

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM433567

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
QS Wholesale, LLC		06/26/2017	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	OCM FIE, LLC		
Street Address:	333 South Grand Avenue		
Internal Address:	28th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	4989327		
Registration Number:	5032084	BOARDRIDERS	
Serial Number:	86068625	MODERN ORIGINALS	
Registration Number:	5079832	MODERN ORIGINALS	
Serial Number:	87042910	QUIKSILVER	
Serial Number:	87042932	T X	
Serial Number:	87062096	MEN WHO RIDE MOUNTAINS	
Serial Number:	87067468	BOARDRIDERS	
CORRESPONDENCE DATA			
Fax Number:	3128622200		
<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:	3128622000		
Email:	rob.soneson@kirkland.com		
Correspondent Name:	Rob Soneson		
Address Line 1:	300 N LaSalle		
Address Line 2:	Kirkland & Ellis LLP		
Address Line 4:	Chicago, ILLINOIS 60654		

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ATTORNEY DOCKET NUMBER:	25333-1-RFS
NAME OF SUBMITTER:	Rob Soneson
SIGNATURE:	/rsoneson/
DATE SIGNED:	07/01/2017
Total Attachments: 4 source=Quiksilver (Term) - Supplement to IPSA (Executed)_(47709537_1)#page1.tif source=Quiksilver (Term) - Supplement to IPSA (Executed)_(47709537_1)#page2.tif source=Quiksilver (Term) - Supplement to IPSA (Executed)_(47709537_1)#page3.tif source=Quiksilver (Term) - Supplement to IPSA (Executed)_(47709537_1)#page4.tif	

SUPPLEMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Supplement to Intellectual Property Security Agreement (this “Supplement”) is made as of the 26th day of June, 2017 by **QS WHOLESALE, LLC** (“Grantor”), in favor of **OCM FIE, LLC**, a Delaware limited liability company, as administrative agent (in such capacity, the “Agent”) for its own benefit and the benefit of the other Credit Parties (as defined in the Initial Grant referred to below).

WHEREAS, the Grantor, among others, executed and delivered an Intellectual Property Security Agreement dated February 11, 2016 and recorded with the United States Patent and Trademark Office (the “USPTO”) on March 4, 2016 at Reel 038005, Frame 0950 (as amended of record from time to time, hereinafter, the “Initial Grant”) in favor of the Agent, pursuant to which the Grantor pledged, assigned and granted a security interest in certain Trademarks (as defined therein);

WHEREAS, the Grantor has acquired additional Trademarks and desires to hereby confirm the pledge of, and the grant of a security interest in, the additional Trademarks in favor of the Agent.

NOW, THEREFORE, in consideration of the mutual covenants herein contained and benefits to be derived herefrom, it is hereby agreed as follows:

1. Definitions. All capitalized terms herein and not otherwise defined shall have the same meaning herein as in the Initial Grant.
2. Supplement to Schedule A. Exhibit D to the Initial Grant is hereby supplemented, but not replaced, by Exhibit D-1 annexed hereto.
3. Miscellaneous:
 - a. Except as provided herein, all terms and conditions of the Initial Grant remain in full force and effect. The Grantor hereby ratifies, confirms and reaffirms all of the representations, warranties and covenants contained therein.
 - b. This Supplement and the Initial Grant cover the entire understanding of the parties with respect to the matters set forth herein and supersede all prior discussions and negotiations hereon.

[signature page follows]

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

QS WHOLESALE, LLC, as Grantor

By: 

Name: _____

GREG HEALY

Title: _____

PRESIDENT

Signature Page to Supplement to Intellectual Property Security Agreement

Accepted and Agreed to:

OCM FIE, LLC, as Agent

By: 

Name: Tom CASARELLA

Title: AUTHORIZED SIGNATORY

By: 

Name: TED CRAPKIN

Title: AUTHORIZED SIGNATORY

Signature Page to Supplement to Intellectual Property Security Agreement

EXHIBIT D-1

Trademark Registrations and Applications

Registered Owner of Trademark or Servicemark	Trademark or Servicemark	Country	Reg./App. Number	Reg./App. Date
QS Wholesale, LLC	OLD MOUNTAIN AND WAVE (DEVICE)	U.S.	4989327	6/28/2016
QS Wholesale, LLC	BOARDRIDERS	U.S.	5032084	8/30/2016
QS Wholesale, LLC	MODERN ORIGINALS	U.S.	86068625	9/6/2016
QS Wholesale, LLC	MODERN ORIGINALS	U.S.	5079832	11/8/2016
QS Wholesale, LLC	QUIKSILVER	U.S.	87042910	5/19/16
QS Wholesale, LLC	BOARDRIDERS (DEVICE)	U.S.	87042932	5/19/16
QS Wholesale, LLC	MEN WHO RIDE MOUNTAINS	U.S.	87062096	6/6/16
QS Wholesale, LLC	BOARDRIDERS	U.S.	87067468	6/10/16