks may be executed via telecopier or facsimile transmission 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 GRANT OF SECURITY INTEREST IN TRADEMARKS 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, 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.

**GRANTOR:**

**REPUBLIC ELITE, LLC**

By: 

Name: Duane Pekar

Title: President


Signature Page to Grant of Security Interest in Trademarks

**TRADEMARK**

**REEL: 006063 FRAME: 0206**

**ACCEPTED AND ACKNOWLEDGED BY:**

**WHITE OAK GLOBAL ADVISORS, LLC,**  
as Administrative Agent

By:   
Name: Barbara J.S. McKee  
Title: Manager

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

<b><u>Mark Application/Mark Registration</u></b>	<b><u>Type</u></b>	<b><u>Serial Number</u></b>
CATALINA QUARTZ	Standard Character Mark	87225468
Q CATALINA QUARTZ	Words, letters, and/or numbers in stylized form	87330698
REPUBLIC ELITE	Design plus words, letters, and/or numbers	87360162
REPUBLIC ELITE	Design plus words, letters, and/or numbers	87360160
REPUBLIC ELITE	Standard Character Mark	87360156