

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM610857

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Saks Incorporated		11/25/2020	Corporation: TENNESSEE
Saks & Company LLC		11/25/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Pathlight Capital LP		
Street Address:	18 Shipyard Drive		
Internal Address:	Suite 2C		
City:	Hingham		
State/Country:	MASSACHUSETTS		
Postal Code:	02043		
Entity Type:	Limited Partnership: MASSACHUSETTS		
PROPERTY NUMBERS Total: 78			
Property Type	Number	Word Mark	
Registration Number:	5355433	O5	
Registration Number:	4699866	OFF 5TH	
Registration Number:	4699867	OFF 5TH	
Registration Number:	4625024	#SAKSIN6	
Registration Number:	4867667	MADISON SUPPLY	
Registration Number:	5186694	MORE	
Registration Number:	4245596	10022-SHOE	
Registration Number:	3997431	OFF 5TH	
Registration Number:	4002313	OFF 5TH	
Registration Number:	3551064	SAKS FIFTH AVENUE OFF 5TH	
Registration Number:	3368500	SAKS FIFTH AVENUE	
Registration Number:	2869986	KEY TO THE CURE	
Registration Number:	2351428	SAKS & COMPANY	
Registration Number:	2221406	SAKS FIFTH AVENUE	
Registration Number:	2024140	SAKSFIRST	
Registration Number:	1976296	OFF 5TH	
Registration Number:	1839730	CAFE SFA	
TRADEMARK			

OP \$1965.00 5355433

Property Type	Number	Word Mark
Registration Number:	1994280	SAKS FIFTH AVENUE
Registration Number:	1707494	SALON Z
Registration Number:	1667955	SAKS FIFTH AVENUE
Registration Number:	1359451	SAKS FIFTH AVENUE
Registration Number:	1197494	THE FIFTH AVENUE CLUB
Registration Number:	1180632	SAKS FIFTH AVENUE
Registration Number:	1180633	SAKS FIFTH AVENUE
Registration Number:	0737308	SAKS FIFTH AVENUE
Registration Number:	0627814	SAKS FIFTH AVENUE
Registration Number:	0628489	SAKS FIFTH AVENUE
Registration Number:	0635368	SAKS FIFTH AVENUE
Registration Number:	0620917	SAKS FIFTH AVENUE
Registration Number:	4930665	RUSSELL PARK
Registration Number:	4969459	FIFTH CITY
Registration Number:	4752937	STONE & ASTER
Registration Number:	4752940	STONE & ASTER
Registration Number:	5032315	SPARROW LAKE
Registration Number:	5091560	SPARROW LAKE
Registration Number:	5032316	SPARROW LAKE
Registration Number:	5036938	STONE & ASTER
Registration Number:	4705064	EZZER KEZZER
Registration Number:	4705028	JAKE & RIVINGTON
Registration Number:	4795982	808 HOME
Registration Number:	4795983	808 HOME
Registration Number:	4795985	808 HOME
Registration Number:	4795986	808 HOME
Registration Number:	4682799	KIP & LOLA
Registration Number:	4685699	AVA & AIDEN
Registration Number:	4905547	PURE NAVY
Registration Number:	4713026	NEAR NORTH CLOTHIERS
Registration Number:	4656971	MILLBURN CO.
Registration Number:	5329898	MILLBURN CO.
Registration Number:	4712944	MARABELLE
Registration Number:	4538768	L'ENFANT LUNE
Registration Number:	4752278	SHORE LEAVE
Registration Number:	4512807	MCCARREN & SONS
Registration Number:	4523537	ATWELL
Registration Number:	4339890	WALL + WATER

Property Type	Number	Word Mark
Registration Number:	4522484	ELORIE
Registration Number:	4339712	WYTHE NY
Registration Number:	4299048	MAIDEN LANE
Registration Number:	4543892	AVALEIGH
Registration Number:	4377102	AVA & AIDEN
Registration Number:	4498505	RENVY
Registration Number:	5887182	FIFTH CITY
Registration Number:	4713722	KAMI MATERNITY
Serial Number:	88309228	LE CHALET
Registration Number:	5209450	MADISON SUPPLY
Registration Number:	5904289	NOMINEE
Registration Number:	5846679	RUSSELL PARK
Registration Number:	5647775	SAKS
Registration Number:	5434329	SAKS FIFTH AVENUE THE COLLECTIVE
Registration Number:	5703800	SAKS FIFTH AVENUE THE VAULT
Registration Number:	5647776	SAKS WELLERY
Registration Number:	4795984	808 HOME
Registration Number:	5503868	THE BEST REWARDS IN FASHION
Registration Number:	5647777	WELLERY
Registration Number:	6158618	SAKS OFF 5TH
Registration Number:	5875299	SAKS OFF 5TH
Registration Number:	6176183	SAKS OFF 5TH
Serial Number:	88809199	STREETWORKS

