

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM428444

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JACLYN IP LLC		02/23/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	THE CIT GROUP/COMMERCIAL SERVICES, INC.		
Street Address:	11 West 42nd Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	5013183	COOLFACT	
Registration Number:	2091425	EMERSON ROAD	
Registration Number:	0876584	I-APPEL	
Registration Number:	3256449	JACLYNINTIMATES	
Registration Number:	0784632	JACLYN U.S.A.	
Registration Number:	4247149	KIDTOPIA	
Registration Number:	4744030	MICROSPAN	
Registration Number:	1591085	MINIVILLE	
Registration Number:	4826679	ROUDELAIN	
Registration Number:	4049991	SCARCE	
Registration Number:	0784057	SMART TIME	
Registration Number:	4569264	SPECIAL TOUCH	
Registration Number:	4569453	SUPER SPAN	
Registration Number:	2032129	SUSAN GAIL	
Registration Number:	1561078	TOPSVILLE	
Registration Number:	4247050	TOTAL GEAR	
Serial Number:	87225254	WHISPERLUXE	
Serial Number:	87269885	I.APPEL	
Serial Number:	87027774	NUIT ROUGE	
TRADEMARK			

OP \$490.00 5013183

CORRESPONDENCE DATA**Fax Number:** 8009144240*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.***Phone:** 614-280-3566**Email:** james.murray@wolterskluwer.com**Correspondent Name:** James Murray**Address Line 1:** 4400 Easton Commons Way, Suite 125**Address Line 2:** CT Corporation**Address Line 4:** Columbus, OHIO 43219

NAME OF SUBMITTER:	Corenda R. Lewis
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SIGNATURE:	/Corenda R. Lewis/
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DATE SIGNED:	05/22/2017
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Total Attachments: 5

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GRANT OF SECURITY – TRADEMARKS

February 23, 2017

WHEREAS, JACLYN IP LLC, a Delaware limited liability company (“Grantor”) owns the marks shown under Grantor’s name in the attached Schedule A (the “Marks”), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to THE CIT GROUP/COMMERCIAL SERVICES, INC. (“CIT”) pursuant to (i) a certain Guaranty, dated the date hereof, by and among CIT, Grantor and the other guarantors named therein and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of CIT (as each may be amended, restated, supplemented or otherwise modified from time to time, collectively, the “Agreements”); and


WHEREAS, pursuant to the Agreements, Grantor is granting to CIT a security interest in Grantor’s Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant to CIT a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

[Signature Pages Follow]

Grantor expressly acknowledges and affirms that the rights and remedies of CIT with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

JACLYN IP LLC

By: 
Name: Bruce Fischer
Title: President

THE CIT GROUP/COMMERCIAL
SERVICES, INC.

By: Mark Forchheimer
Name:
Title:

Mark Forchheimer
Director

SCHEDULE A

U.S. Trademark Registrations

<u>Grantor</u>	<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Jaclyn IP LLC	Coolfact	5013183	08/02/2016
Jaclyn IP LLC	Emerson Road	2091425	08/26/1997
Jaclyn IP LLC	I-Appel (stylized)	876584	09/09/1969
Jaclyn IP LLC	JaclynIntimates	3256449	06/26/2007
Jaclyn IP LLC	Jaclyn U.S.A. (stylized)	0784632	02/09/1965
Jaclyn IP LLC	Kidtopia	4247149	11/20/2012
Jaclyn IP LLC	Microspan	4744030	05/26/2015
Jaclyn IP LLC	Miniville	1591085	04/10/1990
Jaclyn IP LLC	Roudelain	4826679	10/06/2015
Jaclyn IP LLC	Scarce	4049991	11/01/2011
Jaclyn IP LLC	Smart Time	0784057	01/26/1965
Jaclyn IP LLC	Special Touch	4569264	07/15/2014
Jaclyn IP LLC	Super Span	4569453	07/15/2014
Jaclyn IP LLC	Susan Gail	2032129	01/21/1997
Jaclyn IP LLC	Topsville	1561078	10/17/1989
Jaclyn IP LLC	Total Gear	4247050	11/20/2102

U.S. Trademark Applications

<u>Grantor</u>	<u>Mark</u>	<u>Serial No.</u>	<u>Application Date</u>
Jaclyn IP LLC	Whisperluxe	87225254	11/03/2016
Jaclyn IP LLC	I.Appel (standard characters)	87269885	12/15/2016
Jaclyn IP LLC	Nuit Rouge	87027774	05/06/2016

Non-U.S. Trademark Registrations

<u>Grantor</u>	<u>Taiwan Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Jaclyn IP LLC	Bonnie	00043333	10/01/1970

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

JACLYN IP LLC

- Individual(s)
- Partnership
- Corporation- State: _____
- Other LLC
- Association
- Limited Partnership

Citizenship (see guidelines) Delaware

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) February 23, 2017

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: THE CIT GROUP/COMMERCIAL SERVICES, INC.

Street Address: 11 West 42nd Street

City: New York

State: New York

Country: USA Zip: 10036

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

See Schedule A attached

B. Trademark Registration No.(s)

See Schedule A attached

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: James Murray

Internal Address: CT Corporation

Street Address: 4400 Easton Commons Way
Suite 125

City: Columbus

State: OH Zip: 43219

Phone Number: 614-280-3566

Docket Number: _____

Email Address: James.Murray@wolterskluwer.com

6. Total number of applications and registrations involved:

19

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

May 22, 2016

Date

Corenda R. Lewis

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450