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## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM727276

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Tuesday Morning Partners, Ltd.		05/09/2022	Limited Partnership: TEXAS
Tuesday Morning, Inc.		05/09/2022	Corporation: TEXAS

#### **RECEIVING PARTY DATA**

Name:	Wells Fargo Bank
Street Address:	125 High Street
Internal Address:	Suite 1100
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02110
Entity Type:	National Banking Association: UNITED STATES

#### **PROPERTY NUMBERS Total: 22**

Property Type	Number	Word Mark			
Registration Number:	4832441				
Registration Number:	4993124	TUESDAY MORNING			
Registration Number:	1211932	TUESDAY MORNING			
Registration Number:	5247596	TUESDAY MORNING			
Registration Number:	5247597	TUESDAY MORNING			
Registration Number:	5242780	TUESDAY MORNING			
Registration Number:	5247598	TUESDAY MORNING			
Registration Number:	4471915	TUESDAY MORNING PERKS			
Registration Number:	5174997	CHEFS			
Registration Number:	5174998	CHEFS			
Registration Number:	5174999	CHEFS			
Registration Number:	5184806	CHEFS			
Registration Number:	5108892	CHEFS			
Registration Number:	5175001	CHEFS			
Registration Number:	5175002	CHEFS			
Registration Number:	6037215	INCREDIBLE DEALS FOR YOUR HOME			
Registration Number:	3042352	NAPASTYLE			

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TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3303245	THE BEST KITCHEN STARTS HERE
Registration Number:	1277563	THE CHEF'S CATALOG
Registration Number:	5546496	THE CHEFS CATALOG
Registration Number:	6102837	TM CARES FUND
Registration Number:	6075672	TUESDAY MORNING CARES

#### **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:** 617-248-5000

Email: tmadmin@choate.com

Correspondent Name: Sara M. Bauer

Address Line 1: Two International Place
Address Line 2: Choate Hall & Stewart LLP

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	2009985-0136
NAME OF SUBMITTER:	Sara M. Bauer
SIGNATURE:	/sara bauer/
DATE SIGNED:	05/11/2022

#### **Total Attachments: 7**

source=Tuesday Morning - ABL - Grant of Security Interests in Trademarks and Patents (Executed)#page1.tif source=Tuesday Morning - ABL - Grant of Security Interests in Trademarks and Patents (Executed)#page3.tif source=Tuesday Morning - ABL - Grant of Security Interests in Trademarks and Patents (Executed)#page3.tif source=Tuesday Morning - ABL - Grant of Security Interests in Trademarks and Patents (Executed)#page4.tif source=Tuesday Morning - ABL - Grant of Security Interests in Trademarks and Patents (Executed)#page5.tif source=Tuesday Morning - ABL - Grant of Security Interests in Trademarks and Patents (Executed)#page6.tif source=Tuesday Morning - ABL - Grant of Security Interests in Trademarks and Patents (Executed)#page7.tif

#### PATENT AND TRADEMARK SECURITY AGREEMENT

# GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS AND PATENTS

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, each of Tuesday Morning Partners, Ltd., a Texas limited partnership ("TMP"), and Tuesday Morning, Inc., a Texas corporation (together with TMP, each a "Grantor" and collectively, the "Grantors"), hereby grants, on this 9th day of May 2022, to Wells Fargo Bank, National Association, as Administrative Agent, with offices at 125 High Street, Suite 1100, Boston, Massachusetts 02110, (the "Grantee"), a security interest in all of the following included in the Collateral (as defined in the Security Agreement referred to below) (i) each of the Grantor's right, title and interest in and to the United States trademark registrations and trademark applications set forth on Schedule A attached hereto (the "Marks"), (ii) each of the Grantor's right, title and interest in and to the United States patents and patent applications set forth on Schedule B attached hereto (the "Patents"), in each case together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) of the Marks and Patents.

THIS GRANT is made to secure the full and prompt performance and payment of all the Secured Obligations (as such term is defined in the Security Agreement described below).

This Grant has been granted in conjunction with the security interest granted to the Grantee under that certain Guarantee and Collateral Agreement among the Grantors, the other grantors party thereto and the Grantee, dated as of May 9, 2022 (as amended, amended and restated or otherwise modified from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are more fully set forth 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.

Notwithstanding anything herein to the contrary, the lien and security interest granted to Grantee pursuant to this Patent and Trademark Security Agreement and the exercise of any right or remedy by Grantee hereunder or with respect thereto are subject to the provisions of that certain Intercreditor and Subordination Agreement dated as of May 9, 2022, by and among Grantee, in its capacity as ABL Representative, Alter Domus (US) LLC, in its capacity as Term Loan Representative, Grantors, and the other parties thereto.

