

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM647430

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ABL Security Agreement
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cabinetworks Group Michigan, LLC		05/17/2021	Limited Liability Company: DELAWARE
ACProducts, Inc.		05/17/2021	Corporation: DELAWARE
acpi Wood Products, LLC		05/17/2021	Limited Liability Company: PENNSYLVANIA
Master WoodCraft Cabinetry, L.L.C.		05/17/2021	Limited Liability Company: TEXAS
SMART, LLC		05/17/2021	Limited Liability Company: INDIANA

RECEIVING PARTY DATA

Name:	Bank of America, N.A.
Street Address:	900 W Trade St., MC: NC1-026-06-09
Internal Address:	Attn: Mac Legal
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	Association: UNITED STATES

PROPERTY NUMBERS Total: 71

Property Type	Number	Word Mark
Registration Number:	1169329	MASTERCRAFT
Registration Number:	1171289	YORKTOWNE
Registration Number:	1567967	CUSHION TEC
Registration Number:	1570977	KRAFTMAID
Registration Number:	1964983	MEDALLION
Registration Number:	2125582	WOODSTAR
Registration Number:	2197409	CARDELL
Registration Number:	2302656	FAIRFIELD
Registration Number:	2322408	CROSSCREEK
Registration Number:	2337353	SCHULER
Registration Number:	2663104	SPECTRUM 360 SERIES

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2715396	SPECTRUM 360 SERIES
Registration Number:	2754105	CARDELL CABINERY
Registration Number:	2798786	MASTERPIECE
Registration Number:	2851479	MERILLAT CLASSIC
Registration Number:	2858419	SAVONA
Registration Number:	2858421	CAPRI
Registration Number:	2858422	CALAIS
Registration Number:	2858423	EPIC
Registration Number:	2978411	DESIGNCRAFT
Registration Number:	3678045	AMERICAN CABINERY COLLECTION
Registration Number:	3759122	MASTER WOODCRAFT CABINERY LLC
Registration Number:	3759123	MASTER WOODCRAFT CABINERY LLC
Registration Number:	3830129	SMART CABINERY
Registration Number:	3959895	INNERMOST
Registration Number:	3975900	INNERMOST
Registration Number:	4113106	
Registration Number:	4221695	
Registration Number:	4222803	COREGUARD
Registration Number:	4241158	SMART C A B I N E T R Y
Registration Number:	4498940	FOX COURT
Registration Number:	4498976	HARMOND
Registration Number:	4504145	MERILLAT
Registration Number:	4543795	GALLINA
Registration Number:	4556239	TEMORA
Registration Number:	4650003	M MERILLAT
Registration Number:	4652113	CARDELL CABINERY
Registration Number:	4685014	KRAFTMAID
Registration Number:	4716667	KRAFT2MATCH
Registration Number:	4728276	WE ARE AMERICA'S CABINETMAKER
Registration Number:	4731472	ADVANTA
Registration Number:	4743028	ADVANTA CABINETS
Registration Number:	4743029	ADVANTA CABINETS
Registration Number:	4744678	ACPI
Registration Number:	4757180	KRAFTMAID VANTAGE
Registration Number:	4757694	KITCHENS FOR THE REAL LIVING ROOM
Registration Number:	4760606	RALSTON
Registration Number:	4760619	FOX HARBOR
Registration Number:	4765541	KRAFTMAID ONE

Property Type	Number	Word Mark
Registration Number:	4769574	MOMENTUM
Registration Number:	4821154	COLORINSTINCT
Registration Number:	4832179	KRAFTMAID
Registration Number:	4860341	ECHELON CABINETS
Registration Number:	4886674	EVERCORE
Registration Number:	4915049	MERILLAT EXPRESS
Registration Number:	4960951	ARBOR CREEK
Registration Number:	4965643	KRAFTMAID SIMPLICITY
Registration Number:	4969400	CARDELL
Registration Number:	5063908	WHISPER TOUCH
Registration Number:	5087077	QC QUALITY CABINETS
Registration Number:	5087080	QC
Registration Number:	5261555	STUDIO FULL ACCESS
Registration Number:	5477028	ONE TWO ONE CABINETS
Registration Number:	5487980	ONE TWO ONE
Registration Number:	5498775	SERENADE
Registration Number:	5623825	M
Registration Number:	5623827	M MERILLAT CABINETS
Registration Number:	5833913	AMERICAN CABINETS COLLECTION
Registration Number:	6200768	MASTERCRAFT CABINETS
Serial Number:	90536415	
Serial Number:	90536052	SMART CABINETS

CORRESPONDENCE DATA

Fax Number: 8009144240

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: 800-713-0755

Email: Michael.Violet@wolterskluwer.com, ECarrera@cahill.com

Correspondent Name: CT Corporation

Address Line 1: 4400 Easton Commons Way

Address Line 2: Suite 125

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER: Elaine Carrera

SIGNATURE: /Elaine Carrera/

DATE SIGNED: 05/17/2021

Total Attachments: 9

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ABL TRADEMARK SECURITY AGREEMENT

ABL TRADEMARK SECURITY AGREEMENT, dated as of May 17, 2021, made by each of the undersigned grantors (individually, a “Grantor”, and, collectively, the “Grantors”), in favor of BANK OF AMERICA, N.A., in its capacity as Collateral Agent.

