

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM307853

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Camel Manufacturing Company, LLC		06/10/2014	LIMITED LIABILITY COMPANY: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association		
Street Address:	One Haywood Street		
City:	Asheville		
State/Country:	NORTH CAROLINA		
Postal Code:	28801		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1214020	CAMEL	
Registration Number:	1720938	CAMEL CUSTOM CANVAS SHOP	
Registration Number:	1737297	CAMEL CUSTOM CANVAS SHOP	
CORRESPONDENCE DATA			
Fax Number:	7043393449		
<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:	7043778149		
Email:	swarfield@rbh.com		
Correspondent Name:	Robinson, Bradshaw & Hinson, P.A.		
Address Line 1:	101 N. Tryon St., Suite 1900		
Address Line 4:	Charlotte, NORTH CAROLINA 28246		
ATTORNEY DOCKET NUMBER:	23953.00011		
NAME OF SUBMITTER:	Suzanne Warfield		
SIGNATURE:	/Suzanne Warfield/		
DATE SIGNED:	06/17/2014		
Total Attachments: 3			
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TRADEMARK

**GRANT OF SECURITY INTEREST
IN TRADEMARKS**

WHEREAS, Camel Manufacturing Company, LLC, a North Carolina limited liability company (the "Pledgor") is the owner of the trademark applications and registrations listed on Schedule A attached hereto, (all such trademarks, registrations and applications, collectively, the "Trademarks") and

WHEREAS, the Pledgor has entered into a Pledge and Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of June 10, 2014, in which the Pledgor has agreed with Wells Fargo Bank, National Association (the "Bank"), with offices at One Haywood Street, Asheville, North Carolina, to execute this Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Bank a security interest in all of its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Grant has been given in conjunction with the security interest granted to the Bank under the Security Agreement, and the provisions of this Grant are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

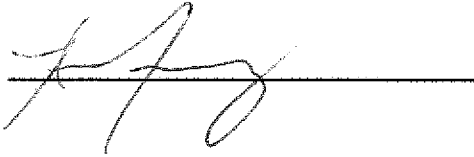
[The remainder of this page left blank intentionally.]

**CAMEL MANUFACTURING COMPANY,
LLC**

By: _____

Name: _____

Title: _____

A handwritten signature in black ink, appearing to be "H. J.", is written over a horizontal line. The signature is cursive and somewhat stylized.

[Signature Page to Security Interest in Trademarks]

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

Pledgor (owner)	Exact Name	Status of Filing	Date of Registration/ Filing	Registration or Application Number	Jurisdiction
Camel Manufacturing Company, LLC	CAMEL	Registered	10/26/1982	1,214,020	U.S.
Camel Manufacturing Company, LLC	CAMEL CUSTOM CANVAS SHOP	Registered	9/29/1992	1,720,938	U.S.
Camel Manufacturing Company, LLC	CAMEL CUSTOM CANVAS SHOP	Registered	12/1/1992	1,737,297	U.S.