

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM646656

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	Transfer of Secured Party's Rights
RESUBMIT DOCUMENT ID:	900612547

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Crossroads Financing, LLC		04/16/2021	Limited Liability Company: CONNECTICUT

RECEIVING PARTY DATA

Name:	Robert Talbott Enterprises LLC
Street Address:	150 SE 2nd Avenue
Internal Address:	Suite 1404
City:	Miami
State/Country:	FLORIDA
Postal Code:	33131
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	2680721	AUDREY TALBOTT
Registration Number:	1517254	BEST OF CLASS
Registration Number:	1214944	BEST OF CLASS
Registration Number:	1786829	
Registration Number:	1514678	ROBERT TALBOTT
Registration Number:	1780400	ROBERT TALBOTT
Registration Number:	1261772	ROBERT TALBOTT
Registration Number:	2061594	ROBERT TALBOTT STUDIO
Registration Number:	2252788	S ROBERT TALBOTT STUDIO
Registration Number:	1905706	SEVEN FOLD
Registration Number:	1612139	TALBOTT STUDIO
Registration Number:	3781536	AUDREY TALBOTT CARMEL
Registration Number:	3848816	MONTEREY ROBERT TALBOTT
Registration Number:	4120658	THE ROBERT & AUDREY TALBOTT FOUNDATION
Registration Number:	4127898	

CORRESPONDENCE DATA**TRADEMARK**

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: 2122935556
Email: kaufman@kaufmankahn.com
Correspondent Name: Mark S. Kaufman
Address Line 1: 10 Grand Central
Address Line 2: 155 East 44th Street, 19th Fl.
Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER:	Mark S. Kaufman
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SIGNATURE:	/Mark S. Kaufman/
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DATE SIGNED:	05/13/2021
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Total Attachments: 13

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TRADEMARK TRANSFER STATEMENT

Pursuant to § 9-619 of the Uniform Commercial Code, Crossroads Financing, LLC in its capacity as secured party (in such capacity, "**Secured Party**") under the Financing Documents (as defined on Exhibit A hereto), hereby delivers this Transfer Statement, dated April 16, 2021, and certifies as follows:

1. Secured Party and RT Brands, LLC the "**Debtor**") previously entered into financing arrangements pursuant to which Secured Party made secured loans and advances, and provided other financial accommodations, to Debtor as set forth in the Financing Documents.
2. Pursuant to the Financing Documents, as collateral security for all indebtedness and other obligations of Debtor to Secured Party, Debtor granted to Secured Party a continuing security interest in and lien upon, among other collateral, the Transferred Collateral (as defined on Exhibit A hereto).
3. Debtor has defaulted on its obligations to Secured Party under the Financing Documents.
4. In accordance with the Financing Documents, the Uniform Commercial Code and applicable law, Secured Party has exercised its post-default remedies with respect to the Transferred Collateral.
5. By reason of the exercise of such post-default remedies, Robert Talbott Enterprises LLC, a Delaware limited liability company ("**Buyer**"), has acquired the rights of Debtor in the Transferred Collateral.
 - a. The Transferred Collateral hereby transferred to Buyer includes all right, title and interest of Debtor in and to the trademarks, service marks, service names, brand names, trade dress, trade names, logos, together with all right, title and interest of Debtor in and to the goodwill of the business associated with any of the foregoing, and all right, title and interest of Debtor in and to registrations, applications for registration, renewals and extensions of any of the foregoing, as registered in the United States Patent and Trademark Office and in the intellectual property offices of other countries as set forth on Exhibit A attached hereto (together, the "**Trademarks**").
 - b. Copies of this Trademark Assignment will be registered in any country that does not require an individual original assignment. The Parties agree that individual assignments, consistent with this Trademark Transfer Statement and Sections 9-617 and 9-619 of the Uniform Commercial Code and otherwise in form and substance reasonably satisfactory to Secured Party, will be executed and recorded, at the cost and expense of Buyer, as required by the laws of any country that requires an individual original assignment, except to the extent Secured Party may be prohibited by law from signing any such documents or to the extent beyond the rights and powers expressly granted to a secured party under Article 9 of the Uniform Commercial Code.
 - c. The Secured Party and Buyer acknowledge and agree that Buyer will be responsible for (A) the preparation and recordal or registration of any updates in

