

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM533135

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CENTURY TILE, LLC		07/03/2019	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	GRAYCLIFF MEZZANINE III LP, AS ADMINISTRATIVE AGENT		
Street Address:	500 FIFTH AVENUE, 47TH FLOOR		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10110		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	5179041	MU	
Registration Number:	5178993	HIKARI	
Registration Number:	5520604	LUCE	
Registration Number:	4659009	LUNADA BAY	
Registration Number:	4842161	VESPER	
CORRESPONDENCE DATA			
Fax Number:	3036293450		
<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:	3036293400		
Email:	burtner.jody@dorsey.com		
Correspondent Name:	DORSEY & WHITNEY LLP		
Address Line 1:	1400 WEWATTA STREET, SUITE 400		
Address Line 2:	IP Department		
Address Line 4:	DENVER, COLORADO 80202-5549		
ATTORNEY DOCKET NUMBER:	507782-6		
NAME OF SUBMITTER:	Jody L. Burtner, Senior Paralegal		
SIGNATURE:	/Jody L. Burtner/		
DATE SIGNED:	07/23/2019		

OP \$140.00 5179041

Total Attachments: 4

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UNITED STATES TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this “**Agreement**”) dated as of July 3, 2019 is made by and between GRAYCLIFF MEZZANINE III LP, in its capacity as Administrative Agent (together with its successors and assigns, in such capacity, the “**Lender**”), and CENTURY TILE, LLC, a California limited liability company (together with its successors and permitted assigns, the “**Grantor**”).

WHEREAS, this Agreement will be filed with the United States Patent and Trademark Office to among other things indicate that Lender is collateral assignee with respect to the Trademarks (as defined herein) listed on Schedule A hereto;

WHEREAS, the Grantor is the owner of certain trademarks, including the applications and registrations thereof, together with the goodwill of the business connected with the use of and symbolized by the trademarks and all proceeds thereof, including, without limitation, any and all past, present and future causes of action which may exist by reason of infringement thereof, set forth on Schedule A hereto (collectively, the “**Trademarks**”);

WHEREAS, the Grantor and the Lender executed a Credit Agreement, dated as of July 3, 2019 (as amended, restated, amended and restated, modified or supplemented from time to time, the “**Credit Agreement**”), pursuant to which the Lender has agreed to make certain loans and other extensions of credit to the Grantor; and

WHEREAS, the Grantor and Lender executed a Security Agreement, dated as of July 3, 2019 (as amended, restated, amended and restated, modified or supplemented from time to time, the “**Security Agreement**”), pursuant to which the Grantor granted and agreed to grant to Lender a security interest in certain of its assets to secure obligations owing to the Lender and certain other lenders under the Credit Agreement.


NOW, THEREFORE, for good and valuable consideration, Grantor hereby pledges and grants (and confirms and ratifies all other pledges and grants heretofore made to the Lender) to the Lender a security interest and lien in and to the Trademarks, subject to the terms and conditions of each of the Credit Agreement and the Security Agreement.

[Signature Page to Follow]

Executed as of the date first above written.

GRANTOR:

CENTURY TILE, LLC

By: 
Name: Gary L. Goldberg
Title: Vice President and Assistant Secretary

[Signature Page to United States Trademark Security Agreement]

TRADEMARK
REEL: 006700 FRAME: 0960

LENDER:

GRAYCLIFF MEZZANINE III LP, a Delaware limited partnership, in its capacity as Administrative Agent

By: Graycliff Mezzanine III GP LP, its general partner

By: Graycliff Mezzanine III GP Partners LLC, its general partner

By: 
Name: Andrew Trigg
Title: Managing Partner

Schedule A

Registrations

Mark	Reg. No.	Reg. Date
MU	5,179,041	April 11, 2017
HIKARI	5,178,993	April 11, 2017
LUCE	5520604	July 17, 2018
LUNADA BAY	4659009	December 23, 2014
VESPER	4842161	October 27, 2015