

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM625408

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RV Retailer East, LLC		02/08/2021	Limited Liability Company: FLORIDA
RV Retailer Texas, LLC		02/08/2021	Limited Liability Company: TEXAS
RV Retailer Texas II, LLC		02/08/2021	Limited Liability Company: TEXAS

RECEIVING PARTY DATA

Name:	Manufacturers and Traders Trust Company
Street Address:	One Foundation Plaza, 12th Floor
City:	Buffalo
State/Country:	NEW YORK
Postal Code:	14203
Entity Type:	banking corporation: NEW YORK

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	3675798	RVDIRECT.COM
Registration Number:	4793541	RV ONE OUTDOOR STORE
Registration Number:	5811229	RV ONE SUPERSTORES
Registration Number:	3031206	EXPLORE USA RV SUPERCENTER
Registration Number:	3019305	EXPLORE USA RV SUPERCENTER
Registration Number:	4064977	MOTOR HOME SPECIALIST
Registration Number:	4098634	MOTOR HOME SPECIALIST WHERE THE WORLD SH
Registration Number:	4185917	THE SAVINGS DESTINATION OF THE RV WORLD
Registration Number:	4424686	THE WORLD'S RV SHOW
Registration Number:	4627969	THE WORLD'S RV SHOW ONLY AT MOTOR HOME S

CORRESPONDENCE DATA

Fax Number: 7044441111

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.

TRADEMARK

Phone: 7044441124
Email: elaine.hunt@alston.com
Correspondent Name: Michele M. Glessner
Address Line 1: Alston & Bird LLP
Address Line 2: 101 South Tryon Street, Suite 4000
Address Line 4: Charlotte, NORTH CAROLINA 28280-4000

NAME OF SUBMITTER: Elaine B. Hunt

SIGNATURE: /Elaine B. Hunt/

DATE SIGNED: 02/09/2021

Total Attachments: 4

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GRANT OF SECURITY INTEREST
TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, each of (a) RV RETAILER EAST, LLC, a Florida limited liability company (“RV East”), (b) RV RETAILER TEXAS, LLC, a Texas limited liability company (“RV Texas”), and (c) RV RETAILER TEXAS II, LLC, a Texas limited liability company (together with RV East and RV Texas, each, a “Grantor” and collectively, the “Grantors”) on this 8th day of February, 2021, hereby grants to MANUFACTURERS AND TRADERS TRUST COMPANY, as Administrative Agent (in such capacity, the “Grantee”), for the ratable benefit of the Lender Parties, a continuing first priority security interest in and Lien on all of the right, title and interest of the Grantors in all of the following property whether now owned or at any time hereafter acquired or created by the Grantors or in which any Grantor now has or at any time in the future may acquire any right, title or interest, as collateral security for the prompt and complete payment in full and performance when due (whether at the stated maturity, by acceleration or otherwise) of the Obligations (as such term is defined in the Guarantee and Collateral Agreement referred to below): (i) the Trademarks set forth on Schedule A attached hereto (collectively, the “Trademark Collateral”); (ii) all Proceeds (as such term is defined in the Guarantee and Collateral Agreement referred to below) of the Trademark Collateral, and (iii) all IP-Related Rights (as such term is defined in the Guarantee and Collateral Agreement referred to below) of the Trademark Collateral.

THIS GRANT OF SECURITY INTEREST (this “Grant”) as collateral security for the prompt and complete payment in full and performance when due (whether at the stated maturity, by acceleration or otherwise) of the Obligations (as such term is defined in the Guarantee and Collateral Agreement referred to below), as such term is defined in that certain Guarantee and Collateral Agreement among the Grantors, the other grantors from time to time party thereto and the Grantee, dated as of February 8, 2021 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the “Guarantee and Collateral Agreement”). All initially capitalized terms used but not otherwise defined herein have the meanings given to them in the Guarantee and Collateral Agreement.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guarantee and Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to those set forth in the Guarantee and Collateral 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 Guarantee and Collateral Agreement, the provisions of the Guarantee and Collateral Agreement shall govern. This Grant may be executed in counterparts (including by telecopy or in electronic (i.e., “pdf” or “tif”) format) and all of said counterparts taken together shall be deemed to constitute one and the same instrument.


[SIGNATURES ON THE FOLLOWING PAGE]

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


RV RETAILER EAST, LLC, as a Grantor

By: 
Name: John F. Rizzo
Title: Treasurer

RV RETAILER TEXAS, LLC, as a Grantor

By: 
Name: John F. Rizzo
Title: Treasurer

RV RETAILER TEXAS II, LLC, as a Grantor

By: 
Name: John F. Rizzo
Title: Treasurer

TRADEMARKS

Trademark	Country/ Jurisdiction	Registration No./ Serial No.	Filing Date	Registration Date	Owner
RVDIRECT.COM	United States	RN: 3,675,798 SN: 77/644,762	Jan. 7, 2009	Sep. 1, 2009	RV Retailer East, LLC
RV ONE OUTDOOR STORE and Design 	United States	RN: 4,793,541 SN: 86/442,700	Nov. 3, 2014	Aug. 18, 2015	RV Retailer East, LLC
RV ONE SUPERSTORES and Design 	United States	RN: 5,811,229 SN: 88/176,769	Oct. 31, 2018	Jul. 23, 2019	RV Retailer East, LLC
EXPLORE USA RV SUPERCENTER and Design 	United States	RN: 3,031,206 SN: 76/598,575	Jun. 21, 2004	Dec. 20, 2005	RV Retailer Texas II, LLC
EXPLORE USA RV SUPERCENTER and Design 	United States	RN: 3,019,305 SN: 76/598,576	Jun. 21, 2004	Nov. 29, 2005	RV Retailer Texas II, LLC
MOTOR HOME SPECIALIST	United States	RN: 4,064,977 SN: 85/344,877	Jun. 13, 2011	Nov. 29, 2011	RV Retailer Texas, LLC
MOTOR HOME SPECIALIST WHERE THE WORLD SHOPS and Design 	United States	RN: 4,098,634 SN: 85/345,614	Jun. 14, 2011	Feb. 14, 2012	RV Retailer Texas, LLC
THE SAVINGS DESTINATION OF THE RV WORLD	United States	RN: 4,185,917 SN: 85/493,819	Dec. 13, 2011	Aug. 7, 2012	RV Retailer Texas, LLC
THE WORLD'S RV SHOW	United States	RN: 4,424,686 SN: 85/856,713	Feb. 21, 2013	Oct. 29, 2013	RV Retailer Texas, LLC

Trademark	Country/ Jurisdiction	Registration No./ Serial No.	Filing Date	Registration Date	Owner
<p>THE WORLD'S RV SHOW ONLY AT MOTOR HOME SPECIALIST and Design</p> 	United States	RN: 4627969 SN: 86208150	Feb. 28, 2014	Oct. 28, 2014	RV Retailer Texas, LLC