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 617-248-5000

Email: tadmin@choate.com

Correspondent Name: Sara M. Bauer

Address Line 1: Two International Place

Address Line 2: Choate Hall & Stewart LLP

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER: 2010878-0026

NAME OF SUBMITTER: Sara M. Bauer

SIGNATURE: /sara bauer/

DATE SIGNED: 11/25/2020

Total Attachments: 8

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GRANT OF SECURITY INTEREST IN TRADEMARKS

November 25, 2020

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, the undersigned (each a “Grantor” and collectively, the “Grantors”), hereby grant to PATHLIGHT CAPITAL LP, as Agent for its own benefit and the benefit of the other Credit Parties (as defined in the Security Agreement referred to below), having an office at 18 Shipyard Drive, Suite 2C, Hingham, Massachusetts 02043 (the “Grantee”), a continuing security interest, in accordance with the Security Agreement, in the following: (i) all of each Grantor’s right, title and interest in, to and under the trademarks, service marks, trademark registrations, service mark registrations, trademark applications, and service mark applications set forth on Schedule A attached hereto (the foregoing, collectively, the “Marks”), (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) 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 OF SECURITY INTEREST IN TRADEMARKS (this “Grant”) is made to secure the satisfactory performance and payment in relation to the Marks of all the Secured Obligations of the Grantors, as such term is defined in the Security Agreement by, among others, the Grantors, the other Grantors party thereto (as defined therein), and the Grantee, dated as of November 25, 2020 (as amended, modified, supplemented or restated hereafter, the “Security Agreement”).

This Grant has been granted in conjunction with the security interest granted to the Grantee under 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. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement. 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.

This Grant and any claims, controversy, dispute or cause of action (whether in contract or tort or otherwise) based upon, arising out of or relating to this Grant and the transactions contemplated hereby shall be governed by, and construed in accordance with, the law of the State of New York.

[Remainder of Page Intentionally Left Blank; Signature Pages Follow]

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


SAKS INCORPORATED, as a Grantor

By: _____

Name: Ian Putnam

Title: President & CEO, HBC Properties and Investments

SAKS & COMPANY LLC, as a Grantor

By: _____

Name: Ian Putnam

Title: President & CEO, HBC Properties and Investments

ACKNOWLEDGED AND ACCEPTED:

PATHLIGHT CAPITAL LP,
as Grantee

By: **PATHLIGHT GP LLC**, its General Partner

By:  _____

Name: Katie Hendricks

Title: Managing Director

[Signature Page to U.S. Grant of Security Interest in Trademarks]

Schedule A

Active United States Trademarks

Mark	Owner	Application/ Registration No.
O5	Saks & Company LLC	5355433
OFF 5TH	Saks & Company LLC	4699866
OFF 5TH	Saks & Company LLC	4699867
#SAKSIN6	Saks & Company LLC	4625024
MADISON SUPPLY	Saks & Company LLC	4867667
MORE	Saks & Company LLC	5186694
10022-SHOE	Saks & Company LLC	4245596
OFF 5TH	Saks & Company LLC	3997431
OFF 5TH	Saks & Company LLC	4002313
SAKS FIFTH AVENUE OFF 5TH	Saks & Company LLC	3551064
SAKS FIFTH AVENUE	Saks & Company LLC	3368500
KEY TO THE CURE	Saks & Company LLC	2869986
SAKS & COMPANY	Saks & Company LLC	2351428
SAKS FIFTH AVENUE	Saks & Company LLC	2221406
SAKSFIRST	Saks & Company LLC	2024140
OFF 5TH	Saks & Company LLC	1976296
CAFE SFA	Saks & Company LLC	1839730
SAKS FIFTH AVENUE	Saks & Company LLC	1994280
SALON Z	Saks & Company LLC	1707494
SAKS FIFTH AVENUE	Saks & Company LLC	1667955
SAKS FIFTH AVENUE	Saks & Company LLC	1359451
THE FIFTH AVENUE CLUB	Saks & Company LLC	1197494
SAKS FIFTH AVENUE	Saks & Company LLC	1180632
SAKS FIFTH AVENUE	Saks & Company LLC	1180633
SAKS FIFTH AVENUE	Saks & Company LLC	0737308
SAKS FIFTH AVENUE	Saks & Company LLC	0627814
SAKS FIFTH AVENUE	Saks & Company LLC	0628489
SAKS FIFTH AVENUE	Saks & Company LLC	0635368
SAKS FIFTH AVENUE	Saks & Company LLC	0620917
RUSSELL PARK	Saks & Company LLC	4930665
FIFTH CITY	Saks & Company LLC	4969459
STONE & ASTER	Saks & Company LLC	4752937
STONE & ASTER	Saks & Company LLC	4752940
SPARROW LAKE	Saks & Company LLC	5032315
SPARROW LAKE	Saks & Company LLC	5091560
SPARROW LAKE	Saks & Company LLC	5032316
STONE & ASTER	Saks & Company LLC	5036938
EZZER KEZZER	Saks & Company LLC	4705064

