

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM865043

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|---|--|---|---------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Seventh Amended and Restated Security Interest | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| CONN'S, INC. | | 12/18/2023 | Corporation: DELAWARE |
| W.S. BADCOCK LLC (F/K/A W.S. BADCOCK CORPORATION) | | 12/18/2023 | Limited Liability Company: FLORIDA |
| RECEIVING PARTY DATA | | | |
| Name: | JPMORGAN CHASE BANK, N.A. | | |
| Street Address: | 2200 Ross Avenue | | |
| Internal Address: | 9th Floor | | |
| City: | Dallas | | |
| State/Country: | TEXAS | | |
| Postal Code: | 75201 | | |
| Entity Type: | National Banking Association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 31 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 5784971 | SAYING YES SINCE 1890 CONN'S HOMEPLUS | |
| Registration Number: | 5274800 | YES\$ LEASE | |
| Registration Number: | 5274799 | YES LEASE | |
| Registration Number: | 5270377 | YES\$ LEASE | |
| Registration Number: | 4118560 | CONN'S | |
| Registration Number: | 2824660 | CONN'S | |
| Registration Number: | 4201352 | CONN'S HOME PLUS | |
| Registration Number: | 4339428 | YES MONEY | |
| Registration Number: | 4339427 | YES\$ MONEY | |
| Registration Number: | 4339425 | YES\$ YOU'RE APPROVED. | |
| Registration Number: | 2758779 | CONN'S AWARD WINNING SERVICE SINCE 1890 | |
| Registration Number: | 6828316 | LOW PAYMENT FINDER CONN'S HOMEPLUS | |
| Registration Number: | 6828315 | LOW PAYMENT FINDER | |
| Registration Number: | 6919734 | DREAMSPOT | |
| Registration Number: | 6919729 | DREAMSPOT | |
| Registration Number: | 6919724 | DREAMSPOT | |

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| Property Type | Number | Word Mark |
|----------------------|----------|--------------------------------------|
| Registration Number: | 5391119 | EURO COMFORT II |
| Registration Number: | 6409808 | JUST RIGHT |
| Registration Number: | 2421435 | LEGENDS BY BADCOCK |
| Registration Number: | 4830104 | LEGENDS SIGNATURE |
| Registration Number: | 4830105 | S LEGENDS SIGNATURE |
| Registration Number: | 6185935 | STANHOPE |
| Registration Number: | 6335677 | STANHOPE QUALITY THROUGH GENERATIONS |
| Registration Number: | 6335678 | STANHOPE |
| Registration Number: | 3867089 | PROTECT·IT |
| Registration Number: | 3935093 | PROTECT-IT |
| Registration Number: | 3030669 | KIDS & MORE |
| Registration Number: | 2808295 | NEED NEW FURNITURE? |
| Registration Number: | 2443504 | BADCOCK HOME FURNITURE & MORE |
| Registration Number: | 2359675 | BADCOCK |
| Serial Number: | 97610034 | IMPROVEMINT FINANCIAL |

CORRESPONDENCE DATA

Fax Number: 2124552502

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: 2124552592

Email: jnull@stblaw.com

Correspondent Name: Courtney Welshimer

Address Line 1: 425 Lexington Avenue

Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER: 509265/2290

NAME OF SUBMITTER: J. Jason Mull

SIGNATURE: /J. Jason Mull/

DATE SIGNED: 01/02/2024

Total Attachments: 10

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SEVENTH AMENDED AND RESTATED
MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY

December 18, 2023

CONN'S, INC., a Delaware corporation ("Conn's"), whose address is 2445 Technology Forest Blvd., Suite 800, The Woodlands, Texas 77381, and W.S. BADCOCK LLC (F/K/A W.S. BADCOCK CORPORATION), a Florida limited liability company ("WSB") (each of Conn's and WSB, a "Grantor" and collectively the "Grantors"), each hereby acknowledges that it has granted to JPMORGAN CHASE BANK, N.A., as Agent, whose address is 2200 Ross Avenue, 9th Floor, Dallas, Texas 75201 (the "Secured Party"), a continuing security interest in and Lien upon all of such Grantor's right, title and interest in and to all of such Grantor's Intellectual Property, including (i) the trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by such Grantor (the "Trademarks"), together with the goodwill and assets of the business, to which such Trademarks are appurtenant, (ii) the copyright registrations and applications therefor which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by such Grantor (the "Copyrights"), (iii) any claims against any Person for infringement of the foregoing and (iv) all cash and non-cash proceeds of the foregoing (collectively, the "IP Collateral"). Notwithstanding the foregoing, the security interest created by this Seventh Amended and Restated Memorandum and Notice of Security Interest in Intellectual Property (this "Memorandum") shall not extend to any Excluded Collateral, including any intent-to-use trademark application prior to the filing of a "Statement of Use" or "Amendment to Allege Use" (or equivalents thereof) with respect thereto, to the extent, if any, that, and solely during the period, if any, in which, the grant of a security interest therein would impair the validity or enforceability of such intent-to-use trademark application under applicable federal law. Capitalized terms used but not otherwise defined herein shall have the same meaning as in the Security Agreement or Loan Agreement (as applicable and each as defined below).

