

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM746065

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ALEX AND ANI, LLC		08/04/2022	Limited Liability Company: RHODE ISLAND
RECEIVING PARTY DATA			
Name:	SECOND AVENUE CAPITAL PARTNERS LLC		
Street Address:	75 Second Avenue, Suite 550		
City:	Needham		
State/Country:	MASSACHUSETTS		
Postal Code:	02494		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 47			
Property Type	Number	Word Mark	
Registration Number:	4149119	(+) ENERGY	
Registration Number:	5028062	ALEX AND ANI	
Registration Number:	4871699	ALEX AND ANI	
Registration Number:	4153058	ALEX AND ANI	
Registration Number:	2549848	ALEX AND ANI	
Registration Number:	4738671	ALEX AND ANI	
Registration Number:	5056592	AMERICAN925	
Registration Number:	5131894	ART INFUSION	
Registration Number:	5840894	BAR AND BOARD	
Registration Number:	5051246	CARRY LIGHT	
Registration Number:	5092631	CHAIN STATION DESIGNED TO CONNECT YOU	
Registration Number:	3877750	CHARITY BY DESIGN	
Registration Number:	4423055	CHARMED BY CHARITY	
Registration Number:	4905886	COPPURE	
Registration Number:	5012352	COPPURE	
Registration Number:	5025795	COSMIC BALANCE	
Registration Number:	4805317	CRYSTAL INFUSION	
Registration Number:	3084865		
Registration Number:	5003386		

CH \$1190.00 4149119

Property Type	Number	Word Mark
Registration Number:	4765104	
Registration Number:	5147074	
Registration Number:	5228392	
Registration Number:	4668355	
Registration Number:	4376564	
Registration Number:	5157075	DESIGNED TO CONNECT YOU
Registration Number:	5335320	DIVINE GUIDES
Registration Number:	4960362	GABRIEL COLLECTION
Registration Number:	5003252	GODSPEED
Registration Number:	5341348	HALOS & GLORIES
Registration Number:	5092785	LIBERTY COPPER
Registration Number:	4756598	LOTUS PEACE PETALS
Registration Number:	4682537	MADE IN AMERICA WITH LOVE
Registration Number:	4958554	MADE IN AMERICA WITH LOVE
Registration Number:	4303916	MADE IN AMERICA WITH LOVE
Registration Number:	4423808	MADE W/
Registration Number:	5158051	MAY THIS PRECIOUS THREAD BRING YOU PRECI
Registration Number:	4309195	PATH OF LIFE
Registration Number:	5157074	PATH OF SYMBOLS
Registration Number:	5365320	PRECIOUS PEACE
Registration Number:	5055771	PRECIOUS THREADS
Serial Number:	97210788	MANIFEST YOUR DESTINY
Registration Number:	4844434	RAFAELIAN GOLD
Registration Number:	5368093	RAFAELIAN ROSE GOLD
Registration Number:	4844435	RAFAELIAN SILVER
Registration Number:	4153055	SEE NO EVIL
Registration Number:	4284666	VINTAGE SIXTY-SIX
Registration Number:	4149121	WORDS ARE POWERFUL

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.

Email: kareem.ansley@blankrome.com

Correspondent Name: KAREEM ANSLEY

Address Line 1: BLANK ROME LLP

Address Line 2: 717 TEXAS AVENUE, SUITE 1400

Address Line 4: HOUSTON, TEXAS 77002

ATTORNEY DOCKET NUMBER: 160283-01005

NAME OF SUBMITTER:	Kareem Ansley
SIGNATURE:	/Kareem Ansley/
DATE SIGNED:	08/04/2022
Total Attachments: 9 source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page1.tif source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page2.tif source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page3.tif source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page4.tif source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page5.tif source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page6.tif source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page7.tif source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page8.tif source=Grant of Security Interest in US Trademarks (SACP-Alex and Ani)#page9.tif	

