

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM643496

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Grant of Security Interest in Trademarks	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Saks.com LLC		04/30/2021	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	100 Federal Street, 9th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 68			
Property Type	Number	Word Mark	
Registration Number:	5355433	O5	
Registration Number:	4699866	OFF 5TH	
Registration Number:	4699867	OFF 5TH	
Registration Number:	4867667	MADISON SUPPLY	
Registration Number:	5186694	MORE	
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	
Registration Number:	1994280	SAKS FIFTH AVENUE	
Registration Number:	1667955	SAKS FIFTH AVENUE	
Registration Number:	1359451	SAKS FIFTH AVENUE	
Registration Number:	1197494	THE FIFTH AVENUE CLUB	
TRADEMARK			

CH \$1715.00 5355433

Property Type	Number	Word Mark
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:	4795984	808 HOME
Registration Number:	4795985	808 HOME
Registration Number:	4795986	808 HOME
Registration Number:	4685699	AVA & AIDEN
Registration Number:	4905547	PURE NAVY
Registration Number:	4713026	NEAR NORTH CLOTHIERS
Registration Number:	5329898	MILLBURN CO.
Registration Number:	4712944	MARABELLE
Registration Number:	4752278	SHORE LEAVE
Registration Number:	4339890	WALL + WATER
Registration Number:	4339712	WYTHE NY
Registration Number:	4299048	MAIDEN LANE
Registration Number:	4377102	AVA & AIDEN
Registration Number:	4498505	RENVY
Registration Number:	5887182	FIFTH CITY
Registration Number:	4713722	KAMI MATERNITY
Registration Number:	5209450	MADISON SUPPLY
Registration Number:	6251720	NHP
Registration Number:	5904289	NOMINEE

Property Type	Number	Word Mark
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:	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
Registration Number:	5705337	PURE NAVY

CORRESPONDENCE DATA

Fax Number: 6173417701

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: 617-951-8132

Email: linda.salera@morganlewis.com

Correspondent Name: Linda A. Salera, Senior Paralegal

Address Line 1: One Federal Street

Address Line 2: c/o Morgan, Lewis & Bockius LLP

Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Linda A. Salera
SIGNATURE:	/Linda A. Salera/
DATE SIGNED:	04/30/2021

Total Attachments: 6

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GRANT OF SECURITY INTEREST
IN TRADEMARKS

April 30, 2021

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 BANK OF AMERICA, N.A., as Administrative Agent and Collateral 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 100 Federal Street, 9th Floor, Boston, Massachusetts 02110 (the “Grantee”), a continuing security interest 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 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; provided however that this shall not include any Marks that are included in clause (b) of the definition of “Excluded Property” (as defined in the Security Agreement referred to below); provided further that such “intent-to-use trademark” applications shall remain Excluded Property only until a statement of use or amendment to allege use is filed and accepted by the United States Patent and Trademark Office or any other filing is made or circumstances otherwise change so that the interests of the applicable Grantor in such marks is no longer on an “intent-to-use” basis.

THIS GRANT OF SECURITY INTEREST IN TRADEMARKS (this “Grant”) is made to secure the satisfactory performance and payment 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 April 30, 2021 (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.

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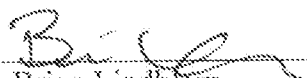
IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

SAKS.COM LLC, as a Grantor

By:  _____
Name: Vince Phelan
Title: Chief Financial Officer

ACKNOWLEDGED AND ACCEPTED:

BANK OF AMERICA, N.A.,
as Grantee

By: 
Name: Brian Lindblom
Title: Senior Vice President

SCHEDULE A

United States Registered Trademarks

Mark	Owner	Application/Registration No
O5	Saks.com LLC	5355433
OFF 5TH	Saks.com LLC	4699866
OFF 5TH	Saks.com LLC	4699867
MADISON SUPPLY	Saks.com LLC	4867667
MORE	Saks.com LLC	5186694
OFF 5TH	Saks.com LLC	3997431
OFF 5TH	Saks.com LLC	4002313
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SAKS FIFTH AVENUE	Saks.com LLC	2221406
SAKSFIRST	Saks.com LLC	2024140
OFF 5TH	Saks.com LLC	1976296
CAFE SFA	Saks.com LLC	1839730
SAKS FIFTH AVENUE	Saks.com LLC	1994280
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THE FIFTH AVENUE CLUB	Saks.com LLC	1197494
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FIFTH CITY	Saks.com LLC	4969459
STONE & ASTER	Saks.com LLC	4752937
STONE & ASTER	Saks.com LLC	4752940
SPARROW LAKE	Saks.com LLC	5032315
SPARROW LAKE	Saks.com LLC	5091560
SPARROW LAKE	Saks.com LLC	5032316
STONE & ASTER	Saks.com LLC	5036938
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WELLERY	Saks.com LLC	5647777
SAKS OFF 5TH	Saks.com LLC	6158618
SAKS OFF 5TH	Saks.com LLC	5875299
SAKS OFF 5TH & DESIGN	Saks.com LLC	6176183
PURE NAVY	Saks.com LLC	5705337