[Signature pages follow]

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IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest in United States Trademarks and Patents as of the date first written above.

TUESDAY MORNING PARTNERS, LTD., as Grantor

By: Days of the Week, Inc., its General Partner

Name: Jennifer N. Robinson

Title: Executive Vice President and Chief

Financial Officer

TUESDAY MORNING, INC.,

as Grantor

Bv

Mame/Jennifer N. Robinson

Title: Executive Vice President and Chief

Financial Officer

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WELLS FARGO BANK, NATIONAL ASSOCIATION,

as Grantee

By:

Name: Jai Alexander Title: Director

[Signature Page to Grant of Security Interest in United States Trademarks and Patents]

# Schedule A

## **Marks**

	Registration Registration					Owned/
Debtor	Trademark	Jurisdiction	No.	Date	Status	Licensed
Tuesday	Bird Logo					
Morning		United States				
Partners, Ltd.		of America	4832441	10/13/2015	Registered	Owned
Tuesday						
Morning	TUESDAY	United States		<b>-</b> / <b>-</b> / <b>-</b> 0		
Partners, Ltd.	MORNING	of America	4993124	7/5/2016	Registered	Owned
Tuesday	THE CD AND	TT '- 10				
Morning	TUESDAY	United States	1211022	10/5/1093	Danistanad	0
Partners, Ltd.	MORNING TUESDAY	of America	1211932	10/5/1982	Registered	Owned
	MORNING					
	(Stylized -					
	blue					
	background -					
Tuesday	one line)	I I mit a d Ct - t -				
Morning		United States	5247506	7/19/2017	Danistana 4	01
Partners, Ltd.	TUESDAY	of America	5247596	7/18/2017	Registered	Owned
	MORNING					
	(Stylized -					
	blue					
Tuesday	background)					
Morning	odekground)	United States				
Partners, Ltd.		of America	5247597	7/18/2017	Registered	Owned
	TUESDAY					
	MORNING					
Tuesday	(Stylized -					
Morning	one line)	United States				
Partners, Ltd.	Tilesday Morning	of America	5242780	7/11/2017	Registered	Owned
	TUESDAY				-	
	MORNING					
	(Stylized -					
Tuesday	stacked)					
Morning	Niesday	United States				
Partners, Ltd.	Morning	of America	5247598	7/18/2017	Registered	Owned
Tuesday	TUESDAY					
Morning	MORNING	United States				
Partners, Ltd.	PERKS	of America	4471915	1/21/2014	Registered	Owned
Tuesday						
Morning	GII	United States				
Partners, Ltd.	CHEFS	of America	5174997	4/4/2017	Registered	Owned
Tuesday		TT-14- 4 Ct - t				
Morning	CHEEC	United States	5174000	4/4/2017	Dagistanad	Ovvensid
Partners, Ltd. Tuesday	CHEFS	of America	5174998	4/4/2017	Registered	Owned
Morning		United States				
Partners, Ltd.	CHEFS	of America	5174999	4/4/2017	Registered	Owned
rainicis, Liu.	CUEL9	of America	J1/ <del>4</del> 999	4/4/ZU1/	Registered	Owned

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Debtor	Trademark	Jurisdiction	Registration No.	Registration Date	Status	Owned/ Licensed
Tuesday	TTAUCHIATK	Juli isulction	110,	Date	Status	Excensed
Morning		United States				
Partners, Ltd.	CHEFS	of America	5184806	4/18/2017	Registered	Owned
Tuesday	CHE	or runierieu	2101000	1,10,2017	registered	OWINCE
Morning		United States				
Partners, Ltd.	CHEFS	of America	5108892	12/27/2016	Registered	Owned
Tuesday	CIILI	or ramerica	3100072	12/2//2010	rtegisterea	Offica
Morning		United States				
Partners, Ltd.	CHEFS	of America	5175001	4/4/2017	Registered	Owned
Tuesday	CIIZIS	or ramerieu	2172001	1, 1, 2017	Registered	O // IICG
Morning		United States				
Partners, Ltd.	CHEFS	of America	5175002	4/4/2017	Registered	Owned
	INCREDIBL					
Tuesday	E DEALS					
Morning	FOR YOUR	United States				
Partners, Ltd.	HOME	of America	6037215	4/21/2020	Registered	Owned
Tuesday					Ü	
Morning	NAPASTYL	United States				
Partners, Ltd.	Е	of America	3042352	1/10/2006	Registered	Owned
,	THE BEST				J	
Tuesday	KITCHEN					
Morning	STARTS	United States				
Partners, Ltd.	HERE	of America	3303245	10/2/2007	Registered	Owned
Tuesday	THE				Registered	
Morning	CHEF'S	United States			(Supplementa	
Partners, Ltd.	CATALOG	of America	1277563	5/8/1984	1 Register)	Owned
Tuesday					_	
Morning	THE CHEFS	United States				
Partners, Ltd.	CATALOG	of America	5546496	8/21/2018	Registered	Owned
	TM CARES					
	FUND and					
	Design					
Tuesday	TM Cares	United States				
Morning, Inc.		of America	6102837	7/14/2020	Registered	Owned
	TUESDAY					
Tuesday	MORNING	United States				
Morning, Inc.	CARES	of America	6075672	6/9/2020	Registered	Owned

