

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM520969

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
M.S. Walker, Inc.		04/26/2019	Corporation: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	Citizens Bank, N.A.		
Street Address:	28 State Street		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02109		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 41			
Property Type	Number	Word Mark	
Registration Number:	2099387	ALLEN'S	
Registration Number:	3507316	BAROCA	
Registration Number:	5387419	BOLDLY UNITED	
Registration Number:	0668477	CALDWELL'S	
Registration Number:	1747347	CHYMES	
Registration Number:	4878418	CONTOUR	
Registration Number:	0723953	COSSACK	
Serial Number:	87591992	COSTA DO SOL	
Registration Number:	629676	DON COSSACK	
Registration Number:	3854022	EST. 1889 PRODUCT OF IRELAND	
Serial Number:	87946974	GRAINGER'S DELUXE	
Registration Number:	3764803	HARBOR TOWN	
Registration Number:	4489030	INSPIRED	
Registration Number:	3755686	INTEGRÉ	
Registration Number:	1067836	JENKINS	
Registration Number:	3769174	JOHN L.	
Registration Number:	3874946	JOHN L. EST. 1889 PRODUCT OF IRELAND	
Registration Number:	1031903	VIBRACUT	
Registration Number:	3709306	JOHN L. SULLIVAN	
TRADEMARK			

CH \$1040.00 2099387

Property Type	Number	Word Mark
Registration Number:	3870972	JOHN L. SULLIVAN
Registration Number:	1013834	R EAL
Registration Number:	2101448	KIMNOFF
Registration Number:	4341368	
Registration Number:	4120649	OH...SCHIST!
Registration Number:	4041252	OH...SCHIST!
Registration Number:	1433166	OLD NEW ENGLAND
Registration Number:	4890093	PARADISE FOUND. SUNSET BAY.
Registration Number:	1856911	RAGIN' RED
Registration Number:	4491047	RON ROBERTO
Registration Number:	4775007	RUBINOFF
Registration Number:	5728135	SHAPED OUTSIDE THE LINES
Registration Number:	4813691	SHARE SOME IRISH SPIRIT
Registration Number:	2288184	SPASSO
Registration Number:	4503073	ST. ELDER
Registration Number:	4192109	STONE FRUIT
Registration Number:	4192111	STONE FRUIT
Registration Number:	4614090	SUNSET BAY
Registration Number:	5675803	
Registration Number:	1061348	ZHENKA
Registration Number:	1986469	COOL BLUE
Serial Number:	87184721	THE GARGOYLE

CORRESPONDENCE DATA

Fax Number: 6179518736

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: 6173417729

Email: katarzyna.gaysunas@morganlewis.com

Correspondent Name: Katarzyna Gaysunas

Address Line 1: 1 Federal Street

Address Line 2: c/o Morgan lewis Bockius LLP

Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Katarzyna Gaysunas
SIGNATURE:	/Katarzyna Gaysunas/
DATE SIGNED:	04/26/2019

Total Attachments: 10

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

April 26, 2019

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, the undersigned (the "Grantor"), hereby grants (this "Grant") to CITIZENS BANK, N.A., as bank (the "Grantee"), a continuing security interest in (i) all of the 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 Obligations of the Grantor, as such term is defined in the Amended and Restated Loan and Security Agreement by, among others, the Grantor and the Grantee, dated as of November 30, 2009 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Loan and Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Loan and 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 Loan and Security Agreement, the provisions of the Loan and Security Agreement shall govern. Unless otherwise defined herein, capitalized terms shall have the meaning assigned to such term in the Loan and Security Agreement.


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 LAW OF THE COMMONWEALTH OF MASSACHUSETTS.

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.

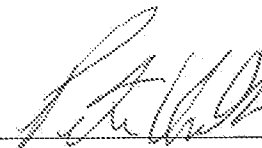
[Signature Page Follows.]

IN WITNESS WHEREOF, the undersigned have executed this Grant as a document under seal as of the date hereof.