the chain of title for the registrations of the Trademarks, including without limitation any name and address change from any prior owner, assignor or assignee of any of the Trademarks, including without limitation any assignments from Robert Talbott, Inc.; Wells Fargo, N.A.; Salus Capital Partners, LLC; Crossroads Financing, LLC (Successor By Assignment To Lenders Funding, LLC); and RT Brands, LLC; (B) the recordal or registration of this Trademark Transfer Statement; (C) the preparation and recordal or registration of any additional assignments or other documents.

6. The names and mailing addresses of Secured Party, Debtor and Buyer are as follows:

Secured Party:

Crossroads Financing, LLC
6001 Broken Sound Parkway NW Suite 620
Boca Raton, FL 33487

Debtor:

RT Brands, LLC
101 Lucas Valley Road, Suite 200
San Rafael CA 94903


Buyer:

Robert Talbott Enterprises LLC
150 S.E. 2nd Avenue
Suite 1404
Miami, FL 33131
Attn: Alex Angelchik

[Signature page follows]

This Transfer Statement is delivered pursuant to and in accordance with the provisions of § 9-619 of the Uniform Commercial Code as in effect in any applicable jurisdiction.

CROSSROADS FINANCING, LLC

By: 

Name: LLC Wash, Inc

Title: CEO

ACKNOWLEDGED AND AGREED BY BUYER:

ROBERT TALBOTT ENTERPRISES LLC

By: _____

Name: Alex Angelchik

Title: Authorized Representative

This Transfer Statement is delivered pursuant to and in accordance with the provisions of § 9-619 of the Uniform Commercial Code as in effect in any applicable jurisdiction.

CROSSROADS FINANCING, LLC

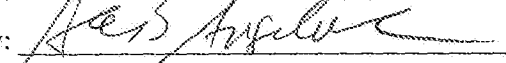
By: _____

Name: _____

Title: _____

ACKNOWLEDGED AND AGREED BY BUYER:

ROBERT TALBOTT ENTERPRISES LLC

By:  _____

Name: Alex Angelchik

Title: Authorized Representative

NOTARY CERTIFICATION

STATE OF Florida
COUNTY OF Palm Beach
CITY OF Boca Raton

On this, the 11th day of April, 2021, before me, Patricia Sherry the undersigned officer, personally appeared Lee Haskin on behalf of **CROSSROADS FINANCING, LLC**, known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s) or the person upon behalf of which the individual(s) acted, executed the instrument, and that such individual made such appearance before the undersigned in the City of Boca Raton, Florida (add the city or political subdivision and the state or country or other place the acknowledgement was taken).

In witness whereof I hereunto set my hand and official seal.

Patricia Sherry
NOTARY PUBLIC - STATE AT LARGE

My Commission Expires: 6/12/22

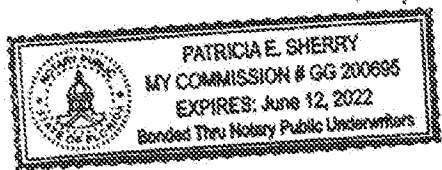
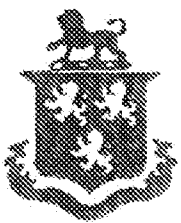


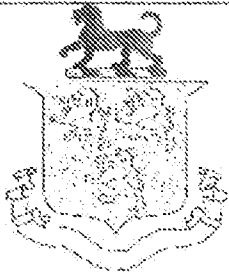
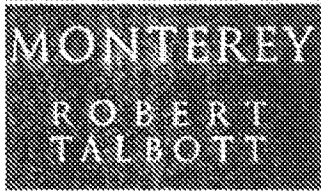
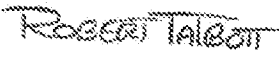

EXHIBIT A

As used in the Transfer Statement to which this Exhibit A is attached, the following terms shall have the meanings given to them below:

