

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM488577

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Eighth Supplement to Grant of Security Interest in United States Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
American Sporting Goods Corporation		08/31/2018	Corporation: DELAWARE
Gaiam Americas, Inc.		08/31/2018	Corporation: COLORADO
Galaxy Brands LLC		08/31/2018	Limited Liability Company: DELAWARE
Heeling Sports Limited		08/31/2018	Corporation: DELAWARE
Martha Stewart Living Omnimedia, Inc.		08/31/2018	Corporation: DELAWARE
MSLO Shared IP Sub LLC		08/31/2018	Limited Liability Company: DELAWARE
William Rast Licensing, LLC		08/31/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	100 Federal Street, 9th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 26			
Property Type	Number	Word Mark	
Serial Number:	87420234	AVIA	
Registration Number:	5352229	CULINARY SCIENCE BY MARTHA STEWART COLLE	
Registration Number:	5077916		
Registration Number:	5272085	DREAM SCIENCE	
Registration Number:	4851296	E-FORK	
Registration Number:	5164280	EMERIL	
Registration Number:	5522474	EMERIL LAGASSE	
Registration Number:	5077912	GAIAM	
Registration Number:	5498794	GAIAM	

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Property Type	Number	Word Mark
Serial Number:	87872804	GAIAM
Registration Number:	5307304	GAIAM WELLBEING
Registration Number:	5146989	H
Registration Number:	5341001	H
Registration Number:	5341000	HEELYS
Registration Number:	5388083	M MARTHA STEWART
Registration Number:	5303106	MARTHA STEWART
Registration Number:	2186450	MARTHA STEWART EVERYDAY
Registration Number:	2182768	MARTHA STEWART EVERYDAY
Registration Number:	2184653	MARTHA STEWART EVERYDAY
Registration Number:	2186451	MARTHA STEWART EVERYDAY
Registration Number:	5246521	MARTHA STEWART THÉ
Registration Number:	5129744	OFFICE BY MARTHA STEWART
Registration Number:	4970648	SWISS TECH
Registration Number:	3605885	WALK AWAY THE POUNDS
Registration Number:	5036745	WILLIAM RAST
Registration Number:	5036746	WILLIAM RAST

CORRESPONDENCE DATA

Fax Number: 6173417701

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: 617-951-8132

Email: linda.salera@morganlewis.com

Correspondent Name: Linda A. Salera, Senior Paralegal

Address Line 1: One Federal Street

Address Line 2: c/o Morgan, Lewis & Bockius LLP

Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Linda A. Salera
SIGNATURE:	/Linda A. Salera/
DATE SIGNED:	09/04/2018

Total Attachments: 7

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**EIGHTH SUPPLEMENT TO GRANT OF
SECURITY INTEREST IN UNITED STATES TRADEMARKS**

This Eighth Supplement to Grant of Security Interest in United States Trademarks (this “Supplement”) is made as of the 31 day of August, 2018 by **AMERICAN SPORTING GOODS CORPORATION**, a Delaware corporation, **GAIAM AMERICAS, INC.**, a Colorado corporation, **GALAXY BRANDS LLC**, a Delaware limited liability company, **HEELING SPORTS LIMITED**, a Delaware corporation, **MARTHA STEWART LIVING OMNIMEDIA, INC.**, a Delaware corporation, **MSLO SHARED IP SUB LLC**, a Delaware limited liability company and **WILLIAM RAST LICENSING, LLC**, a Delaware limited liability company (collectively, the “Grantors”) in favor of **BANK OF AMERICA, N.A.**, as administrative agent and collateral agent (in such capacity, the “Grantee”) for the credit parties under the Security Agreement (defined below).

WHEREAS, reference is made to that certain (a) Amended and Restated Security Agreement dated as of August 15, 2014 (as amended, supplemented or otherwise modified from time to time, the “Security Agreement”), entered into by, among others, certain Grantors (as defined therein) and the Grantee, and (b) Grant of Security Interest in United States Trademarks dated March 28, 2013 and recorded with the United States Patent and Trademark office on March 28, 2013 at Reel 004993, Frame 0107 (the “Existing Grant”), executed and delivered by certain Grantors (as defined therein) in favor of the Grantee, pursuant to which such Grantors pledged, assigned and granted a security interest in certain Marks (as defined therein), as supplemented pursuant to the First Supplement to Grant of Security Interest in United States Trademarks dated February 21, 2014 and recorded on March 18, 2014 at Reel 005239, Frame 0038, as supplemented pursuant to the Second Supplement to Grant of Security Interest in United States Trademarks dated August 15, 2014 and recorded on August 15, 2014 at Reel 005345, Frame 0155, as supplemented pursuant to the Third Supplement to Grant of Security Interest in United States Trademarks dated May 14, 2015 and recorded on May 15, 2015 at Reel 005517, Frame 0926, as supplemented pursuant to the Fourth Supplement to Grant of Security Interest in United States Trademarks dated September 11, 2015 and recorded on September 16, 2015 at Reel 5624, Frame 0143, as supplemented pursuant to the Fifth Supplement to Grant of Security Interest in United States Trademarks dated September 30, 2015 and recorded on October 21, 2015 at Reel 5649, Frame 0692, as supplemented pursuant to the Sixth Supplement to Grant of Security Interest in United States Trademarks dated December 4, 2015 and recorded on January 19, 2016 at Reel 5711, Frame 0575, and as further supplemented pursuant to the Seventh Supplement to Grant of Security Interest in United States Trademarks dated July 1, 2016 and recorded on July 11, 2016 at Reel 5832, Frame 0744 (collectively, the “TM Supplements” and together with the Existing Grant, collectively, the “Grant”);

WHEREAS, pursuant to the Security Agreement, as further evidenced by the Grant, each Grantor has granted a security interest to the Grantee in, among other things, the Marks; and

WHEREAS, the Grantors have developed and/or acquired additional Marks and desire to hereby confirm the pledge of, and the grant of a security interest in, the Marks in favor of the Grantee.