Mark	Owner	Application/ Registration No.
JAKE & RIVINGTON	Saks & Company LLC	4705028
808 HOME	Saks & Company LLC	4795982
808 HOME	Saks & Company LLC	4795983
808 HOME	Saks & Company LLC	4795984
808 HOME	Saks & Company LLC	4795985
808 HOME	Saks & Company LLC	4795986
KIP & LOLA	Saks & Company LLC	4682799
AVA & AIDEN	Saks & Company LLC	4685699
PURE NAVY	Saks & Company LLC	4905547
NEAR NORTH CLOTHIERS	Saks & Company LLC	4713026
MILLBURN CO.	Saks & Company LLC	4656971
MILLBURN CO.	Saks & Company LLC	5329898
MARABELLE	Saks & Company LLC	4712944
L'ENFANT LUNE	Saks & Company LLC	4538768
SHORE LEAVE	Saks & Company LLC	4752278
MCCARREN & SONS	Saks & Company LLC	4512807
ATWELL	Saks & Company LLC	4523537
WALL + WATER	Saks & Company LLC	4339890
ELORIE	Saks & Company LLC	4522484
WYTHE NY	Saks & Company LLC	4339712
MAIDEN LANE	Saks & Company LLC	4299048
AVALEIGH	Saks & Company LLC	4543892
AVA & AIDEN	Saks & Company LLC	4377102
RENVY	Saks & Company LLC	4498505
FIFTH CITY	Saks & Company LLC	5887182
KAMI MATERNITY	Saks & Company LLC	4713722
L'AVENUE AT SAKS ¹	Saks & Company LLC	88115848 ITU
LE CHALET ²	Saks & Company LLC	88309228
MADISON SUPPLY	Saks & Company LLC	5209450
NHP	Saks & Company LLC	87784506 ITU
NOMINEE	Saks & Company LLC	5904289
RUSSELL PARK	Saks & Company LLC	5846679
SAKS	Saks & Company LLC	5647775
SAKS FIFTH AVENUE THE COLLECTIVE	Saks & Company LLC	5434329
SAKS FIFTH AVENUE THE VAULT	Saks & Company LLC	5703800
SAKS WELLERY	Saks & Company LLC	5647776

¹ Application currently suspended.

² Application currently suspended.

Mark	Owner	Application/ Registration No.
THE BEST REWARDS IN FASHION	Saks & Company LLC	5503868
WELLERY	Saks & Company LLC	5647777
KIP & LOLA	Saks & Company LLC	88409573 ITU
KIP & LOLA	Saks & Company LLC	88498325 ITU
SAKS OFF 5TH	Saks & Company LLC	6158618
SAKS OFF 5TH	Saks & Company LLC	5875299
SAKS OFF 5TH & DESIGN	Saks & Company LLC	6176183
STREETWORKS	Saks & Company LLC	88809199

Active Canadian Trademarks

Mark (Profile Name)	Design	Name	Application/ Registration No.	Status
10022-SHOE		Saks & Company LLC	TMA974353	Registered
MADISON SUPPLY		Saks & Company LLC	1904262	Pending
E N S & Design		Saks & Company LLC	TMA999999	Registered
NHP		Saks & Company LLC	TMA1085043	Registered
O5		Saks & Company LLC	TMA982912	Registered
OFF 5TH		Saks & Company LLC	TMA990649	Registered
OFF 5TH Logo		Saks & Company LLC	TMA990653	Registered
SAKS		Saks & Company LLC	TMA753037	Registered

Mark (Profile Name)	Design	Name	Application/ Registration No.	Status
SAKS FIFTH AVENUE		Saks & Company LLC	TMA201806	Registered
SAKS FIFTH AVENUE (VERTICAL Design)		Saks & Company LLC	TMA930912	Registered
SAKS FIFTH AVENUE Design		Saks & Company LLC	TMA368080	Registered
SAKS FIFTH AVENUE Design		Saks & Company LLC	TMA368297	Registered
SAKS FIFTH AVENUE Design		Saks & Company LLC	TMA368298	Registered
SAKS FIFTH AVENUE OFF 5TH Design		Saks & Company LLC	TMA962614	Registered
SAKS FOOD HALL		Saks & Company LLC	TMA997750	Registered
SAKSFIRST		Saks & Company LLC	TMA1009070	Registered
SFA		Saks & Company LLC	TMA266653	Registered
SO5		Saks & Company LLC	TMA990654	Registered
THE FIFTH AVENUE CLUB Design		Saks & Company LLC	TMA998045	Registered
SAKS OFF 5TH		Saks & Company LLC	1921104	Pending
SAKS OFF 5TH & DESIGN		Saks & Company LLC	1973874	Pending

Mark (Profile Name)	Design	Name	Application/ Registration No.	Status
SCRIPTED		Saks & Company LLC	TMA1062714	Registered
KIP & LOLA		Saks & Company LLC	1973876	Pending
PARK & BOND		Saks & Company LLC	1973870	Pending
AVA & AIDEN		Saks & Company LLC	TMA1081775	Registered
PURE NAVY		Saks & Company LLC	1873613	Pending
PURE NAVY		Saks & Company LLC	TMA1044506	Registered
RUSSELL PARK		Saks & Company LLC	1881416	Pending
NOMINEE		Saks & Company LLC	1919917	Pending