1. "Financing Documents" shall mean, collectively:
 - (a) that certain Loan and Security Agreement dated as of September 27, 2018 by and between Robert Talbott, Inc. and the Secured Party;
 - (b) that certain Intellectual Property Security Agreement dated as of October 2, 2018 by and between Robert Talbott, Inc. and the Secured Party, recorded with the United States Patent and Trademark Office (the "USPTO") on October 2, 2018, at Reel 6649, Frame 0707;
 - (c) that certain Intellectual Property Security Agreement, dated June 27, 2019, by and among Secured Party, Robert Talbott, Inc., RT Brands, LLC and the other parties thereto, recorded with the USPTO on June 27, 2019 at Reel 6768, Frame 0886;
 - (d) that certain Consent and Assumption Agreement, dated October 2, 2018 by and between Secured Party and Robert Talbott, Inc., recorded with the USPTO on May 20, 2019 at Reel 6649, Frame 0707;
 - (e) that certain Intellectual Property Security Agreement, dated October 17, 2019, by and between RT Brands, LLC and the Secured Party, recorded with the United States Patent and Trademark Office ("USPTO") on October 17, 2019, at Reel 6774, Frame 0638.
2. "Transferred Collateral" shall mean the assets described in Schedule 1 ("U.S. Trademarks") and Schedule 2 ("International Trademarks") attached hereto.

SCHEDULE 1
 Transferred Collateral
 (U.S. Trademarks)

Country	Trademark	Reg. No. /App. No.	Reg. Date / Filing Date	Goods/Services
United States	AUDREY TALBOTT	RN: 2680721 SN: 76/391206	1/28/2003	25 - Women's clothing, namely, coats, shirts, blouses and ties; and clothing accessories, namely scarves, mufflers, and belts
United States	AUDREY TALBOTT CARMEL	RN: 3781536 SN: 77/166467	4/27/2010	25 - Clothing, namely, jackets, coats, rainwear, vests, capes, wraps, shirts, gloves, skirts, dresses, bathing suits, hats, caps, shoes, boots, and suits
United States	BEST OF CLASS	RN: 1517254 SN: 73/716107	12/20/1988	25 - Shirts
United States	BEST OF CLASS	RN: 1214944 SN: 73/317237	11/2/1982	25 - Neck ties
United States		RN: 1786829 SN: 74/335233	8/10/1993	25 - Shirts, ties, pocket squares, braces, robes and cummerbunds

Country	Trademark	Reg. No. /App. No.	Reg. Date / Filing Date	Goods/Services
United States		RN: 4127898 SN: 85/266891	4/17/2012	35 - Promoting public awareness of cultural and social enrichment programs for youth community facilities; 36 - Charitable foundation services
United States		RN: 3848816 SN: 77/819773	9/14/2010	25 - Clothing, namely, jackets, coats, vests, shirts, ties and suits
United States	ROBERT TALBOTT	RN: 1514678 SN: 73/716168	11/29/1988	25 - Shirts
United States	ROBERT TALBOTT	RN: 1780400 SN: 74/330075	7/6/1993	25 - Ties, pocket squares, braces - namely suspenders; robes and cummerbunds
United States		RN: 1261772 SN: 73/268909	12/20/1983	25 - Neck ties
United States	ROBERT TALBOTT STUDIO	RN: 2061594 SN: 75/157806	5/13/1997	25 - Shirts, Ties and Cummerbunds
United States		RN: 2252788 SN: 75/376190	6/15/1999	25 - Shirts, Ties and Cummerbunds
United States	SEVEN FOLD	RN: 1905706 SN: 74/472497	7/18/1995	25 - Ties
United States	TALBOTT STUDIO	RN: 1612139 SN: 73/815318	9/4/1990	25 - Shirts, ties and cummerbunds.

