

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM500769

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mori Lee LLC		12/04/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	U.S. Bank National Association, for itself and as administrative agent for the Lenders		
Street Address:	800 Nicollet Mall		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	5217713	DAMAS DE VIZCAYA	
Registration Number:	5132847	TURNING DREAMS INTO DRESSES	
CORRESPONDENCE DATA			
Fax Number:	6123408827		
<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:	612.492.6842		
Email:	ip.docket@dorsey.com		
Correspondent Name:	Jeffrey R. Cadwell		
Address Line 1:	Dorsey & Whitney LLP		
Address Line 2:	50 South Sixth Street, Suite 1500		
Address Line 4:	Minneapolis, MINNESOTA 55402-1498		
ATTORNEY DOCKET NUMBER:	059235-10472		
NAME OF SUBMITTER:	Jeffrey R. Cadwell		
SIGNATURE:	/Jeffrey R. Cadwell/		
DATE SIGNED:	12/05/2018		
Total Attachments: 4			
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Confirmatory Grant of Security Interest in Trademarks

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN TRADEMARKS (this “Confirmatory Grant”) is made effective as of December 4, 2018 by and from MORI LEE LLC, a Delaware limited liability company (the “Grantor”), to and in favor of U.S. BANK NATIONAL ASSOCIATION, a national banking association (the “Secured Party”) for itself and as administrative agent for the Lenders (as defined in the Security Agreement referenced below).

WHEREAS, the Grantor has granted security interests to the Secured Party under the Pledge and Security Agreement and Irrevocable Proxy dated June 3, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”);

WHEREAS, the Grantor owns the trademarks (the “Trademarks”) listed on Exhibit A, which are registered or applied for with the United States Patent and Trademark Office; and

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to the Secured Party under the Security Agreement. The rights and remedies of the Secured Party with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. If any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

- 1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Security Agreement.
- 2) The Security Interest.
 - (a) This Confirmatory Grant is made to secure the satisfactory performance and payment of all the Obligations. Upon the payment in full of all Obligations (other than contingent indemnification obligations), the Secured Party shall promptly, upon such satisfaction, execute, acknowledge, and deliver to the Grantor (at the Grantor’s expense) all reasonably requested instruments releasing the security interest in the Trademarks acquired under this Confirmatory Grant.
 - (b) The Grantor hereby grants to the Secured Party a security interest in all of the Trademarks set forth in Exhibit A now owned or from time to time after the date hereof owned or acquired by the Grantor;
 - (c) Unless and until an Event of Default occurs and is continuing, the Grantor shall retain the legal and equitable title to the Trademarks, and shall have the right to use and register the Trademarks in the ordinary course of the business of the Grantor.

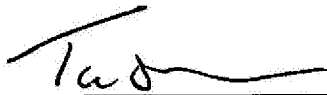
- 3) Governing Law and Construction.

THE VALIDITY, CONSTRUCTION, AND ENFORCEABILITY OF THIS AGREEMENT SHALL BE GOVERNED BY THE INTERNAL LAWS OF THE STATE OF NEW YORK, BUT GIVING EFFECT TO FEDERAL LAWS OF THE UNITED STATES APPLICABLE TO NATIONAL BANKS.

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IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant of Security Interest in Trademarks effective as of the date first written above.

MORI LEE LLC
MORI LEE GROUP LLC

By: 
Name: Thomas D'Ovidio
Title: Chairman and Assistant Secretary

CONFIRMATORY GRANT OF SECURITY INTEREST IN TRADEMARKS

Exhibit A - SCHEDULE OF TRADEMARKS

Trademark	Status	App. No.	App. Date	Reg. No.	Reg. Date	Goods and Services	Owner
RONALD JOYCE RONALD JOYCE	PENDING Section 66(a) (Madrid Protocol) - Filed Section 66(a) (Madrid Protocol) - Current Notice of First Refusal	79226605	08-DEC- 2017			(INT. CL. 25) LADIES' CLOTHING, NAMELY DRESSES, PROM DRESSES, EVENING DRESSES; BRIDAL WEAR, NAMELY, GOWNS, DRESSES; WEDDING DRESSES; BRIDESMAIDS' GOWNS; PAGEBOY SUITS; LADIES' TAILORED SUITS; BALL GOWNS; BRIDAL HEADWEAR AND BRIDAL FOOTWEAR	MORI LEE LLC DELAWARE LIMITED LIABILITY CO. 2711 CENTREVILLE ROAD SUITE 400 WILMINGTON, DE 19808 US (UNITED STATES OF AMERICA)
DAMAS DE VIZCAYA	REGISTERED	87218210	27-OCT- 2016	5217713	06-JUN- 2017	(INT. CL. 25) BRIDAL AND BRIDESMAIDS' GOWNS; FORMAL DRESSWEAR FOR WOMEN, NAMELY, QUINCEAÑERA DRESSES, WEDDING GOWNS, BRIDESMAIDS' GOWNS, PROM DRESSES AND INFORMAL GOWNS, AND DRESSES	MORI LEE LLC DELAWARE LIMITED LIABILITY CO. 3155 SW 10TH STREET, SUITE 6A1 DEERFIELD BEACH, FLORIDA 33442
TURNING DREAMS INTO DRESSES	REGISTERED	87070758	14-JUN- 2016	5132847	31-JAN- 2017	(INT. CL. 25) BRIDAL AND BRIDESMAIDS' GOWNS; FORMAL DRESSWEAR FOR WOMEN, NAMELY, WEDDING GOWNS, BRIDESMAIDS' GOWNS; PROM DRESSES AND INFORMAL GOWNS, AND DRESSES	MORI LEE LLC DELAWARE LIMITED LIABILITY CO. 3155 SW 10TH STREET, SUITE 6A1 DEERFIELD BEACH, FLORIDA 33442

TRADEMARK

REEL: 006494 FRAME: 0992

RECORDED: 12/05/2018