The terms and conditions of the aforementioned security interest are contained in (a) that certain Fourth Amended and Restated Security Agreement dated as of March 29, 2021 (as amended from time to time, the "Security Agreement"), between Conn's, the other grantors party thereto and Secured Party and (b) that certain Fifth Amended and Restated Loan and Security Agreement dated as of March 29, 2021, among Conn Appliances, Inc., a Texas corporation, Conn Credit I, LP, a Texas limited partnership, Conn Credit Corporation, Inc., a Texas corporation, and WSB, collectively, as borrowers, Grantors, the financial institutions party thereto from time to time as lenders and JPMORGAN CHASE BANK, N.A., as agent for the lenders, as such agreement may be amended, restated, amended and restated, supplemented, modified, renewed or extended from time to time (the "Loan Agreement"). Nothing contained in this Memorandum shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Security Agreement, the Loan Agreement or otherwise. In the event that any provisions of this Memorandum are in conflict with the Security Agreement or the Loan Agreement, the provisions of the Security Agreement or the Loan Agreement, as applicable, shall govern. The security interest granted pursuant to this Memorandum is granted in

conjunction with the security interests granted to Secured Party pursuant to the Security Agreement and the Loan Agreement, and Grantors hereby acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interests in the IP Collateral made and granted hereby are more fully set forth in the Security Agreement and the Loan Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.


This Memorandum has been executed and delivered by each Grantor for the purpose of recording the grant of security interest herein with the United States Patent and Trademark Office and the United States Copyright Office, as applicable. The Grantors hereby authorize and request that the Commissioner for Trademarks or the Register of Copyrights, as applicable, record this Memorandum.

This Memorandum may be executed in counterparts (and by different parties hereto on 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 Memorandum by telecopy or electronic transmission shall be effective as delivery of a manually executed counterpart of this Memorandum.


[Signature pages to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

CONN'S, INC., as Grantor
a Delaware corporation

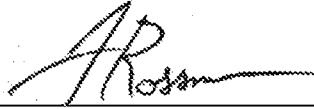
By: 
Name: Timothy Santo
Title: Interim Chief Financial Officer

W.S. BADCOCK LLC, as Grantor
a Florida limited liability company

By: 
Name: Timothy Santo
Title: Interim Chief Financial Officer

JPMORGAN CHASE BANK, N.A., as Agent

By:

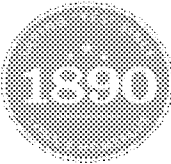
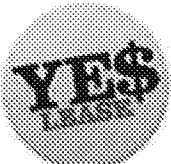



Name: Andrew Rossman

Title: Executive Director

EXHIBIT A
TRADEMARKS

Conn's, Inc. Trademark Registrations:

| <u>Trademark</u> | <u>Owner</u> | <u>Status in Trademark Office</u> | <u>Federal Registration No.</u> | <u>Registration Date</u> |
|--|--------------|-----------------------------------|---------------------------------|--------------------------|
| SAYING YES SINCE 1890 CONN'S HOMEPLUS Design  | Conn's Inc. | Registered | 5784971 | 06/25/19 |
| YES LEASE | Conn's Inc. | Registered | 5274800 | 08/29/17 |
| YES LEASE | Conn's Inc. | Registered | 5274799 | 08/29/17 |
| YES LEASE Design  | Conn's Inc. | Registered | 5270377 | 08/22/17 |
| CONN'S Stylized  | Conn's Inc. | Registered | 4118560 | 03/27/2012 |
| CONN'S | Conn's Inc. | Registered | 2824660 | 03/23/2004 |
| CONN'S HOME PLUS | Conn's Inc. | Registered | 4201352 | 09/04/2012 |
| YES MONEY | Conn's Inc. | Registered | 4339428 | 05/21/2013 |
| YES MONEY | Conn's Inc. | Registered | 4339427 | 05/21/2013 |





