

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM558139

|   |   |                                  |  |
|---|---|----------------------------------|--|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT                              |                                  |  |
| <b>NATURE OF CONVEYANCE:</b>  | SECURITY INTEREST                           |                                  |  |
| <b>CONVEYING PARTY DATA</b>   |   |                                  |  |
| <b>Name</b>   | <b>Formerly</b>                             | <b>Execution Date</b>            | <b>Entity Type</b>                       |
| FRAME LA BRANDS, LLC  |   | 01/15/2020                       | Limited Liability Company:<br>CALIFORNIA |
| <b>RECEIVING PARTY DATA</b>   |   |                                  |  |
| <b>Name:</b>  | HSBC BANK USA, N.A.                         |                                  |  |
| <b>Street Address:</b>  | 453 Fifth Avenue                            |                                  |  |
| <b>Internal Address:</b>  | 4th Floor                                   |                                  |  |
| <b>City:</b>  | New York                                    |                                  |  |
| <b>State/Country:</b>   | NEW YORK                                    |                                  |  |
| <b>Postal Code:</b>   | 10018                                       |                                  |  |
| <b>Entity Type:</b>   | National Banking Association: UNITED STATES |                                  |  |
| <b>PROPERTY NUMBERS Total: 8</b>  |   |                                  |  |
| <b>Property Type</b>  | <b>Number</b>                               | <b>Word Mark</b>                 |  |
| <b>Registration Number:</b>   | 5556035                                     | FRAME                            |  |
| <b>Serial Number:</b>   | 87862434                                    | FRAME                            |  |
| <b>Registration Number:</b>   | 5166888                                     | FRAME                            |  |
| <b>Registration Number:</b>   | 5270809                                     | FRAME                            |  |
| <b>Registration Number:</b>   | 5882225                                     | FRAME                            |  |
| <b>Registration Number:</b>   | 5176618                                     | FRAME DENIM                      |  |
| <b>Registration Number:</b>   | 5187477                                     | FRAME ATELIER LONDON-LOS ANGELES |  |
| <b>Registration Number:</b>   | 5715687                                     | FRAME LONDON - LOS ANGELES       |  |
| <b>CORRESPONDENCE DATA</b>  |   |                                  |  |
| <b>Fax Number:</b>  | 2138960400                                  |                                  |  |
| <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>   | 2138915604                                  |                                  |  |
| <b>Email:</b>   | crachina@buchalter.com                      |                                  |  |
| <b>Correspondent Name:</b>  | Corina Rachina                              |                                  |  |
| <b>Address Line 1:</b>  | 1000 Wilshire Boulevard                     |                                  |  |
| <b>Address Line 2:</b>  | 12th Floor                                  |                                  |  |
| <b>Address Line 4:</b>  | Los Angeles, CALIFORNIA 90017               |                                  |  |

CH \$215.00 5556035

|   |                    |
|---|--------------------|
| <b>NAME OF SUBMITTER:</b>   | Corina Rachina     |
| <b>SIGNATURE:</b>   | /s/ Corina Rachina |
| <b>DATE SIGNED:</b>   | 01/17/2020         |
| <b>Total Attachments: 4</b><br>source=memorandum#page1.tif<br>source=memorandum#page2.tif<br>source=memorandum#page3.tif<br>source=memorandum#page4.tif |                    |

**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

January 15, 2020

FRAME LA BRANDS, LLC, a California limited liability company ("Debtor"), whose address is 3578 Hayden Avenue, Suite N-1, Culver City, California 90232, hereby acknowledges that it has granted to HSBC BANK USA, N.A. ("Secured Party"), whose address is 452 Fifth Avenue, 4th Floor, New York, New York 10018, a security interest in and to all of Debtor's right, title and interest in and to the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by the Debtor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Agreement (as defined below), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Security Agreement, dated as of January 15, 2020 (the "Agreement"), by and between the Debtor and Secured Party, among others, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the Collateral nor as limiting any interest which Secured Party may have in any other Collateral described in the Agreement or otherwise. All capitalized terms used but not defined herein shall have the meanings ascribed thereto in the Agreement.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first set forth above.

**FRAME LA BRANDS, LLC,**  
a California limited liability company

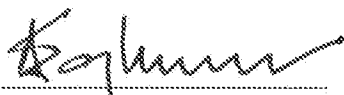
By:   
Name: Eadian Taylor  
Title: Authorized Signatory

EXHIBIT A  
TRADEMARKS

RESTRICTED - Exhibit A

BN 38145631v2

**TRADEMARK**  
**REEL: 006841 FRAME: 0248**

| TRADEMARK                                       | COUNTRY | CLASSES | REG DATE   | REG NUMBER | FILING DATE | FILING NUMBER |
|---|---------|---------|------------|------------|-------------|---------------|
| FRAME   | USA     | 18      | 4-Sep-18   | 5,556,035  | 29-Dec-14   | 86/491,796    |
| FRAME   | USA     | 3       | N/A        | N/A        | 4-Apr-18    | 87/862,434    |
| FRAME   | USA     | 35      | 21-Mar-17  | 5,166,888  | 29-Dec-14   | 86/491,799    |
| FRAME   | USA     | 25      | 22-Aug-17  | 5,270,809  | 27-Jan-17   | 87/315,566    |
| FRAME   | USA     | 16, 41  | 10/15/2019 | 5,882,225  | 7-Sep-18    | 88/109,055    |
| FRAME DENIM                                     | USA     | 35      | 4-Apr-17   | 5,176,618  | 19-Sep-12   | 85/982,536    |
| <b>FRAME</b><br>ATELIER<br>LONDON - LOS ANGELES | USA     | 25      | 18-Apr-17  | 5,187,477  | 5-Nov-15    | 86/810,099    |
| <b>FRAME</b><br>LONDON - LOS ANGELES            | USA     | 25      | 4/2/2019   | 5,715,687  | 29-Dec-14   | 86/491,804    |