

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM631476

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Citizens Bank, N.A.		03/10/2021	National Banking Association:
RECEIVING PARTY DATA			
Name:	American Freight, LLC		
Street Address:	680 Sunbury Road		
City:	Delaware		
State/Country:	OHIO		
Postal Code:	43015		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	American Freight Outlet Stores, LLC		
Street Address:	5500 Trillium Blvd		
Internal Address:	Suite 501		
City:	Hoffman Estates		
State/Country:	ILLINOIS		
Postal Code:	60192		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	Buddy's Newco, LLC		
Street Address:	4705 S. Apopka Vineland Road		
Internal Address:	Suite 206		
City:	Orlando		
State/Country:	FLORIDA		
Postal Code:	32819		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Registration Number:	3875531	NORDICREST	
Registration Number:	2973591	STEWART & HAMILTON	
Registration Number:	3362041	AMERICAN FREIGHT	
Registration Number:	3954456	DR. MARVIN'S	
Registration Number:	5971883	BUDDY'S HOME FURNISHINGS	

CH \$465.00 3875531

Property Type	Number	Word Mark
Registration Number:	3816013	FLEXI
Registration Number:	5593110	LEASE IT. LOVE IT. OWN IT.
Registration Number:	6019784	SLIGHTLY IMPERFECT PERFECT PRICES
Serial Number:	88500327	FLEXI COMPRAS
Serial Number:	88277307	HOME & APPLIANCE OUTLET
Serial Number:	88277314	HOME & APPLIANCE OUTLET
Serial Number:	87885247	LEASE IT. LOVE IT. OWN IT.
Serial Number:	88650162	OUTLETWORKS!
Serial Number:	88691089	THE DISCOUNT FACTORY
Serial Number:	88650157	WAREHOUSEWORKS!
Serial Number:	88650148	VALUEWORKS!
Serial Number:	88820904	AF AMERICAN FREIGHT APPLIANCE · FURNITUR
Serial Number:	88820899	AF AMERICAN FREIGHT FURNITURE · MATTRESS

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: Matthew S. Makover
Address Line 1: 787 Seventh Avenue
Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	126081.00023
NAME OF SUBMITTER:	Matthew S. Makover
SIGNATURE:	/Matthew S. Makover/
DATE SIGNED:	03/11/2021

Total Attachments: 4

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS (this "Termination and Release"), dated as of March 10, 2021, by Citizens Bank, N.A., as administrative agent and collateral agent for each of the Lenders (in such capacities, the "Administrative Agent").

WITNESSETH:

WHEREAS, reference is made to that certain ABL Credit Agreement, dated as of September 23, 2020 (as amended, restated, supplemented or otherwise modified from time to time, including all schedules thereto, the "Credit Agreement"), by and among, among others, American Freight, LLC, a Delaware limited liability company ("American Freight"), American Freight Outlet Stores, LLC, a Delaware limited liability company ("American Freight Outlet"), Buddy's Newco, LLC, a Delaware limited liability company ("Buddy's") and, together with American Freight and American Freight Outlet, the "Grantors") and the Administrative Agent;

WHEREAS, pursuant to that certain ABL Trademark Security Agreement, dated as of September 23, 2020 (the "Trademark Security Agreement"), each of the Grantors granted a Security Interest to the Administrative Agent in the Trademark Collateral;

WHEREAS, the Trademark Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on September 23, 2020, at Reel/Frame 7059/0377; and

WHEREAS, the Administrative Agent now desires to terminate and release its Security Interest in the Trademark Collateral, including the Trademarks listed on Schedule 1 hereto (the "Released Trademarks").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Administrative Agent hereby agrees as follows:

1. Definitions. Capitalized terms not defined herein have the meanings set forth in the Trademark Security Agreement.
2. Release of Security Interest in Trademark Collateral. The Administrative Agent, without representation, warranty or recourse, hereby terminates, releases and discharges any and all Security Interest in the Released Trademarks and the other Trademark Collateral, and any right, title or interest of the Administrative Agent in such Released Trademarks and other Trademark Collateral shall hereby cease and become void. For the avoidance of doubt, the Administrative Agent is not releasing its Security Interest in any collateral, other than the Released Trademarks and the other Trademark Collateral.
3. Recordation. The Administrative Agent authorizes the Grantors and their designees to record this Termination and Release with the United States Patent and Trademark Office or any other applicable governmental authority at the Grantors' sole expense.

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IN WITNESS WHEREOF, the undersigned has executed this Termination and Release as of the date first above written.

CITIZENS BANK, N.A., as Administrative Agent

By: *peter yelle*

Name: Peter Yelle

Title: Vice President

Schedule 1

Released Trademarks

Grantor	Country	Trademark	Application / Registration No.	Application Date/ Registration Date
AMERICAN FREIGHT, LLC	United States of America	NORDICREST	77812162 / 3875531	August 25, 2009 / November 16, 2010
AMERICAN FREIGHT, LLC	United States of America	STEWART & HAMILTON	78283066 / 2973591	August 5, 2003 / July 19, 2005
AMERICAN FREIGHT, LLC	United States of America	AMERICAN FREIGHT	77161364 / 3362041	April 20, 2007 / January 1, 2008
AMERICAN FREIGHT, LLC	United States of America	DR. MARVIN'S	85118553 / 3954456	August 30, 2010 / May 3, 2011
BUDDY'S NEWCO, LLC	United States of America	BUDDY'S HOME FURNISHINGS	88496231 / 5971883	July 1, 2019 / January 28, 2020
BUDDY'S NEWCO, LLC	United States of America	FLEXI	76700351 / 3816013	November 13, 2009 / July 13, 2010
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	LEASE IT. LOVE IT. OWN IT.	87529286 / 5593110	July 14, 2017 / October 30, 2018
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	SLIGHTLY IMPERFECT PERFECT PRICES	88117413 / 6019784	September 14, 2018 / March 24, 2020
BUDDY'S NEWCO, LLC	United States of America	FLEXI COMPRAS	88500327	July 3, 2019
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	HOME & APPLIANCE OUTLET ¹	88277307	Jan. 25, 2019
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	HOME & APPLIANCE OUTLET ²	88277314	Jan. 25, 2019

¹ This trademark application is for an intent-to-use trademark.

² This trademark application is for an intent-to-use trademark.

Grantor	Country	Trademark	Application / Registration No.	Application Date/ Registration Date
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	LEASE IT. LOVE IT. OWN IT. ³	87885247	April 19, 2018
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	OutletWorks! ⁴	88650162	October 10, 2019
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	THE DISCOUNT FACTORY ⁵	88691089	November 13, 2019
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	WarehouseWorks! ⁶	88650157	October 10, 2019
AMERICAN FREIGHT OUTLET STORES, LLC	United States of America	ValueWorks! ⁷	88650148	October 10, 2019
AMERICAN FREIGHT, LLC	United States of America	AMERICAN FREIGHT APPLIANCE FURNITURE MATTRESS ⁸	88820904	March 4, 2020
AMERICAN FREIGHT, LLC	United States of America	AMERICAN FREIGHT FURNITURE MATTRESS APPLIANCE ⁹	88820899	March 4, 2020

³ This trademark application is for an intent-to-use trademark.

⁴ This trademark application is for an intent-to-use trademark.

⁵ This trademark application is for an intent-to-use trademark.

⁶ This trademark application is for an intent-to-use trademark.

⁷ This trademark application is for an intent-to-use trademark.

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⁹ This trademark application is for an intent-to-use trademark.