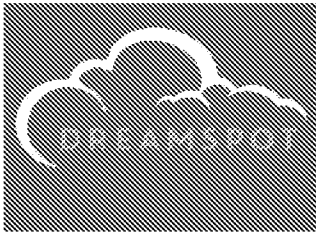


| <u>Trademark</u> | <u>Owner</u> | <u>Status in Trademark Office</u> | <u>Federal Registration No.</u> | <u>Registration Date</u> |
|---|--------------|-----------------------------------|---------------------------------|--------------------------|
| YES YOU'RE APPROVED Design  | Conn's Inc. | Registered | 4339425 | 05/21/2013 |
| CONN'S AWARD WINNING SERVICE SINCE 1890 Design  | Conn's, Inc. | Registered | 2758779 | 09/02/03 |
| LOW PAYMENT FINDER CONN'S HOMEPLUS Design  | Conn's, Inc. | Registered | 6828316 | 08/23/22 |
| LOW PAYMENT FINDER Design  | Conn's, Inc. | Registered | 6828315 | 08/23/22 |

Exhibit A - Trademarks

| <u>Trademark</u> | <u>Owner</u> | <u>Status in Trademark Office</u> | <u>Federal Registration No.</u> | <u>Registration Date</u> |
|--|--------------|-----------------------------------|---------------------------------|--------------------------|
| DREAMSPOT Design  | Conn's, Inc. | Registered | 6919734 | 12/06/22 |
| DREAMSPOT Design  | Conn's, Inc. | Registered | 6919729 | 12/06/22 |
| DREAMSPOT Design  | Conn's, Inc. | Registered | 6919724 | 12/06/22 |

Conn's, Inc. Trademark Applications:

| <u>Trademark</u> | <u>Owner</u> | <u>Status in Trademark Office</u> | <u>Federal Serial No.</u> | <u>Application Date</u> |
|-----------------------|--------------|-----------------------------------|---------------------------|-------------------------|
| IMPROVEMENT FINANCIAL | Conn's Inc. | Pending | 97610034 | 09/28/2022 |

W.S. Badcock LLC (F/K/A W.S. Badcock Corporation) Trademark Registrations:

| <u>Trademark</u> | <u>Owner</u> | <u>Status in Trademark Office</u> | <u>Federal Registration No.</u> | <u>Registration Date</u> |
|------------------|---|-----------------------------------|---------------------------------|--------------------------|
| Euro Comfort II | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 5,391,119 | 01/30/2018 |
| Just Right | W.S. Badcock LLC (f/k/a | Registered | 6,409,808 | 07/06/2021 |

| <u>Trademark</u> | <u>Owner</u> | <u>Status in Trademark Office</u> | <u>Federal Registration No.</u> | <u>Registration Date</u> |
|--|---|-----------------------------------|---------------------------------|--------------------------|
| | W.S. Badcock Corporation) | | | |
| Legends by Badcock | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 2,421,435 | 01/16/2001 |
| Legends Signature (word mark) | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 4,830,104 | 10/13/2015 |
| S Legends Signature (design mark) | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 4,830,105 | 10/13/2015 |
| Stanhope (word mark) | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 6,185,935 | 10/27/2020 |
| Stanhope Quality Through Generations (design mark) | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 6,335,677 | 4/27/2021 |
| Stanhope (design mark) | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 6,335,678 | 4/27/2021 |
| Protect-it (word mark) | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 3,867,089 | 10/26/2010 |
| PROTECT-IT (Red dot design) | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 3,935,093 | 3/22/2011 |
| Kids & More | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 3,030,669 | 12/13/2005 |
| Need New Furniture? | W.S. Badcock LLC (f/k/a | Registered | 2,808,295 | 1/27/2004 |

Exhibit A - Trademarks

| <u>Trademark</u> | <u>Owner</u> | <u>Status in Trademark Office</u> | <u>Federal Registration No.</u> | <u>Registration Date</u> |
|-------------------------------|---|-----------------------------------|---------------------------------|--------------------------|
| | W.S. Badcock Corporation) | | | |
| Badcock Home Furniture & More | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 2,443,504 | 4/10/2001 |
| Badcock | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | 2,359,675 | 6/20/2000 |

Exhibit A - Trademarks

EXHIBIT B
COPYRIGHTS

Conn's, Inc. Copyrights:

None.

W.S. Badcock LLC (F/K/A W.S. Badcock Corporation) Copyrights:

| <u>Title</u> | <u>Owner</u> | <u>Status</u> | <u>Reg. No. / Reg. Date</u> |
|------------------------------|---|---------------|---------------------------------|
| Success doesn't just happen! | W.S. Badcock LLC (f/k/a W.S. Badcock Corporation) | Registered | TX0002712079 07/21/1989 |

Exhibit B - Copyrights