W I T N E S S E T H:

WHEREAS, the Grantors are party to that certain ABL Security Agreement, dated as of May 17, 2021 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) in favor of the Collateral Agent pursuant to which the Grantors are required to execute and deliver this ABL Trademark Security Agreement (this “Trademark Security Agreement”);

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Creditors, to enter into the Credit Agreement, the Grantors hereby agree with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Grantor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Creditors a lien on and security interest in and to all of its right, title and interest in, to and under all the following Collateral of such Grantor (collectively, “Trademark Collateral”):

- (a) Marks of such Grantor, including those listed on Schedule I attached hereto (except for “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 Sections 1(c) and 1(d) of said Act has been filed in, and accepted by, the PTO);
- (b) all goodwill associated with such Marks (other than Excluded Collateral); and
- (c) all Proceeds of any and all of the foregoing.

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and Grantors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interest in the Marks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Termination. Upon the occurrence of the Termination Date, in accordance with the terms of the Security Agreement the Collateral Agent shall execute, acknowledge, and deliver to the Grantors an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Marks under this Trademark Security Agreement.

SECTION 5. Counterparts; Etc.. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts. The provisions of Section 13.21 of the Credit Agreement are incorporated herein, mutatis mutandis.

SECTION 6. Governing Law. This Trademark Security Agreement and the transactions contemplated hereby, and all disputes between the parties under or relating to this Trademark Security Agreement or

the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

SECTION 7. Intercreditor Agreement. This Trademark Security Agreement is subject to the terms and conditions set forth in the Intercreditor Agreement in all respects and, in the event of any conflict between the terms of the Intercreditor Agreement and this Trademark Security Agreement, the terms of such Intercreditor Agreement shall govern.

[signature page follows]

IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

CABINETWORKS GROUP MICHIGAN, LLC
ACPRODUCTS, INC.
ACPI WOOD PRODUCTS, LLC
MASTER WOODCRAFT CABINETRY, L.L.C.
SMART, LLC

By: 

Name: Mary Ann Sigler
Title: Vice President and Treasurer

MS

[Signature Page to ABL Trademark Security Agreement]

TRADEMARK
REEL: 007296 FRAME: 0266

Accepted and Agreed:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: *Daniel K. Clancy*
Name: Daniel K. Clancy
Title: Senior Vice President

SCHEDULE I
to
ABL TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Registrations:

Title	Application Number	Application Date	Registration Number	Registration Date	Owner Name
MASTERCRAFT	73/226,143	06-AUG-1979	1,169,329	15-SEP-1981	Acpi Wood Products, LLC
YORKTOWNE	73/241,190	03-DEC-1979	1,171,289	29-SEP-1981	Acpi Wood Products, LLC
CUSHION TEC	73/787,467	20-MAR-1989	1,567,967	28-NOV-1989	Acproducts, Inc.
KRAFTMAID	73/790,874	03-APR-1989	1,570,977	12-DEC-1989	Cabinetworks Group Michigan, LLC
MEDALLION	74/514,402	19-APR-1994	1,964,983	02-APR-1996	Acpi Wood Products, LLC
WOODSTAR	75/220,261	20-DEC-1996	2,125,582	30-DEC-1997	Cabinetworks Group Michigan, LLC
CARDELL	75/281,107	25-APR-1997	2,197,409	20-OCT-1998	Cabinetworks Group Michigan, LLC
FAIRFIELD	75/397,117	28-NOV-1997	2,302,656	21-DEC-1999	Cabinetworks Group Michigan, LLC
CROSSCREEK	75/492,492	26-MAY-1998	2,322,408	22-FEB-2000	Cabinetworks Group Michigan, LLC
SCHULER	75/492,272	28-MAY-1998	2,337,353	04-APR-2000	Acpi Wood Products, LLC
SPECTRUM 360 SERIES	76/383,398	18-MAR-2002	2,663,104	17-DEC-2002	Cabinetworks Group Michigan, LLC
SPECTRUM 360 SERIES	76/383,399	18-MAR-2002	2,715,396	13-MAY-2003	Cabinetworks Group Michigan, LLC
CARDELL CABINETRY	76/354,633	03-JAN-2002	2,754,105	19-AUG-2003	Cabinetworks Group Michigan, LLC
MASTERPIECE	76/397,714	17-APR-2002	2,798,786	23-DEC-2003	Cabinetworks Group Michigan, LLC
MERILLAT CLASSIC	76/397,713	17-APR-2002	2,851,479	08-JUN-2004	Cabinetworks Group Michigan, LLC
SAVONA	76/357,505	11-JAN-2002	2,858,419	29-JUN-2004	Cabinetworks Group Michigan, LLC
CAPRI	76/357,507	11-JAN-2002	2,858,421	29-JUN-2004	Cabinetworks Group Michigan, LLC
CALAIS	76/357,512	11-JAN-2002	2,858,422	29-JUN-2004	Cabinetworks Group Michigan, LLC
EPIC	76/357,516	11-JAN-2002	2,858,423	29-JUN-2004	Cabinetworks Group Michigan, LLC
DESIGNCRAFT	78/190,383	02-DEC-2002	2,978,411	26-JUL-2005	Acpi Wood Products, LLC

