

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM845823

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rachel Zoe, Inc.		10/10/2023	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	FEAC Agent, LLC		
Street Address:	500 Boylston Street, Suite 1250		
Internal Address:	c/o First Eagle Alternative Credit, LLC		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	6234603	CURATEUR	
Registration Number:	6708015	CURATEUR	
Registration Number:	6357091	RACHEL ZOE	
Registration Number:	5956560	RACHEL ZOE	
Registration Number:	3804840	RACHEL ZOE	
Registration Number:	6222265	RACHEL ZOE	
Registration Number:	4259344	RACHEL ZOE	
Registration Number:	4255430	RACHEL ZOE	
Registration Number:	6762538	LUXE RACHEL ZOE	
CORRESPONDENCE DATA			
Fax Number:			
<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:	6172485000		
Email:	tadmin@choate.com		
Correspondent Name:	Choate Hall & Stewart LLP		
Address Line 1:	Two International Place		
Address Line 4:	Boston, MASSACHUSETTS 02110		

OP \$240.00 6234603

ATTORNEY DOCKET NUMBER:	2007340-0074
NAME OF SUBMITTER:	Brian E. Reese
SIGNATURE:	/Brian E. Reese/
DATE SIGNED:	10/13/2023

Total Attachments: 5

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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

October 10, 2023

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, the undersigned (the “Grantor”), a California corporation with a principal place of business at 700 N. San Vicente Boulevard, Suite G800 hereby grants (this “Grant”) to FEAC Agent, LLC, a Delaware limited liability company with a principal place of business at 500 Boylston Street, Suite 1250, Boston, MA 02116, as administrative agent and collateral agent (the “Grantee”), a continuing security interest in (i) all of Grantor’s right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the “Marks”), (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

This Grant is made to secure the satisfactory performance and payment of all the “Secured Obligations” as such term is defined in the Guarantee and Collateral Agreement by, among others, the Grantor and the Grantee, dated as of October 10, 2023 (as amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security 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 Security Agreement, the provisions of the Security Agreement shall govern.

THIS GRANT AND ANY CLAIM, CONTROVERSY OR DISPUTE ARISING UNDER OR RELATED TO THIS GRANT AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS GRANT SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE INTERNAL LAW OF THE STATE OF NEW YORK.

This Grant may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. Delivery of an executed counterpart of a signature page of this Grant by telecopy, pdf or other electronic transmission shall be as effective as delivery of a manually executed counterpart of this Grant.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned has executed this Grant as of the date hereof.

RACHEL ZOE, INC., as Grantor

DocuSigned by:
Rodger Berman
By: _____
Name: Rodger Berman
Title: President

FEAC AGENT, LLC, as Grantee

By: 
Name: Michelle Handy
Title: Senior Managing Director

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

TRADEMARK
REEL: 008227 FRAME: 0235

SCHEDULE A
Trademarks

U.S. TRADEMARKS:

Owner/Applicant	Mark	Status	Application No.	Application Date	Registration No.	Registration Date
Rachel Zoe, Inc.	CURATEUR ¹	97/503201	July 14, 2022	pending	Pending	Rachel Zoe, Inc.
Rachel Zoe, Inc.	CURATEUR	88/452948	May 30, 2019	6234603	December 29, 2020	Rachel Zoe, Inc.
Rachel Zoe, Inc.	CURATEUR (Stylized) ²	97/503159	July 14, 2022	Pending	Pending	Rachel Zoe, Inc.
Rachel Zoe, Inc.	CURATEUR (Stylized)	90/001854	June 15, 2020	6708015	April 19, 2022	Rachel Zoe, Inc.
Rachel Zoe, Inc.	CURATEUR RACHEL ZOE ³	97/401150	May 9, 2022	Pending	Pending	Rachel Zoe, Inc.
Rachel Zoe, Inc.	CURATEUR RACHEL ZOE (Stylized) ⁴	97/402098	May 9, 2022	Pending	Pending	Rachel Zoe, Inc.
Rachel Zoe, Inc.	RACHEL ZOE	88/784519	February 4, 2020	6357091	May 18, 2021	Rachel Zoe, Inc.
Rachel Zoe, Inc.	RACHEL ZOE	87/982300	March 2, 2018	5956560	January 7, 2020	Rachel Zoe, Inc.
Rachel Zoe, Inc.	RACHEL ZOE	77/979454	July 10, 2008	3804840	June 15, 2010	Rachel Zoe, Inc.
Rachel Zoe, Inc.	RACHEL ZOE	87/818598	March 2, 2018	6222265	December 15, 2020	Rachel Zoe, Inc.
Rachel Zoe, Inc.	RACHEL ZOE	85/977812	July 13, 2011	4259344	December 11, 2012	Rachel Zoe, Inc.
Rachel Zoe, Inc.	RACHEL ZOE (Stylized)	85/977620	July 22, 2011	4255430	December 4, 2012	Rachel Zoe, Inc.

¹ Intent to Use mark.

² Intent to Use mark.

³ Intent to Use mark.

⁴ Intent to Use mark.

Owner/Applicant	Mark	Status	Application No.	Application Date	Registration No.	Registration Date
Rachel Zoe, Inc.	LUXE RACHEL ZOE	97/349952	April 6, 2022	Pending	Pending	Rachel Zoe, Inc.
Rachel Zoe, Inc.	LUXE RACHEL ZOE	90/977005	December 28, 2020	6762538	June 14, 2022	Rachel Zoe, Inc.

TRADEMARK

REEL: 008227 FRAME: 0237

RECORDED: 10/13/2023