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 used herein and not otherwise defined shall have the same meaning herein as in the Grant.
2. Supplement to Schedule A. Schedule A to the Grant is hereby supplemented, but not replaced, by Schedule A-1 annexed hereto. For the purposes of clarity, from and after the date hereof, Schedule A shall be deemed to include (i) the Marks referenced on Schedule A as such Schedule A exists immediately prior to the date hereof (including as supplemented pursuant to the TM Supplements), and (ii) the Marks referenced on Schedule A-1 annexed hereto.
3. Miscellaneous:
 - a. Except as provided herein, all terms and conditions of the Grant remain in full force and effect. Each Grantor hereby ratifies, confirms and reaffirms all of the representations, warranties and covenants contained therein.
 - b. This Eighth Supplement and the 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 pages follow]

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

AMERICAN SPORTING GOODS CORPORATION, as a Grantor

By: 
Name: Peter Lops
Title: Chief Financial Officer

GAIAM AMERICAS, INC., as a Grantor

By: 
Name: Peter Lops
Title: Chief Financial Officer

GALAXY BRANDS LLC, as a Grantor

By: 
Name: Peter Lops
Title: Chief Financial Officer

HEELING SPORTS LIMITED, as a Grantor

By: 
Name: Peter Lops
Title: Chief Financial Officer

MARTHA STEWART LIVING OMNIMEDIA, INC., as a Grantor

By: 
Name: Peter Lops
Title: Chief Financial Officer

MSLO SHARED IP SUB LLC, as a Grantor

By: 
Name: Peter Lops
Title: Chief Financial Officer

**WILLIAM RAST LICENSING, LLC, as a
Grantor**

By: 
Name: Peter Lops
Title: Chief Financial Officer

SCHEDULE A-1

Trademark	Grantor	Serial No.	Reg. No.	Date of Reg.	Status
AVIA	American Sporting	87420234		4/21/2017	Published
CULINARY SCIENCE BY MARTHA STEWART	Martha Stewart	87976046	5352229	9/23/2016 / 12/5/2017	Registered
Design Only	Gaiaam Americas, Inc.	86966731	5077916	4/6/2016 / 11/8/2016	Registered
DREAM SCIENCE	Martha Stewart	86915601	5272085	2/22/2016 / 8/22/2017	Registered
E-FORK	MSLO Shared IP Sub LLC	86591927	4851296	4/9/2015 / 11/10/2015	Registered
EMERIL	MSLO Shared IP Sub LLC	86981645	5164280	7/23/2014 / 3/21/2017	Registered
EMERIL LAGASSE	MSLO Shared IP Sub LLC	87504747	5522474	6/26/2017 / 7/24/2018	Registered
GAIAM	Gaiaam Americas, Inc.	86966663	5077912	4/6/2016 / 11/8/2016	Registered
GAIAM	Gaiaam Americas, Inc.	87336690	5498794	2/15/2017 / 6/19/2018	Registered
GAIAM	Gaiaam Americas, Inc.	87872804		4/11/2018	Pending
GAIAM WELLBEING	Gaiaam Americas, Inc.	86877360	5307304	1/15/2016 / 10/10/2017	Registered
H	Heeling Sports	86232078	5146989	3/25/2014 / 2/21/2017	Registered
H	Heeling Sports	86232088	5341001	3/25/2014 / 11/21/2017	Registered
HEELYS	Heeling Sports Limited	86232051	5341000	3/25/2014 / 11/21/2017	Registered
M MARTHA STEWART	Martha Stewart	87271412	5388083	12/16/2016 / 1/23/2018	Registered
MARTHA STEWART	Martha Stewart	87166246	5303106	9/9/2016 / 10/3/2017	Registered
MARTHA STEWART EVERYDAY	Martha Stewart	75138873	2186450	7/24/1996 / 9/1/1998	Registered & Renewed
MARTHA STEWART EVERYDAY	Martha Stewart	75138897	2182768	7/24/1996 / 8/18/1998	Registered & Renewed
MARTHA STEWART EVERYDAY	Martha Stewart	75138975	2184653	7/24/1996 / 8/25/1998	Registered & Renewed
MARTHA STEWART EVERYDAY	Martha Stewart	75139434	2186451	7/24/1996 / 9/1/1998	Registered & Renewed
MARTHA STEWART THÉ	Martha Stewart	87337203	5246521	2/15/2017 / 7/18/2017	Registered

OFFICE BY MARTHA STEWART	Martha Stewart	86636405	5129744	5/20/2015 / 1/24/2017	Registered
SWISS TECH	Galaxy Brands LLC	86978793	4970648	10/8/2014 / 5/31/2016	Registered
WALK AWAY THE POUNDS	Gaiam Americas, Inc.	77565977	3605885	9/9/2008 / 4/14/2009	Registered
WILLIAM RAST	William Rast Licensing,	85768602	5036745	10/31/2012 / 9/6/2016	Registered
WILLIAM RAST	William Rast Licensing,	85768606	5036746	10/31/2012 / 9/6/2016	Registered

Foreign Trademarks

Country	Trademark	Grantor	Trademark Appl. No.	Reg. No.	Date of Reg.	Status
Puerto Rico	AVIA	American Sporting Goods Corporation	14157	28555	7/6/1988	Registered
Puerto Rico	AVIA	American Sporting Goods Corporation	15045	28914	2/8/1989	Registered