

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM492547

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Succession of Agency		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Barclays Bank PLC		10/01/2018	Bank: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Jefferies Finance LLC		
<b>Street Address:</b>	520 Madison Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10022		
<b>Entity Type:</b>	Bank: UNITED STATES		
<b>PROPERTY NUMBERS Total: 92</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1166110	COLOR-PLUS	
Registration Number:	1486689	CREDITCARD KEYS	
Registration Number:	1526510	CK	
Registration Number:	1624427	POWER PRO	
Registration Number:	1634639	STEELWORKS	
Registration Number:	1639505	SHARON	
Registration Number:	1644704	THE SPECIALTY CENTER	
Registration Number:	1717101	VISUAL IMPACT	
Registration Number:	1734359	OOK	
Registration Number:	1754854	AXXESS +	
Registration Number:	1754900	AXXESS PC	
Registration Number:	1845341	AXXESS KEY IDENTIFIER	
Registration Number:	1907047	HILLMAN	
Registration Number:	2033587	THE YELLOW BOX PEOPLE...	
Registration Number:	2070442	KWIKSEAL	
Registration Number:	2136783	WOODBINDER	
Registration Number:	2277567	TAG YOUR WORLD	
Registration Number:	2278994	PC+	
Registration Number:	2291086	KEYS MADE TO WORK	

OP \$2315.00 1166110

Property Type	Number	Word Mark
Registration Number:	2291087	AXXESS+
Registration Number:	2291088	KEYS MADE TO WORK
Registration Number:	2292512	AXXESS+
Registration Number:	2295652	AXXESS+
Registration Number:	2350101	MOLINE TOOL WORKS
Registration Number:	2387208	THE SLIDER
Registration Number:	2387209	THE FASTENER CENTER
Registration Number:	2387210	THE ANCHOR CENTER
Registration Number:	2387211	THE KEY CENTER
Registration Number:	2391068	THE ANCHOR CENTER
Registration Number:	2397105	QUICK-SCRIBE
Registration Number:	2425611	MINIMETALCENTER
Registration Number:	2468273	DUAL-TORQ
Registration Number:	2637064	TIMBERTITE
Registration Number:	2660705	STEELBINDER
Registration Number:	2683270	WORKSHOP SERIES
Registration Number:	2730157	SHIELD
Registration Number:	2734483	RUBBERHEAD
Registration Number:	2752382	MAXX SELF DRILL
Registration Number:	2829592	ST
Registration Number:	2923922	FANATIX
Registration Number:	3046058	HUNG BY DESIGN
Registration Number:	3264411	SHEETWORKS
Registration Number:	3334284	WEATHER MAXX
Registration Number:	3357177	HILLMAN DISTINCTIONS
Registration Number:	3458968	TAGWORKS
Registration Number:	3458978	
Registration Number:	3465012	DURASEAL
Registration Number:	3587062	HANG RIGHT STUD FINDER PLUS
Registration Number:	3609227	HARDWARE ESSENTIALS
Registration Number:	3645324	
Registration Number:	3650227	READYNAIL
Registration Number:	3859617	
Registration Number:	3859618	
Registration Number:	3859619	
Registration Number:	3897881	F I.D.O
Registration Number:	3908830	F I.D.O
Registration Number:	3932193	LEDGERTITE

Property Type	Number	Word Mark
Registration Number:	3944327	GUTTERTITE
Registration Number:	3947241	PRO CRAFTER
Registration Number:	3947928	PHILSTONE
Registration Number:	3948485	HEAVYHOLD
Registration Number:	4008924	PRO CRAFTER
Registration Number:	4018693	SERVALITE
Registration Number:	4018694	SERV-A-LITE
Registration Number:	4085317	KEY EXPRESS
Registration Number:	4152788	TIDY TINS
Registration Number:	4242414	TIDY TINS
Registration Number:	4289897	LEAVE WITH A KEY THAT WORKS GUARANTEED
Registration Number:	4289898	FASTKEY
Registration Number:	4387825	TRUSSTITE
Registration Number:	4387831	LUMBERTITE
Registration Number:	4654585	KEYEXPRESS
Registration Number:	4666852	WEATHER TUFF
Registration Number:	4666853	WEATHER TUFF
Registration Number:	4755657	PET SCRIBE
Registration Number:	4766821	CODE KEYS
Registration Number:	4805451	PROTECT·IT
Registration Number:	4820015	MINI-BRIGHT
Registration Number:	4878462	PUSH·IT
Registration Number:	4956722	KEYKRAFTER
Registration Number:	4965664	DECK PLUS
Registration Number:	4989410	PICTURE THAT!
Registration Number:	5014311	FAS-N-TITE
Registration Number:	5027688	BORE-FAST
Registration Number:	5058438	POWER PRO ENGINEERED PERFORMANCE
Registration Number:	5130602	MICRO-BIT
Registration Number:	5132894	POWER PICK MAGNET
Registration Number:	5184755	ST
Registration Number:	5198917	ETCH
Registration Number:	5252568	ON1E
Serial Number:	87708161	QUICK TAG
Registration Number:	1950599	AXXESS