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

August 4, 2022

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **ALEX AND ANI, LLC**, a Rhode Island limited liability company (“Grantor”), with a principal place of business located at 10 Briggs Drive, East Greenwich, RI 02818, hereby grants to **SECOND AVENUE CAPITAL PARTNERS LLC**, a Delaware limited liability company with offices at 75 Second Avenue, Suite 550, Needham, MA 02494 as Agent under the Credit Agreement (as defined below), for its benefit and for the benefit of the other Credit Parties (in its capacity as agent and together with any successors in such capacities, “Grantee”), a continuing security interest in Grantor’s right, title and interest in, to and under (i) the trademarks, service marks, trade names, business names, trade styles, trade dress, logos, or other source of business identifiers, designs and general intangibles of similar nature, now existing or hereafter adopted or acquired (collectively the “Marks”) and all trademark registrations and trademark applications with respect thereto filed in the United States Patent and Trademark Office as set forth on Schedule A attached hereto, (ii) all rights and privileges arising under applicable law with respect to Grantor’s use of such Marks, (iii) all renewals, supplements and extensions thereof, (iv) any income, fees, royalties, damages, claims and payments now or hereafter due and/or payable with respect thereto, including, without limitation, damages and payments for past, present or future infringements thereof, (v) all rights corresponding thereto throughout the world, (vi) the goodwill of the businesses with which the Marks are associated, (vii) all causes of action and rights to sue, whether arising prior to or after the date hereof, for infringement of any of the Marks or unfair competition regarding the same, and (viii) all proceeds and products of the

foregoing (collectively the "Trademark Collateral") *provided, however*, that the foregoing grant of security interest will not cover any "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 Lanham Act has been filed and accepted by the United States Patent and Trademark Office.

THIS GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (this "Grant") is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in that certain Credit Agreement dated as of the date hereof (as amended, restated, amended and restated, supplemented or otherwise modified and in effect from time to time, the "Credit Agreement") by and among Grantor, certain affiliates of Grantor, the Credit Parties party thereto and Grantee). The rights and remedies of Grantee with respect to the security interest granted herein are as set forth in the Credit Agreement and the other Loan Documents (as such term is defined in the Credit Agreement), all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern. Capitalized terms used but not otherwise defined herein that are defined in the Credit Agreement shall have the meanings given to them in the Credit Agreement.

This Grant shall be released upon the payment and performance of the Obligations under, and as defined in, the Credit Agreement, whereupon Grantee shall execute all documents, make all filings, and take all other actions reasonably requested by Grantor to evidence and record the release of the security interest in the Trademark Collateral granted herein.

[Signature page follows]

IN WITNESS WHEREOF, each of the undersigned has duly executed and delivered this Grant as of the date above first written.

ALEX AND ANI, LLC, as Grantor

By: **Robert D. Trabucco**
Name: Robert Trabucco
Title: Chief Restructuring Officer

[Signatures Continued from Previous Page]

SECOND AVENUE CAPITAL PARTNERS LLC,
as Grantee

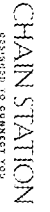
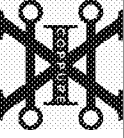

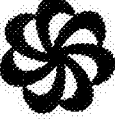

By: 





Name: Andrew F. Prunier

Title: Managing Director

SCHEDULE A**Trademarks and Trademark Applications**

Mark	Design	Registration/ Application Number	Registration/ Application Date	Serial Number.	Status
(+) ENERGY		4149119	29-MAY-2012	85367511	Registered
ALEX AND ANI		5028062	23-AUG-2016	86613915	Registered
ALEX AND ANI		4871699	15-DEC-2015	86403893	Registered
ALEX AND ANI		4153058	05-JUN-2012	85367523	Registered
ALEX AND ANI		2549848	19-MAR-2002	76238306	Registered
ALEX AND ANI		4738671	19-MAY-2015	86403864	Registered
AMERICAN925		5056592	04-OCT-2016	87060946	Registered
ART INFUSION		5131894	31-JAN-2017	86964443	Registered
BAR AND BOARD		5840894	20-AUG-2019	88002896	Registered
CARRY LIGHT		5051246	27-SEP-2016	86793068	Registered