AMERICAN CABINETRY COLLECTION	77/527,349	21-JUL-2008	3,678,045	01-SEP-2009	Acpi Wood Products, LLC
MASTER WOODCRAFT CABINETRY LLC	77/687,398	10-MAR-2009	3,759,122	09-MAR-2010	Master WoodCraft Cabinetry, L.L.C.
MASTER WOODCRAFT CABINETRY LLC	77/687,460	10-MAR-2009	3,759,123	09-MAR-2010	Master WoodCraft Cabinetry, L.L.C.
SMART CABINETRY	77/663,007	04-FEB-2009	3,830,129	10-AUG-2010	SMART, LLC ¹
INNERMOST	85/090,488	22-JUL-2010	3,959,895	10-MAY-2011	Acpi Wood Products, LLC
INNERMOST	85/055,308	04-JUN-2010	3,975,900	07-JUN-2011	Acpi Wood Products, LLC
Design Only	85/312,159	04-MAY-2011	4,113,106	13-MAR-2012	Acpi Wood Products, LLC
Design Only	85/559,106	02-MAR-2012	4,221,695	09-OCT-2012	SMART, LLC ²
COREGUARD	85/345,259	14-JUN-2011	4,222,803	09-OCT-2012	Cabinetworks Group Michigan, LLC
SMART CABINETRY	85/558,343	02-MAR-2012	4,241,158	13-NOV-2012	SMART, LLC ³
FOX COURT	85/727,020	12-SEP-2012	4,498,940	18-MAR-2014	Cabinetworks Group Michigan, LLC
HARMOND	85/746,018	04-OCT-2012	4,498,976	18-MAR-2014	Cabinetworks Group Michigan, LLC
MERILLAT	85/844,391	08-FEB-2013	4,504,145	01-APR-2014	Cabinetworks Group Michigan, LLC
GALLINA	85/275,360	24-MAR-2011	4,543,795	03-JUN-2014	Cabinetworks Group Michigan, LLC
TEMORA	85/275,348	24-MAR-2011	4,556,239	24-JUN-2014	Cabinetworks Group Michigan, LLC
M MERILLAT	86/017,089	23-JUL-2013	4,650,003	02-DEC-2014	Cabinetworks Group Michigan, LLC
CARDELL CABINETRY	86/249,301	11-APR-2014	4,652,113	09-DEC-2014	Cabinetworks Group Michigan, LLC
KRAFTMAID	85/476,378	18-NOV-2011	4,685,014	10-FEB-2015	Cabinetworks Group Michigan, LLC
KRAFT2MATCH	85/361,445	01-JUL-2011	4,716,667	07-APR-2015	Cabinetworks Group Michigan, LLC
WE ARE AMERICAS CABINETMAKER	85/974,203	01-JUL-2013	4,728,276	28-APR-2015	Cabinetworks Group Michigan, LLC

¹ Company to update record ownership to add comma in owner name from Smart LLC to Smart, LLC.


² Company to update record ownership to add comma in owner name from Smart LLC to Smart, LLC.

³ Company to update record ownership to add comma in owner name from Smart LLC to Smart, LLC.

