

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM492308

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Grant of Security Interest		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
LAND 'N SEA INC.		09/25/2018	Corporation: NEW YORK
KIRK ROBERTS TRADING CORP.		09/25/2018	Corporation: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	HSBC Bank USA, N.A., as Administrative Agent		
<b>Street Address:</b>	452 Fifth Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10018		
<b>Entity Type:</b>	Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4634350	SUGAR MAGNOLIA	
<b>Registration Number:</b>	5388533	FUNDAMENTAL THINGS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8009144240		
<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>Phone:</b>	614-280-3566		
<b>Email:</b>	james.murray@wolterskluwer.com		
<b>Correspondent Name:</b>	James Murray		
<b>Address Line 1:</b>	4400 Easton Commons Way, Suite 125		
<b>Address Line 2:</b>	CT Corporation		
<b>Address Line 4:</b>	Columbus, OHIO 43219		
<b>NAME OF SUBMITTER:</b>	Corenda R. Lewis		
<b>SIGNATURE:</b>	/Corenda R. Lewis/		
<b>DATE SIGNED:</b>	10/02/2018		
<b>Total Attachments: 5</b>			
source=Land 'N Sea - Grant of Security Trademark Coversheet Agreement#page1.tif			
source=Land 'N Sea - Grant of Security Trademark Coversheet Agreement#page2.tif			

OP \$65.00 4634350

source=Land 'N Sea - Grant of Security Trademark Coversheet Agreement#page3.tif

source=Land 'N Sea - Grant of Security Trademark Coversheet Agreement#page4.tif

source=Land 'N Sea - Grant of Security Trademark Coversheet Agreement#page5.tif

### 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):**

LAND 'N SEA INC.

- Individual(s)
- Partnership
- Corporation- State: New York
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

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

Execution Date(s) September 25, 2018

- Assignment
- Security Agreement
- Other Grant of Security Interest
- Merger
- Change of Name

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: HSBC Bank USA, N.A., as Administrative Agent

Street Address: 452 Fifth Avenue

City: New York

State: New York

Country: USA Zip: 10018

- Individual(s) Citizenship \_\_\_\_\_
- Association Citizenship USA
- Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship \_\_\_\_\_
- 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 attached Schedule 1

B. Trademark Registration No.(s)

See attached Schedule 1

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:**

2

**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:**



Corenda R. Lewis

Name of Person Signing

October 2, 2018

Date

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

Page 2

Continuation of the information in Item 1 (Trademark Grant of Security additional sheet)

Name of additional Conveying Party:

KIRK ROBERTS TRADING CORP.  
New York Corporation

## SECURITY AGREEMENT

### GRANT OF SECURITY INTEREST (TRADEMARKS)

The undersigned, each a New York corporation (the "Grantors"), are each obligated to HSBC BANK USA, NATIONAL ASSOCIATION., as Administrative Agent (the "Secured Party"), and have previously entered into an Amended and Restated Pledge and Security Agreement, dated as of September 28, 2015 (as amended, supplemented or otherwise modified from time to time, the "Agreement"), in favor of the Secured Party (as assignee of JPMorgan Chase Bank, N.A.).

Pursuant to the Agreement, each Grantor granted to the Secured Party a security interest in and to all of the right, title and interest of such Grantor in and to the trademarks listed on Schedule 1, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks"), together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Agreement).

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, each Grantor does hereby further assign to the Secured Party, and grant to the Secured Party a security interest in, the Collateral to secure the prompt payment, performance and observance of the Obligations (as defined in the Agreement).

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the assignment of and security interest in the Collateral made and granted hereby are set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

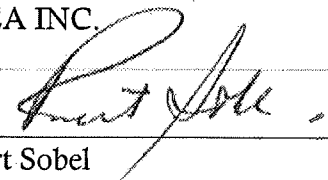
The Secured Party's address for notices is:

HSBC Bank USA, National Association  
Corporate Trust & Loan Agency  
452 Fifth Avenue  
New York, NY 10018  
Attention: Loan Agency  
Telephone: (212) 525-7253  
Facsimile: (917) 229-6659  
Email: CTLANY.LoanAgency@us.hsbc.com

This Grant of Security Interest shall be construed in accordance with and governed by the law of the State of New York.

IN WITNESS WHEREOF, each Grantor has caused this Grant of Security Interest to be duly executed by its duly authorized officer as of the 25 day of September, 2018.

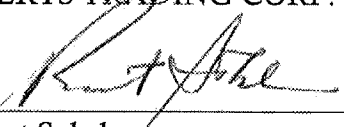
LAND 'N SEA INC.

By: 

Name: Robert Sobel

Title: Co-President

KIRK ROBERTS TRADING CORP.

By: 

Name: Robert Sobel

Title: Co-President

**Schedule 1  
To  
Grant of Security Interest (Trademarks)  
Dated as of September 25, 2018**

**Trademarks**

<b>TRADEMARK</b>	<b>REG. NO REG. DT</b>	<b>GOODS</b>	<b>STATUS</b>
SUGAR MAGNOLIA	4,634,350 (11/4/14)	Denim jackets, denims, jackets, jeans, pants, sweatshirts, sweaters, t-shirts, women's clothing, namely shirts, dresses, skirts and blouses	Registered
FUNDAMENTAL THINGS	5,388,533 (1/23/18)	Blouses, Jackets, Pants, Shorts, Skirts, Sweaters	Registered