Mark	Design	Registration/ Application Number	Registration/ Application Date	Serial Number.	Status
CHAIN STATION DESIGNED TO CONNECT YOU		5092631	29-NOV-2016	86788017 14-OCT- 2015	Registered
CHARITY BY DESIGN		3877750	16-NOV-2010	77780631	Registered
CHARMED BY CHARITY		4423055	22-OCT-2013	85776757	Registered
COPPURE		4905886	23-FEB-2016	86398503	Registered
COPPURE X		5012352	02-AUG-2016	86839802	Registered
COSMIC BALANCE		5025795	23-AUG-2016	86842504	Registered
CRYSTAL INFUSION		4805317	01-SEP-2015	86365658	Registered
<i>Design Only</i>		3084865	25-APR-2006	78552694	Registered
<i>Design Only</i>		5003386	19-JUL-2016	86851842	Registered
<i>Design Only</i>		4765104	30-JUN-2015	86044936	Registered

Mark	Design	Registration/ Application Number	Registration/ Application Date	Serial Number.	Status
<i>Design Only</i>		5147074	21-FEB-2017	86418297	Registered
<i>Design Only</i>		5228392	20-JUN-2017	86087036	Registered
<i>Design Only</i>		4668355	06-JAN-2015	86044945	Registered
<i>Design Only</i>		4376564	30-JUL-2013	85840613	Registered
DESIGNED TO CONNECT YOU		5157075	07-MAR-2017	86769732	Registered
DIVINE GUIDES		5335320	14-NOV-2017	87424528	Registered
GABRIEL COLLECTION		4960362	17-MAY-2016	86788001	Registered
GODSPEED		5003252	19-JUL-2016	86846203	Registered
HALOS & GLORIES		5341348	21-NOV-2017	86873863	Registered
LIBERTY COPPER		5092785	29-NOV-2016	86860754	Registered

Mark	Design	Registration/ Application Number	Registration/ Application Date	Serial Number.	Status
LOTUS PEACE PETALS		4756598	16-JUN-2015	86031131	Registered
MADE IN AMERICA WITH LOVE		4682537	03-FEB-2015	85910980	Registered
MADE IN AMERICA WITH LOVE		4958554	17-MAY-2016	86615689	Registered
MADE IN AMERICA WITH LOVE		4303916	19-MAR-2013	85528759	Registered
MADE W/ LOVE		4423808	29-OCT-2013	85528820	Registered
MANIFEST YOUR DESTINY				97210788	Pending, intent-to- use
MAY THIS PRECIOUS THREAD BRING YOU PRECIOUS PEACE		5158051	07-MAR-2017	87061133	Registered
PATH OF LIFE		4309195	26-MAR-2013	85733955	Registered
PATH OF SYMBOLS		5157074	07-MAR-2017	86769730	Registered
PRECIOUS PEACE		5365320	26-DEC-2017	86486732	Registered
PRECIOUS THREADS		5055771	04-OCT-2016	86698700	Registered

Mark	Design	Registration/ Application Number	Registration/ Application Date	Serial Number.	Status
RAFAELIAN GOLD		4844434	03-NOV-2015	86519951	Registered
RAFAELIAN ROSE GOLD		5368093	02-JAN-2018	87290354	Registered
RAFAELIAN SILVER		4844435	03-NOV-2015	86519980	Registered
SEE NO EVIL		4153055	05-JUN-2012	85367383	Registered
VINTAGE SIXTY-SIX		4284666	05-FEB-2013	85367504	Registered
WORDS ARE POWERFUL		4149121	29-MAY-2012	85367563	Registered

TRADEMARK
REEL: 007812 FRAME: 0654

160283;01005/128906612v.4

RECORDED: 08/04/2022