ADVANTA CABINETS	86/403,901	23-SEP-2014	4,731,472	05-MAY-2015	Acproducts, Inc.
ADVANTA CABINETS	86/403,905	23-SEP-2014	4,743,028	26-MAY-2015	Acproducts, Inc.
ADVANTA CABINETS	86/403,908	23-SEP-2014	4,743,029	26-MAY-2015	Acproducts, Inc.
ACPI	86/192,102	12-FEB-2014	4,744,678	26-MAY-2015	Acproducts, Inc.
KRAFTMAID VANTAGE	86/232,793	26-MAR-2014	4,757,180	16-JUN-2015	Cabinetworks Group Michigan, LLC
KITCHENS FOR THE REAL LIVING ROOM	86/436,690	28-OCT-2014	4,757,694	16-JUN-2015	Cabinetworks Group Michigan, LLC
RALSTON	85/711,842	24-AUG-2012	4,760,606	23-JUN-2015	Cabinetworks Group Michigan, LLC
FOX HARBOR	85/733,917	20-SEP-2012	4,760,619	23-JUN-2015	Cabinetworks Group Michigan, LLC
KRAFTMAID ONE	86/232,655	26-MAR-2014	4,765,541	30-JUN-2015	Cabinetworks Group Michigan, LLC
MOMENTUM	86/129,213	26-NOV-2013	4,769,574	07-JUL-2015	Cabinetworks Group Michigan, LLC
COLORINSTINCT	86/457,224	18-NOV-2014	4,821,154	29-SEP-2015	Cabinetworks Group Michigan, LLC
KRAFTMAID	85/712,405	24-AUG-2012	4,832,179	13-OCT-2015	Cabinetworks Group Michigan, LLC
ECHELON CABINETRY	86/189,492	10-FEB-2014	4,860,341	24-NOV-2015	Acproducts, Inc.
EVERCORE	86/411,346	01-OCT-2014	4,886,674	12-JAN-2016	Cabinetworks Group Michigan, LLC
MERILLAT EXPRESS	86/514,056	26-JAN-2015	4,915,049	08-MAR-2016	Cabinetworks Group Michigan, LLC
ARBOR CREEK	86/380,673	29-AUG-2014	4,960,951	17-MAY-2016	Cabinetworks Group Michigan, LLC
KRAFTMAID SIMPLICITY	86/499,288	09-JAN-2015	4,965,643	24-MAY-2016	Cabinetworks Group Michigan, LLC
CARDELL	86/351,472	29-JUL-2014	4,969,400	31-MAY-2016	Cabinetworks Group Michigan, LLC
WHISPER TOUCH	86/938,702	14-MAR-2016	5,063,908	18-OCT-2016	Cabinetworks Group Michigan, LLC
QC QUALITY CABINETS	86/366,700	14-AUG-2014	5,087,077	22-NOV-2016	Cabinetworks Group Michigan, LLC
QC	86/368,992	18-AUG-2014	5,087,080	22-NOV-2016	Cabinetworks Group Michigan, LLC
STUDIO FULL ACCESS	86/588,540	06-APR-2015	5,261,555	08-AUG-2017	Acproducts, Inc.
ONE TWO ONE CABINETRY	87/470,156	31-MAY-2017	5,477,028	22-MAY-2018	Cabinetworks Group Michigan, LLC
ONE TWO ONE	87/469,863	31-MAY-2017	5,487,980	05-JUN-2018	Cabinetworks Group Michigan, LLC

SERENADE	87/321,301	01-FEB-2017	5,498,775	19-JUN-2018	Acproducts ⁴
M	87/624,686	27-SEP-2017	5,623,825	04-DEC-2018	Cabinetworks Group Michigan, LLC
M MERILLAT CABINETRY	87/624,768	27-SEP-2017	5,623,827	04-DEC-2018	Cabinetworks Group Michigan, LLC
AMERICAN CABINETRY COLLECTION	88/276,540	25-JAN-2019	5,833,913	13-AUG-2019	Acpi Wood Products, LLC
MASTERCRAFT CABINETS	87/641,056	11-OCT-2017	6,200,768	17-NOV-2020	Acpi Wood Products, LLC

Applications:

Owner	Trademark	Application Number	Application Date
SMART, LLC		90/536415	2021-02-19
SMART, LLC	SMART CABINETRY	90/536052	2021-02-19

STATE SPECIFIC TRADEMARKS

Registrations:

Owner	Trademark	State Jurisdiction	Registration Number	Registration Date
ACPRODUCTS, INC.	CABINETWORKS GROUP	Kansas	19472	2020-05-21
ACPRODUCTS, INC.	ARMSTRONG CABINET PRODUCTS	Louisiana	642103	2013-05-23
ACPRODUCTS, INC.	CABINETWORKS GROUP	Louisiana	717154	2020-02-24
ACPRODUCTS, INC.	ARMSTRONG CABINET PRODUCTS	Nebraska	10169474	2012-11-30
ACPRODUCTS, INC.	ARMSTRONG CABINET PRODUCTS	Ohio	2153626	2012-11-26

⁴ Company to update record ownership from ACProducts to ACProducts, Inc.