**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:** 800-713-0755  
**Email:** Michael.Violet@wolterskluwer.com  
**Correspondent Name:** CT Corporation  
**Address Line 1:** 4400 Easton Commons Way  
**Address Line 2:** Suite 125  
**Address Line 4:** Columbus, OHIO 43219

<b>NAME OF SUBMITTER:</b>	Doris Ka
<b>SIGNATURE:</b>	/Doris Ka/
<b>DATE SIGNED:</b>	10/03/2018

**Total Attachments: 10**

source=Agency Transfer of Trademark Interest - Barclays.Jefferies#page1.tif  
source=Agency Transfer of Trademark Interest - Barclays.Jefferies#page2.tif  
source=Agency Transfer of Trademark Interest - Barclays.Jefferies#page3.tif  
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source=Agency Transfer of Trademark Interest - Barclays.Jefferies#page5.tif  
source=Agency Transfer of Trademark Interest - Barclays.Jefferies#page6.tif  
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source=Agency Transfer of Trademark Interest - Barclays.Jefferies#page10.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):**

Barclays Bank PLC

- ☐ Individual(s)      ☐ Association  
☐ Partnership      ☐ Limited Partnership  
☐ Corporation- State: \_\_\_\_\_  
☒ Other Bank \_\_\_\_\_

Citizenship (see guidelines) USA

Additional names of conveying parties attached? ☐ Yes ☒ No

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

Execution Date(s) October 1, 2018

- ☐ Assignment      ☐ Merger  
☐ Security Agreement      ☐ Change of Name  
☒ Other Notice of Succession of Agency

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

Additional names, addresses, or citizenship attached? ☐ Yes  
☒ No

Name: Jefferies Finance LLC

Street Address: 520 Madison Avenue

City: New York

State: NY

Country: USA Zip: 10022

- ☐ Individual(s) Citizenship \_\_\_\_\_  
☐ Association Citizenship \_\_\_\_\_  
☐ Partnership Citizenship \_\_\_\_\_  
☐ Limited Partnership Citizenship \_\_\_\_\_  
☐ Corporation Citizenship \_\_\_\_\_  
☒ Other Bank Citizenship USA

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 A

B. Trademark Registration No.(s)

see attached Schedule A

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: Doris Ka, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3569

Docket Number: Hillman (41260.248)

Email Address: dka@cahill.com

**6. Total number of applications and registrations involved:**

92

**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

Doris Ka

Name of Person Signing

October 3, 2018

Date

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

9

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

**TRADEMARK**  
**REEL: 006448 FRAME: 0776**

**NOTICE OF SUCCESSION OF AGENCY**  
**REEL/FRAME: 6393/0295**

This NOTICE OF SUCCESSION OF AGENCY (this "Notice"), dated as of October 1, 2018 (the "Effective Date"), is executed by Barclays Bank PLC ("Barclays"), in its capacity as administrative agent and collateral agent under the Original Agreements (as defined below) (the "Prior Agent"), and Jefferies Finance LLC ("Jefferies"), in its capacity as successor administrative agent and collateral agent under the Current Agreement (as defined below) (the "Successor Agent").

WHEREAS, pursuant to that certain Credit Agreement, dated as of May 31, 2018, by and among The Hillman Group, Inc., a Delaware corporation (the "Borrower"), The Hillman Companies, Inc., a Delaware corporation ("Holdings"), Prior Agent and certain other parties thereto (the "Original Credit Agreement"), the Prior Agent and certain grantor parties identified on the signature page hereto (the "Grantors") entered into that certain Security Agreement, dated as of May 31, 2018 (the "Original Security Agreement"), and the Term Trademark Security Agreement, dated as of May 31, 2018 (the "Trademark Security Agreement"), pursuant to which the Grantors granted a security interest in and to certain collateral;

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on June 4, 2018 at Reel/Frame 6393/0295, with respect to the trademarks identified on Schedule A attached hereto;

WHEREAS the Original Credit Agreement was amended, as of October 1, 2018 (as amended, the "Current Agreements"), and in connection with the transactions under the Current Agreement, the Prior Agent, the Successor Agent, the Borrower, Holdings and certain other parties have entered into that certain Resignation, Consent and Appointment Agreement, dated as of October 1, 2018 (the "Resignation Agreement"), whereby the Prior Agent resigned as Administrative Agent and is succeeded to and replaced by the Successor Agent as successor Administrative Agent;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Resignation Agreement.

