

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM453113

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lands' End Direct Merchants, Inc.		11/16/2017	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association
Street Address:	One Boston Place
Internal Address:	18th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02108
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	2077720	COBBLE CLOTH
Registration Number:	1263612	LANDS' END
Registration Number:	1394814	WILLIS & GEIGER
Registration Number:	1431633	GUARANTEED. PERIOD.
Registration Number:	1492716	WILLIS & GEIGER
Registration Number:	1863750	HYDE PARK
Registration Number:	2091472	YEAR'ROUNDER
Registration Number:	2172581	LANDS' END INLET
Registration Number:	2264054	SOFT AS THE HAIR OF AN ANGEL
Registration Number:	2214140	ON THE COUNTER
Registration Number:	3615364	OUTRIGGER
Registration Number:	4250401	LANDS' END CANVAS
Registration Number:	2973438	BEACH LIVING
Registration Number:	2950128	MARINAC
Registration Number:	2917260	SQUALL
Registration Number:	2980797	THERMACHECK
Registration Number:	3455163	OUTRIGGER
Registration Number:	2917483	TUGLESS TANK

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3314386	CLASSMATE
Registration Number:	4205446	IRON KNEES
Registration Number:	2945772	NAVIGATOR
Serial Number:	86660682	LIGHTHOUSE
Serial Number:	87547306	PINK THREAD
Serial Number:	87530460	SEA & SKY

CORRESPONDENCE DATA

Fax Number: 6172484000

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.

Email: tadmin@choate.com

Correspondent Name: Daniel Scales

Address Line 1: Two International Place

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	2009985-0099
NAME OF SUBMITTER:	Daniel L. Scales
SIGNATURE:	/daniel l. scales/
DATE SIGNED:	12/04/2017

Total Attachments: 7

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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

November 16, 2017

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **LANDS' END DIRECT MERCHANTS, INC.**, a Delaware corporation with its principal office at 1 Lands' End Lane, Dodgeville, WI 53595 (the "Grantor"), hereby grants to **WELLS FARGO BANK, NATIONAL ASSOCIATION**, a national banking association with offices at One Boston Place, 18th Floor, Boston, MA 02108 (in its capacity as administrative agent and collateral agent for the Credit Parties (as defined in the ABL Credit Agreement (as defined below)), in such capacities and together with any successors in such capacities, the "Grantee"), a continuing security interest in (i) all of such Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, (iv) rights and privileges arising under applicable Law with respect to such Grantor's use of any of the foregoing, (v) extensions and renewals thereof, (vi) 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, dilution or violation thereof, (vii) rights corresponding thereto throughout the world, (viii) all causes of action and rights to sue, whether arising prior to or after the date hereof, for infringement of any of the Marks or unfair competition regarding the same, and (ix) all proceeds and products of the foregoing.

THIS GRANT (this "Grant") is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in that certain ABL Credit Agreement dated as of November 16, 2017 (as amended, restated, supplemented or otherwise modified and in effect from time to time, the "ABL Credit Agreement") by, among others, Lands' End, Inc., a Delaware corporation and the direct parent of the Grantor ("LEI"), and the Grantee. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the ABL Credit Agreement and that certain Guaranty and Security Agreement by, among others, LEI, the Grantor and the Grantee, dated as of November 16, 2017 (as amended, restated, supplemented or otherwise modified and in effect from time to time, the "GSA"), all terms and provisions of which ABL Credit Agreement and GSA are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the ABL Credit Agreement or the GSA, the provisions of the ABL Credit Agreement or the GSA, as applicable, shall govern.

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

LANDS' END DIRECT MERCHANTS,
INC., as Grantor

By: 
Name: James F. Gooch
Title: President, Chief Financial Officer
and Treasurer

[Signature Page to Grant of Security Interest in United States Trademarks]

TRADEMARK
REEL: 006219 FRAME: 0700

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

**WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Grantee**

By: Y. Sonia Anandraj
Name: Y. Sonia Anandraj
Title: Authorized Officer

[Signature Page to Grant of Security Interest in United States Trademarks]

**TRADEMARK
REEL: 006219 FRAME: 0701**

SCHEDULE A

<u>Trademarks</u>	<u>Owner</u>	<u>Filing Date</u>	<u>Status</u>	<u>Registration No.</u>
COBBLE CLOTH	Lands' End Direct Merchants, Inc.	7/8/1987	Renewed in 2007	2077720 ¹
LANDS' END	Lands' End Direct Merchants, Inc.	1/10/1984	Active	1263612
WILLIS & GEIGER	Lands' End Direct Merchants, Inc.	5/27/1986	Active	1394814
GUARANTEED. PERIOD.	Lands' End Direct Merchants, Inc.	3/3/1987	Active	1431633
WILLIS & GEIGER	Lands' End Direct Merchants, Inc.	6/14/1988	Active	1492716
HYDE PARK	Lands' End Direct Merchants, Inc.	11/22/1994	Active	1863750
YEAR'ROUNDER	Lands' End Direct Merchants, Inc.	8/26/1997	Active	2091472
LANDS' END INLET	Lands' End Direct Merchants, Inc.	7/14/1998	Active	2172581
SOFT AS THE HAIR OF AN ANGEL	Lands' End Direct Merchants, Inc.	7/27/1999	Active	2264054
ON THE COUNTER	Lands' End Direct Merchants, Inc.	12/29/1998	Active	2214140
OUTRIGGER	Lands' End Direct	5/5/2009	Active	3615364

¹ Not current with its maintenance filing; grace period to file renewal expires on Jan 8, 2018.

<u>Trademarks</u>	<u>Owner</u>	<u>Filing Date</u>	<u>Status</u>	<u>Registration No.</u>
	Merchants, Inc.			
LANDS' END CANVAS	Lands' End Direct Merchants, Inc.	11/27/2012	Active	4250401
BEACH LIVING	Lands' End Direct Merchants, Inc.	7/19/2005	Active	2973438
MARINAC	Lands' End Direct Merchants, Inc.	5/10/2005	Active	2950128
SQUALL	Lands' End Direct Merchants, Inc.	1/11/2005	Active	2917260
THERMACHECK	Lands' End Direct Merchants, Inc.	8/2/2005	Active	2980797
OUTRIGGER	Lands' End Direct Merchants, Inc.	6/24/2008	Active	3455163
TUGLESS TANK	Lands' End Direct Merchants, Inc.	1/11/2005	Active	2917483
CLASSMATE	Lands' End Direct Merchants, Inc.	10/16/2007	Active	3314386
IRON KNEES	Lands' End Direct Merchants, Inc.	9/11/2012	Active	4205446
NAVIGATOR	Lands' End Direct Merchants, Inc.	5/3/2005	Active	2945772
LIGHTHOUSE	Lands' End Direct Merchants, Inc.	11/10/2015	Active	86660682 / 4851433
PINK THREAD	Lands' End Direct	7/28/2017	Pending	Application Number:

<u>Trademarks</u>	<u>Owner</u>	<u>Filing Date</u>	<u>Status</u>	<u>Registration No.</u>
	Merchants, Inc.			87547306
SEA & SKY	Lands' End Direct Merchants, Inc.	7/17/2017	Pending	Application Number: 87530460