Country	Trademark	Reg. No. /App. No.	Reg. Date / Filing Date	Goods/Services
United States	THE ROBERT & AUDREY TALBOTT FOUNDATION	RN: 4120658 SN: 85/257481	4/3/2012	35 -Promoting public awareness of cultural and social enrichment programs for youth community facilities; 36 - Charitable foundation services

SCHEDULE 2

Transferred Collateral

(International Trademarks)

Country	Trademark	Reg. No. /App. No.	Reg. Date /Filing Date	Goods/Services
Australia	ROBERT TALBOTT	RN: 655935 SN: 655935	8/22/1996	25 - Shirts, ties, pocket squares, braces, suspenders, robes and cummerbunds
Canada	ROBERT TALBOTT	RN: 381525 SN: 627267	3/15/1991	01 - Neck Ties
Canada	BEST OF CLASS	RN: 390065 SN: 623391	11/15/1991	14 - Neck Ties; 25 - Shirts
Canada	TALBOTT STUDIO	RN: 391100 SN: 6233894	12/6/1991	01 - Wearing apparel, namely shirts & neckties
China	ROBERT TALBOTT	RN: 4543384 SN: 4543384	7/7/2008	14 - Cufflinks
China	ROBERT TALBOTT	RN: 4543383 SN: 4543383	12/7/2008	25 - Clothing, shirts, ties, neckties, pocket squares, breast pocket handkerchiefs, envelopes, straps, ceremonial clothing, ceremonial frocks, belts, cummerbunds, belts for tuxedos, braces, dressing gowns, doublets, robes, footwear and headwear

Country	Trademark	Reg. No. /App. No.	Reg. Date /Filing Date	Goods/Services
European Community	AUDREY TALBOTT	RN: 2847994 SN: 2847994	11/20/2003	25 - Clothing and accessories
European Community	ROBERT TALBOTT	RN: 2847879 SN: 2847879	1/28/2004	14 - Cufflinks, clothing; shirts, ties, neckties, pocket squares, breast pocket handkerchiefs, envelopes, straps, ceremonial clothing, ceremonial frocks, belts, cummerbunds, belts for tuxedos, braces, dressing gowns, doublets, robes; footwear; headwear; 25 -
European Community	ROBERT TALBOTT	RN: 4569003 SN:	7/15/2014	025 - Clothing, footwear, headgear - Clothing, footwear, headgear
France	ROBERT TALBOTT	RN: 93460736 SN: 93460736	3/23/1993	25 - Shirts, ties, pocket squares, braces, robes and cummerbunds
Italy	ROBERT TALBOTT	RN: 1010862 SN: MI93C002228	2/1/1996	25 - Shirts, ties, pocket squares, braces, robes and cummerbunds
Japan	AUDREY TALBOTT	RN: 2237824 SN: 64491/1988	6/28/1990	25 - Clothing in International Class 25
Japan	ROBERT TALBOTT	RN: 2237825 SN: 64493/1988	6/28/1990	25 - Clothing in International Class 25

Country	Trademark	Reg. No. /App. No.	Reg. Date /Filing Date	Goods/Services
Japan	BEST OF CLASS	RN: 2705002 SN: 64492/1988	3/31/1995	25 - Clothing
Kuwait	ROBERT TALBOTT	RN: 110405 SN: 126752	1/12/2012	25 -
Kuwait	BEST OF CLASS	RN: 110406 SN: 126753	1/12/2012	25 -
Kuwait	Crest Design	RN: 110407 SN: 126754	1/12/2012	25 -
Mexico	ROBERT TALBOTT	RN: 554252 SN: 243707	7/30/1997	25 - Neckties
Mexico	TALBOTT STUDIO	RN: 554253 SN: 243708	7/30/1997	25 - Neckties
Russian Federation	ROBERT TALBOTT	RN: 284884 SN: 2004700447	3/24/2005	25 - Clothing
Switzerland	ROBERT TALBOTT	RN: 413659 SN: 8072/1993	6/16/1993	25 - Shirts, ties, pocket squares, braces, robes and cummerbunds
Turkey	ROBERT TALBOTT	RN: 1999/10957 SN: 1999/10957	7/8/1999	25 - Ties; pocket squares, braces; namely, suspenders; robes and cummerbunds
United Kingdom	ROBERT TALBOTT	RN: 1531813 SN: 1531813	4/1/1993	25 - Shirts, ties, pocket squares, braces, robes and cummerbunds