

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM610632

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
KMS, LLC		11/23/2020	Limited Liability Company: KANSAS
RECEIVING PARTY DATA			
Name:	CIT Bank, N.A.		
Street Address:	11 West 42nd Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Serial Number:	88286103	BRIGHTLIVING	
Serial Number:	86187186	BRIGHT-TAB	
Serial Number:	90057566	COOL LIVING	
Serial Number:	86393910	COOL-LIVING	
Serial Number:	86255808	COOL-LIVING	
Serial Number:	88557833	LIVING GLOW	
Serial Number:	90011965	LIVING GLOW	
Serial Number:	90057558	NEAT LIVING	
Serial Number:	88690745	NEATLIVING	
Serial Number:	90011971	NEATLIVING	
Serial Number:	88079078	WARM-LIVING	
Serial Number:	86283051	WARM-LIVING	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	langanj@gtlaw.com		
Correspondent Name:	Jennifer Langan		
Address Line 1:	500 Campus Drive		

CH \$315.00 88286103

Address Line 2: Suite 400
Address Line 4: Florham Park, NEW JERSEY 07932

ATTORNEY DOCKET NUMBER:	163112013800
NAME OF SUBMITTER:	Chief Financial Officer
SIGNATURE:	/s/Steve Ferrone
DATE SIGNED:	11/24/2020

Total Attachments: 4

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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

This GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (this "Grant"), dated as of November 23, 2020, is made by KMS, LLC, a Kansas limited liability company (the "Grantor") with principal offices at 811 E. Waterman St., Wichita, KS 67202, in favor of CIT BANK, N.A., as administrative agent for the Lenders (as defined in the Credit Agreement defined below) (in such capacity, the "Agent"), pursuant to that certain Loan, Security and Guarantee Agreement, dated as of November 23, 2020 (as amended, modified, supplemented or restated hereafter, the "Credit Agreement"), by and among the Grantor, the guarantors from time to time party thereto, the Lenders from time to time party thereto and the Agent.

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Grantor hereby grants to the Agent, for the benefit of the Lenders, a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to 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 Obligations (as such term is defined in the Credit Agreement) for the purpose of recording the grant of security interest herein with the United States Patent and Trademark Office.

Upon the payment in full of all Obligations (other than contingent indemnification obligations for which no claim has yet been made), the Agent 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 Marks acquired under this Grant.

The rights and remedies of the Agent with respect to the security interest granted herein are as set forth in the Credit 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 Credit Agreement, the provisions of the Credit Agreement shall govern.

THIS GRANT shall be governed by the laws of the State of New York, without giving effect to any conflict of law principles except federal laws relating to national banks.

THIS GRANT may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

[Remainder of this page intentionally left blank; signature page follows]

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

KMS, LLC, as Grantor

By 

Name: Steve Ferrone

Title: Chief Financial Officer

CIT BANK, N.A., as Agent

By _____

Name:


Title:

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

KMS, LLC, as Grantor

By _____
Name:
Title:

CIT BANK, N.A., as Agent

By  _____
Name: Kenneth Caffrey
Title: Managing Director

Schedule A

<u>MARK</u>	<u>REG. NO.</u>	<u>SERIAL NO.</u>	<u>REG. DATE</u>	<u>FILING DATE</u>
BRIGHTLIVING	5939933	88286103	Dec. 17, 2019	Feb. 01, 2019
BRIGHT-TAB	4654314	86187186	Dec. 09, 2014	Feb. 07, 2014
COOL LIVING	--	90057566	--	Jul. 16, 2020
COOL-LIVING	4738405	86393910	May 19, 2015	Sep. 12, 2014
COOL-LIVING	4634364	86255808	Nov. 04, 2014	Apr. 18, 2014
LIVING GLOW	6055039	88557833	May 12, 2020	Aug. 01, 2019
LIVING GLOW	--	90011965	--	Jun. 20, 2020
NEAT LIVING	--	90057558	--	Jul. 16, 2020
NEAT LIVING	--	88690745	--	Nov. 13, 2019
NEATLIVING	--	90011971	--	Jun. 20, 2020
WARM-LIVING	5649396	88079078	Jan. 08, 2019	Aug. 15, 2018
WARM-LIVING	4791649	86283051	Aug. 11, 2015	May 16, 2014