

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM504152

| | | | |
|---|---|------------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| ABEO FOOTWEAR, INC. | | 12/21/2018 | Corporation: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | WELLS FARGO BANK, NATIONAL ASSOCIATION | | |
| Street Address: | One Boston Place | | |
| City: | Boston | | |
| State/Country: | MASSACHUSETTS | | |
| Postal Code: | 02108 | | |
| Entity Type: | National Banking Association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 12 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4467829 | ABEO AERO SYSTEM | |
| Registration Number: | 3851114 | ABEO | |
| Registration Number: | 4296139 | ABEO 3D3 | |
| Registration Number: | 4331407 | ABEO | |
| Registration Number: | 4371138 | ABEO | |
| Registration Number: | 5226234 | ABEO | |
| Registration Number: | 4782155 | ABEO | |
| Registration Number: | 4610729 | ABEO R.O.C.S. | |
| Registration Number: | 4734917 | ABEO | |
| Registration Number: | 4309667 | B.I.O.SYSTEM | |
| Registration Number: | 4420717 | THE FUTURE OF FOOTWEAR | |
| Registration Number: | 4113911 | SMARTSYSTEM | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6172484000 | | |
| <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: | 617-248-5000 | | |
| Email: | tmadmin@choate.com | | |
| Correspondent Name: | Sara M. Bauer | | |
| Address Line 1: | Two International Place | | |
| TRADEMARK | | | |

OP \$315.00 4467829

Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER: Sara M. Bauer

SIGNATURE: /sara bauer/

DATE SIGNED: 01/02/2019

Total Attachments: 5

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GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

December 21, 2018

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, ABEO FOOTWEAR, INC., a Delaware corporation with its principal address at 25 W. Anapamu St., Santa Barbara, CA 93101 (the "Grantor"), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, a national banking association with offices at One Boston Place, Boston, Massachusetts 02108 (the "Grantee"), a continuing security interest in (i) all of the 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 and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor and the Grantee, dated as of June 29, 2018 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first above written.

GRANTOR:

ABEO FOOTWEAR, INC.

By: _____

Name:

Title:



ANTHONY J. WALL
Executive Vice President


GRANTEE:

WELLS FARGO BANK, NATIONAL ASSOCIATION

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

SCHEDULE A

(See attached)

| Mark | Ser. No./Filing Date | Reg. No./Reg. Date |
|---|-----------------------|-----------------------|
| ABEO AERO SYSTEM | 85862561 2/28/2013 | 4467829 1/14/2014 |
| ABEO | 77750434 6/2/2009 | 3851114 9/21/2010 |
| ABEO 3D ³ | 85326581 5/20/2011 | 4296139 2/26/2013 |
| ABEO | 85712754 8/24/2012 | 4331407 5/7/2013 |
|  | 85716330 8/29/2012 | 4371138 7/23/2013 |
| ABEO | 87022136 5/2/2016 | 5226234 6/20/2017 |
| ABEO | 85327879 5/23/2011 | 4782155 7/28/2015 |
| ABEO R.O.C.S. | 85937499 5/20/2013 | 4610729 9/23/2014 |
| ABEO | 87022136 5/2/2016 | 5226234 6/20/2017 |
| ABEO | 86403881 9/23/2014 | 4734917 5/12/2015 |
| B.I.O.system | 85327847 5/23/2011 | 4309667 3/26/2013 |
| THE FUTURE OF FOOTWEAR | 85712740 8/24/2012 | 4420717 10/22/2013 |
| SMARTSYSTEM | 85222718 1/20/2011 | 4113911 3/20/2012 |