

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM741807

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
G&W KIDS LLC		07/07/2022	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	THE CIT GROUP/COMMERCIAL SERVICES, INC.		
Street Address:	11 West 42nd Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	4819948	BROOKLYN BOYS	
Registration Number:	6214003	BROOKLYN BOYS	
Registration Number:	3924744	GIRLS RULE	
Registration Number:	4512704	GIRLS RULE!	
Registration Number:	4628311	GIRLS RULE!	
Registration Number:	4969578	LITTLE LAD	
Registration Number:	1330975	LITTLE LASS	
Registration Number:	5484666	SATIN FLOWERS	
CORRESPONDENCE DATA			
Fax Number:	8009144240		
<i>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.</i>			
Phone:	800-713-0755		
Email:	Michael.Violet@wolterskluwer.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:	Leslie Kirsner		

OP \$215.00 4819948

SIGNATURE:	/Leslie Kirsner/
DATE SIGNED:	07/18/2022
Total Attachments: 5 source=CIT_Jaclyn - Trademark Assignment of Security to be filed with USPTO#page1.tif source=CIT_Jaclyn - Trademark Assignment of Security to be filed with USPTO#page2.tif source=CIT_Jaclyn - Trademark Assignment of Security to be filed with USPTO#page3.tif source=CIT_Jaclyn - Trademark Assignment of Security to be filed with USPTO#page4.tif source=CIT_Jaclyn - Trademark Assignment of Security to be filed with USPTO#page5.tif	

GRANT OF SECURITY – TRADEMARKS

July 7, 2022

WHEREAS, G&W KIDS LLC, a Delaware limited liability company (“Grantor”) owns the marks shown under Grantor’s name in the attached Schedule A (the “Marks”), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to THE CIT GROUP/COMMERCIAL SERVICES, INC. (“CIT”) pursuant to (i) a certain Deferred Purchase Factoring Agreement, dated as of the date hereof, by and between CIT and Grantor, (ii) a certain Accounts Receivable Financing Agreement, dated as of the date hereof, by and between CIT and Grantor, and (iii) a certain Trademark Collateral Security Agreement, dated as of the date hereof, made by Grantor in favor of CIT (as each may be amended, restated, supplemented or otherwise modified from time to time, collectively, the “Agreements”); and

WHEREAS, pursuant to the Agreements, Grantor is granting to CIT a security interest in Grantor’s Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant to CIT a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

[Signature Pages Follow]

Grantor expressly acknowledges and affirms that the rights and remedies of CIT with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

G&W KIDS LLC

By: 

Name: John Bang

Title: Authorized Signatory

[Signature Page to Grant of Security - Trademarks]

THE CIT GROUP/COMMERCIAL
SERVICES, INC.

By: 
Name: Arna Mahmood
Title: Managing Director

SCHEDULE A

U.S. Trademark Registrations

Grantor	Country of Registration	Trademark Name	Trademark Status	App Number	File Date	Reg Number	Reg Date
G&W Kids LLC	United States of America	Brooklyn Boys	Registered	86/094,367	10/17/2013	4,819,948	9/22/2015
G&W Kids LLC	United States of America	Brooklyn Boys	Registered	88/391,375	4/18/2019	6,214,003	12/8/2020
G&W Kids LLC	United States of America	Girls Rule	Registered	77/940,287	2/19/2010	3,924,744	3/1/2011
G&W Kids LLC	United States of America	Girls Rule!	Registered	85/980,496	4/14/2010	4,512,704	4/8/2014
G&W Kids LLC	United States of America	Girls Rule!	Registered	86/220,270	3/13/2014	4,628,311	10/28/2014
G&W Kids LLC	United States of America	Little Lad	Registered	86/412,983	10/2/2014	4,969,578	5/31/2016
G&W Kids LLC	United States of America	Little Lass	Registered	73/470,228	3/15/1984	1,330,975	4/16/1985
G&W Kids LLC	United States of America	Satin Flowers	Registered	87/628,078	9/29/2017	5,484,666	6/5/2018