2. Succession and Replacement of Agency. Pursuant to the terms and conditions set forth in the Resignation Agreement, the Prior Agent has ceased to be Administrative Agent under such capacity and is succeeded to and replaced by the Successor Agent as Administrative Agent under such capacity. Nothing herein shall be deemed to terminate, interrupt or impair the continuity of the security interest in the collateral originally granted to the Prior Agent under the Trademark Security Agreement, which security interest is now succeeded by and transferred to the Successor Agent.

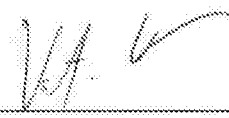
IN WITNESS WHEREOF, the parties have executed this Notice effective as of the Effective Date:

**BARCLAYS BANK PLC,**  
as Existing Agent

By:

Name:

Title:

  
**Vanessa A. Kurbatskiy**  
**Vice President**

[Hillman – Notice of Succession of Agency – Term Trademark Security Agreement]

**TRADEMARK**  
**REEL: 006448 FRAME: 0778**





**JEFFERIES FINANCE LLC,**  
as Successor Agent

By: Paul Chisholm  
Name: Paul Chisholm  
Title: Managing Director





**SCHEDULE A**




TRADEMARKS

OWNER	REGISTRATION NUMBER	TRADEMARK
The Hillman Group, Inc.	1166110	COLOR-PLUS
The Hillman Group, Inc.	1486689	CREDITCARD KEYS
The Hillman Group, Inc.	1526510	CK and Design 
The Hillman Group, Inc.	1624427	POWER PRO
The Hillman Group, Inc.	1634639	STEELWORKS
The Hillman Group, Inc.	1639505	SHARON and Design 
The Hillman Group, Inc.	1644704	THE SPECIALTY CENTER
The Hillman Group, Inc.	1717101	VISUAL IMPACT
The Hillman Group, Inc.	1734359	OOK
The Hillman Group, Inc.	1754854	AXXESS+
The Hillman Group, Inc.	1754900	AXXESS PC
The Hillman Group, Inc.	1845341	AXXESS KEY IDENTIFIER
The Hillman Group, Inc.	1907047	HILLMAN and Design HILLMAN 
The Hillman Group, Inc.	1950599	AXXESS and Design 

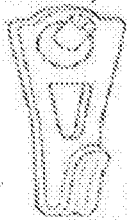
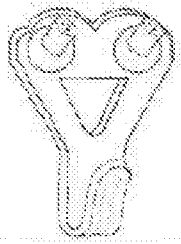
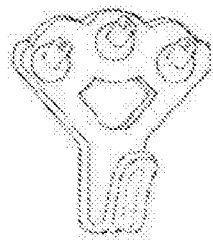

[Hillman – Notice of Succession of Agency – Term Trademark Security Agreement]

OWNER	REGISTRATION NUMBER	TRADEMARK
The Hillman Group, Inc.	2033587	THE YELLOW BOX PEOPLE...
The Hillman Group, Inc.	2070442	KWIKSEAL
The Hillman Group, Inc.	2136783	WOODBINDER
The Hillman Group, Inc.	2277567	TAG YOUR WORLD
The Hillman Group, Inc.	2278994	PC+ & Design
The Hillman Group, Inc.	2291086	KEYS MADE TO WORK
The Hillman Group, Inc.	2291087	AXXESS+
The Hillman Group, Inc.	2291088	KEYS MADE TO WORK
The Hillman Group, Inc.	2292512	AXXESS+ and Design 
The Hillman Group, Inc.	2295652	AXXESS+ and Design 
The Hillman Group, Inc.	2350101	MOLINE TOOL WORKS
The Hillman Group, Inc.	2387208	THE SLIDER
The Hillman Group, Inc.	2387209	THE FASTENER CENTER
The Hillman Group, Inc.	2387210	THE ANCHOR CENTER
The Hillman Group, Inc.	2387211	THE KEY CENTER
The Hillman Group, Inc.	2391068	THE ANCHOR CENTER
The Hillman Group, Inc.	2397105	QUICK-SCRIBE
The Hillman Group, Inc.	2425611	MINIMETALCENTER




[Hillman – Notice of Succession of Agency – Term Trademark Security Agreement]

