

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM626064

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
W. C. BRADLEY/ZEBCO HOLDINGS, LLC		02/11/2021	Limited Liability Company: GEORGIA

RECEIVING PARTY DATA

Name:	UBS AG, STAMFORD BRANCH
Street Address:	Attention: Agency Group 600 Washington Boulevard
City:	Stamford
State/Country:	CONNECTICUT
Postal Code:	06901
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 44

Property Type	Number	Word Mark
Registration Number:	1683879	33
Registration Number:	1678701	101
Registration Number:	1689149	202
Registration Number:	1682125	404
Registration Number:	1680488	808
Registration Number:	1678699	888
Registration Number:	2550798	ACCURIST
Registration Number:	2657559	ADVENTURE SERIES
Registration Number:	2742072	BLUE RUNNER
Registration Number:	2919783	BOCA
Registration Number:	2851945	CABO
Registration Number:	3326003	CAJUN ADVANTAGE
Registration Number:	3104931	CAJUN LINE
Registration Number:	2952983	CAJUN RED
Registration Number:	2843887	CAJUN RED CAST
Registration Number:	2814931	CAJUN RED LIGHTNIN
Registration Number:	2592938	CATALYST PTI
Registration Number:	1387615	
Registration Number:	1413478	

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2707787	
Registration Number:	5030822	DYNAMAG
Registration Number:	2051174	ENERGY
Registration Number:	4347302	EXO
Registration Number:	2149969	MARTIN
Registration Number:	2629324	OMEGA
Registration Number:	1227658	OMNIFLEX
Registration Number:	1380595	OUTCAST
Registration Number:	3372711	PERFORMANCE TUNED
Registration Number:	1327198	QUANTUM
Registration Number:	5450730	QUANTUM
Registration Number:	2860819	READY TACKLE
Registration Number:	2620728	RHINO
Registration Number:	2802966	RHINO
Registration Number:	5644292	RHINO TOUGH
Registration Number:	6119485	ROAM
Registration Number:	3979364	SMOKE
Registration Number:	1953468	SNAPSHOT
Registration Number:	6166045	SPYN
Registration Number:	2489219	TIMAG
Registration Number:	1877707	TOUR
Registration Number:	1861035	TOUR EDITION
Registration Number:	2850135	TRIGGERSPIN
Registration Number:	0689435	ZEBCO
Registration Number:	4497405	ZEBCO

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: 212-728-8000
Email: ipdept@willkie.com
Correspondent Name: Spencer Simon
Address Line 1: 787 Seventh Avenue
Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	127790.00001
NAME OF SUBMITTER:	Spencer Simon
SIGNATURE:	/Spencer Simon/
DATE SIGNED:	02/12/2021

Total Attachments: 6

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Notice of Grant of Security Interest in Intellectual Property

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS, dated as of February 11, 2021 (this “**Notice**”), made by W. C. BRADLEY/ZEBCO HOLDINGS, LLC, a Georgia limited liability company (the “**Pledgor**”), in favor of UBS AG, STAMFORD BRANCH, as Collateral Agent (as defined below).

Reference is made to the Security Agreement, dated as of February 11, 2021 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “**Security Agreement**”), among RATHER OUTDOORS CORPORATION, a Delaware corporation (“**Holdings**”), LEW’S INTERMEDIATE HOLDINGS, LLC, a Delaware limited liability company (the “**Borrower**”), each Subsidiary of the Borrower from time to time party thereto and UBS AG, STAMFORD BRANCH, as collateral agent for the Secured Parties referred to therein (together with its successors and permitted assigns in such capacity, the “**Collateral Agent**”).

SECTION 1. **Terms.** Capitalized terms used in this Notice and not otherwise defined herein have the meanings specified in the Security Agreement. The rules of construction specified in Section 1.1(b) of the Security Agreement also apply to this Notice.

SECTION 2. **Grant of Security Interest.** As security for the payment and performance, as applicable, in full of the Secured Obligations, the Pledgor pursuant to the Security Agreement did, and hereby does, grant to the Collateral Agent, its successors and permitted assigns, for the benefit of the Secured Parties, a continuing security interest in all of such Pledgor’s right, title and interest in, to and under any and all of the following assets now owned or at any time hereafter acquired by such Pledgor or in which such Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, but excluding any Excluded Property, the “**Trademark Collateral**”): all Trademarks in the United States of America, including those listed on Schedule I; provided, however, that the foregoing pledge and grant of security interest will not cover any “intent-to-use” applications for trademark or service mark registrations filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. §1051, unless and until an Amendment to Allege Use or a Statement of Use under Section 1(c) or 1(d) of the Lanham Act has been filed and deemed in conformance with Section 1(a) of the Lanham Act or examined and accepted by the United States Patent and Trademark Office, to the extent, if any, that any assignment of an “intent-to-use” application prior thereto would violate the Lanham Act or any other Excluded Property.