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# $\underline{Schedule\ B}$

# **Patents**

		Patent/			
		Application			Owned/
Debtor	Patent	No.	Issue Date	Status	Licensed
Tuesday					
Morning					
Partners, Ltd.	Culinary Utensil	D787281	5/23/2017	Issued	Owned
Tuesday					
Morning	Basting Brush				
Partners, Ltd.	Head	D784027	4/18/2017	Issued	Owned
Tuesday	Kitchen				
Morning	Implement				
Partners, Ltd.	Handle	D778106	2/7/2017	Issued	Owned
Tuesday					
Morning					
Partners, Ltd.	Splatter Shield	D778128	2/7/2017	Issued	Owned
Tuesday	Kitchen				
Morning	Implement				
Partners, Ltd.	Handle	D778107	2/7/2017	Issued	Owned
Tuesday	Kitchen				
Morning	Implement				
Partners, Ltd.	Handle	D778108	2/7/2017	Issued	Owned
Tuesday	Kitchen				
Morning	Implement				
Partners, Ltd.	Handle	D784073	4/18/2017	Issued	Owned
Tuesday	11(11011)	270.075	1,10,2011	100000	S // 115 G
Morning					
Partners, Ltd.	Food Mill	D790292	6/27/2017	Issued	Owned
Tuesday	1 000 14111	B170272	0/2//2017	155464	Owned
Morning					
Partners, Ltd.	Wok	D816392	5/1/2018	Issued	Owned
Tuesday	WOK .	B010372	3/1/2010	155464	Owned
Morning					
Partners, Ltd.	Tagine	D798649	10/3/2017	Issued	Owned
Tuesday	ragine	<b>D</b> 170017	10/3/2017	155000	Owned
Morning					
Partners, Ltd.	Label	D787598	5/23/2017	Issued	Owned
Tuesday	Laoci	D101370	3/23/2017	155000	Owned
Morning					
Partners, Ltd.	Label	D786976	5/16/2017	Issued	Owned
Tuesday	Lauci	D/00//0	3/10/201/	155000	Owned
Morning					
Partners, Ltd.	Box	D787320	5/23/2017	Issued	Owned
Tuesday	DUA	D101320	3/23/201/	155000	Owned
Morning	Baking Pan				
Partners, Ltd.	Insert	D784066	4/18/2017	Issued	Owned
Tuesday	HISCIL	レ/04V00	7/10/201/	155UCU	Owned
Morning					
Partners, Ltd.	Knife	D770850	11/8/2016	Icanod	Owned
	Killie	ענסטו וע	11/6/2010	Issued	Owned
Tuesday					
Morning	Dolsing Chast	D794067	4/19/2017	Ing a	Oversad
Partners, Ltd.	Baking Sheet	D784067	4/18/2017	Issued	Owned

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Tuesday					
Morning	Container				
Partners, Ltd.	Divider	D823133	7/17/2018	Issued	Owned
Tuesday					
Morning					
Partners, Ltd.	Container	D930442	9/14/2021	Issued	Owned
Tuesday					
Morning					
Partners, Ltd.	Shears	D786634	5/16/2017	Issued	Owned
Tuesday					
Morning	Food Storage				
Partners, Ltd.	Container	D854382	7/23/2019	Issued	Owned
Tuesday					
Morning	Food Storage				
Partners, Ltd.	Container	D917237	4/27/2021	Issued	Owned
Tuesday	Cookware				
Morning	Basting				
Partners, Ltd.	Projections	D835453	12/11/2018	Issued	Owned
Tuesday	Cookware				
Morning	Basting				
Partners, Ltd.	Projection	D882332	4/28/2020	Issued	Owned
Tuesday	Cookware Lid				
Morning	With Basting				
Partners, Ltd.	Projections	10264921	4/23/2019	Issued	Owned
Tuesday	Cookware Lid				
Morning	With Basting			Pending	
Partners, Ltd.	Projections	16/389585	N/A	Filed 4/19/2019	Owned

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**RECORDED: 05/11/2022**