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The Hillman Group, Inc.	2637064	TIMBERTITE
The Hillman Group, Inc.	2660705	STEELBINDER
The Hillman Group, Inc.	2683270	WORKSHOP SERIES and Design 
The Hillman Group, Inc.	2730157	SHIELD
The Hillman Group, Inc.	2734483	RUBBERHEAD
The Hillman Group, Inc.	2752382	MAXX SELF DRILL
The Hillman Group, Inc.	2829592	ST (Stylized)
The Hillman Group, Inc.	2923922	FANATIX
The Hillman Group, Inc.	3046058	HUNG BY DESIGN
The Hillman Group, Inc.	3264411	SHEETWORKS 
The Hillman Group, Inc.	3334284	WEATHER MAXX
The Hillman Group, Inc.	3357177	HILLMAN DISTINCTIONS
The Hillman Group, Inc.	3458968	TAGWORKS
The Hillman Group, Inc.	3458978	TAG (Symbol) © 
The Hillman Group, Inc.	3465012	DURASEAL
The Hillman Group, Inc.	3587062	HANG RIGHT STUD FINDER PLUS

[Hillman – Notice of Succession of Agency – Term Trademark Security Agreement]

OWNER	REGISTRATION NUMBER	TRADEMARK
The Hillman Group, Inc.	3609227	HARDWARE ESSENTIALS
The Hillman Group, Inc.	3645324	SHIELD HANGER SHAPE
The Hillman Group, Inc.	3650227	READYNAIL
The Hillman Group, Inc.	3859617	OOK PRO SHAPE (SINGLE HOLE) 
The Hillman Group, Inc.	3859618	OOK PRO SHAPE (2-HOLE) 
The Hillman Group, Inc.	3859619	OOK PRO SHAPE (3-HOLE) 
The Hillman Group, Inc.	3897881	F.I.D.O
The Hillman Group, Inc.	3908830	F.I.D.O and Design 
The Hillman Group, Inc.	3932193	LEDGERTITE
The Hillman Group, Inc.	3944327	GUTTERTITE

[Hillman – Notice of Succession of Agency – Term Trademark Security Agreement]

OWNER	REGISTRATION NUMBER	TRADEMARK
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The Hillman Group, Inc.	3947928	PHILSTONE 
The Hillman Group, Inc.	3948485	HEAVYHOLD
The Hillman Group, Inc.	4008924	PRO-CRAFTER & Design 
The Hillman Group, Inc.	4018693	SERV-A-LITE
The Hillman Group, Inc.	4018694	SERV-A-LITE
The Hillman Group, Inc.	4085317	KEY EXPRESS
The Hillman Group, Inc.	4152788	TIDY TINS & Design 
The Hillman Group, Inc.	4242414	TIDY TINS
The Hillman Group, Inc.	4289897	LEAVE WITH A KEY THAT WORKS GUARANTEED
The Hillman Group, Inc.	4289898	FASTKEY
The Hillman Group, Inc.	4387825	TRUSSTITE
The Hillman Group, Inc.	4387831	LUMBERTITE
The Hillman Group, Inc.	4654585	KEYEXPRESS
The Hillman Group, Inc.	4666852	WEATHER TUFF
The Hillman Group, Inc.	4666853	WEATHER TUFF & Design

[Hillman – Notice of Succession of Agency – Term Trademark Security Agreement]

OWNER	REGISTRATION NUMBER	TRADEMARK
The Hillman Group, Inc.	4755657	PET SCRIBE
The Hillman Group, Inc.	4766821	CODE KEYS & Design
The Hillman Group, Inc.	4805451	PROTECT*IT
The Hillman Group, Inc.	4820015	MINI-BRIGHT
The Hillman Group, Inc.	4878462	PUSH*IT
The Hillman Group, Inc.	4956722	KEYKRAFTER
The Hillman Group, Inc.	4965664	DECK PLUS
The Hillman Group, Inc.	4989410	PICTURE THAT!
The Hillman Group, Inc.	5014311	FAS-N-TITE
The Hillman Group, Inc.	5027688	BORE-FAST
The Hillman Group, Inc.	5058438	POWER PRO ENGINEERED PERFORMANCE
The Hillman Group, Inc.	5130602	MICRO-BIT
The Hillman Group, Inc.	5132894	POWER PICK MAGNET
The Hillman Group, Inc.	5184755	ST
The Hillman Group, Inc.	5198917	ETCH & Design
The Hillman Group, Inc.	5252568	ON1E Design

TRADEMARK APPLICATIONS

APPLICANT	APPLICATION NO.	TRADEMARK
The Hillman Group, Inc.	87/708161	QUICK TAG & Design

[Hillman – Notice of Succession of Agency – Term Trademark Security Agreement]