SECTION 3. **Security Agreement.** The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. Each Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Notice and the Security Agreement, the terms of the Security Agreement shall govern.

SECTION 4. **Counterparts.** This Notice may be executed in two or more counterparts, each of which shall constitute an original, but all of which, when taken together, shall constitute but one contract. Delivery of an executed counterpart to this Notice by facsimile or other electronic transmission shall be as effective as delivery of a manually signed original.

SECTION 5. **Governing Law.** THIS NOTICE AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS NOTICE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HEREUNDER, INCLUDING BUT NOT LIMITED TO THE

VALIDITY, INTERPRETATION, CONSTRUCTION, BREACH, ENFORCEMENT OR TERMINATION HEREOF AND THEREOF, AND WHETHER ARISING IN CONTRACT OR TORT OR OTHERWISE, SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK WITHOUT REGARD TO PRINCIPLES OF CONFLICTS OF LAWS THEREOF (OTHER THAN NEW YORK GENERAL OBLIGATIONS LAW SECTION 5-1401 AND SECTION 51402).

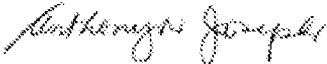
[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice as of the day and year first above written.

W. C. BRADLEY/ZEBCO HOLDINGS, LLC


By: T.A. Schutz
Name: Theodore A. Schutz
Title: Chief Financial Officer

UBS AG, STAMFORD BRANCH,
as Collateral Agent

By: 

Name: Anthony Joseph
Associate Director

Title: _____

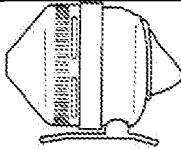
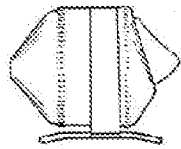

By: 

Name: Houssein Daly
Associate Director

Title: _____

Trademarks Owned by W. C. Bradley/Zebco Holdings, LLC

U.S. Trademark Registrations

Mark	Registration No.	Registration Date
33	1683879	4/21/1992
101	1678701	3/10/1992
202	1689149	5/26/1992
404	1682125	4/7/1992
808	1680488	3/24/1992
888	1678699	3/10/1992
ACCURIST	2550798	3/19/2002
ADVENTURE SERIES	2657559	12/10/2002
BLUE RUNNER	2742072	7/29/2003
BOCA	2919783	1/18/2005
CABO	2851945	6/8/2004
CAJUN ADVANTAGE	3326003	10/30/2007
CAJUN LINE	3104931	6/13/2006
CAJUN RED	2952983	5/17/2005
CAJUN RED CAST	2843887	5/18/2004
CAJUN RED LIGHTNIN	2814931	2/17/2004
CATALYST PTI	2,592,938	7/9/2002
	1,387,615	3/25/1986
	1,413,478	10/14/1986
	2,707,787	4/15/2003
DYNAMAG	5,030,822	8/30/2016
ENERGY	2,051,174	4/8/1997
EXO	4,347,302	6/4/2013
MARTIN	2,149,969	4/14/1998
OMEGA	2,629,324	10/1/2002
OMNIFLEX	1,227,658	2/15/1983
OUTCAST	1,380,595	1/28/1986
PERFORMANCE TUNED	3,372,711	1/22/2008
QUANTUM	1,327,198	3/26/1985
QUANTUM	5,450,730	4/24/2018
READY TACKLE	2,860,819	7/6/2004

RHINO	2,620,728	9/17/2002
RHINO	2,802,966	1/6/2004
RHINO TOUGH	5,644,292	1/1/2019
ROAM	6,119,485	8/4/2020
SMOKE	3,979,364	6/14/2011
SNAPSHOT	1,953,468	6/30/1996
SPYN	6,166,045	9/29/2020
TIMAG	2,489,219	9/11/2001
TOUR	1,877,707	2/7/1995
TOUR EDITION	1,861,035	11/1/1994
TRIGGERSPIN	2,850,135	6/8/2004
ZEBCO	689,435	12/8/1959
ZEBCO	4,497,405	3/18/2014