M.S. WALKER, INC, as Grantor

By: 
Name: Douglas Shaw
Title: Treasurer

CITIZENS BANK, N.A., as Grantee

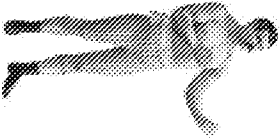

By: 
Name: _____
Title: Peter Yelle
VP

Schedule A

Owner	TM	Country	App. No	Reg. No	Reg. Date	Int. Cls	TM Status
M.S. Walker, Inc.	ALLENIS	United States of America	75/175330	2099387	9/23/1997	33	Registered
M.S. Walker, Inc.	BAROCA	United States of America	77/263829	3507316	9/30/2008	33	Registered
M.S. Walker, Inc.	BOLDLY UNITED	United States of America	87/028459	5387419	1/23/2018	33	Registered
M.S. Walker, Inc.	CALDWELL'S	United States of America	72/019738	0668477	10/14/1958	33	Registered
M.S. Walker, Inc.	CHYMES	United States of America	74/231161	1747347	1/19/1993	33	Registered
M.S. Walker, Inc.	CONTOUR	United States of America	86/418545	4878418	12/29/2015	33	Registered
M.S. Walker, Inc.		United States of America	72/114288	0723953	11/14/1961	33	Registered
M.S. Walker, Inc.	COSTA DO SOL	United States of America	87/591992	N/A	N/A	33	Allowed

Owner	TM	Country	App. No	Reg. No	Reg. Date	Int. Cls	TM Status
M.S. Walker, Inc.		United States of America	71/698941	629676	6/26/1956	33	Registered
M.S. Walker, Inc.		United States of America	85/018086	3854022	9/28/2010	33	Registered
M.S. Walker, Inc.	GRAINGER'S DELUXE	United States of America	87/946974	N/A	N/A	33	Published
M.S. Walker, Inc.	HARBOR TOWN	United States of America	77/625522	3764803	3/23/2010	33	Registered
M.S. Walker, Inc.	INSPIRED	United States of America	85/603567	4489030	2/25/2014	33	Registered
M.S. Walker, Inc.	INTEGRÉ	United States of America	77/590297	3755686	3/2/2010	33	Registered

Owner	TM	Country	App. No	Reg. No	Reg. Date	Int. Cls	TM Status
M.S. Walker, Inc.	JENKINS	United States of America	73/093827	1067836	6/14/1977	33	Registered
M.S. Walker, Inc.	JOHN L.	United States of America	77/730701	3769174	3/30/2010	33	Registered
M.S. Walker, Inc.		United States of America	77/934057	3874946	11/9/2010	33	Registered
M.S. Walker, Inc.		International Registration designating the European Union and the United Kingdom	1031903	1031903	2/16/2010	33	Registered
M.S. Walker, Inc.	JOHN L. SULLIVAN	United States of America	77/313225	3709306	11/10/2009	33	Registered
M.S. Walker, Inc.	JOHN L. SULLIVAN	United States of America	77/570821	3870972	11/2/2010	25	Registered

Owner	TM	Country	App. No	Reg. No	Reg. Date	Int. Cls	TM Status
M.S. Walker, Inc.	John L. Sullivan	International Registration designating the European Union and the United Kingdom	1013834	1013834	9/10/2009	33	Registered
M.S. Walker, Inc.	KIMNOFF	United States of America	75/175341	2101448	9/30/1997	33	Registered
M.S. Walker, Inc.		United States of America	85/671512	4341368	5/28/2013	33	Registered
M.S. Walker, Inc.	OH SCHISTI	United States of America	85/256090	4120649	4/3/2012	33	Registered
M.S. Walker, Inc.		United States of America	85/256992	4041252	10/18/2011	33	Registered

Owner	TM	Country	App. No	Reg. No	Reg. Date	Int. Cls	TM Status
M.S. Walker, Inc.	<i>Old New England</i>	United States of America	73/504124	1433166	3/17/1987	33	Registered
M.S. Walker, Inc.	PARADISE FOUND. SUNSET BAY.	United States of America	86/256561	4890093	1/19/2016	33	Registered
M.S. Walker, Inc.	RAGIN' RED	United States of America	74/456022	1856911	10/4/1994	33	Registered
M.S. Walker, Inc.	RON ROBERTO	United States of America	86/019931	4491047	3/4/2014	33	Registered
M.S. Walker, Inc.	RUBINOFF	United States of America	85/953479	4775007	7/21/2015	33	Registered
M.S. Walker, Inc.	SHAPED OUTSIDE THE LINES	United States of America	86/727372	5728135	4/16/2019	33	Registered
M.S. Walker, Inc.	SHARE SOME IRISH SPIRIT	United States of America	86/167729	4813691	9/15/2015	33	Registered
M.S. Walker, Inc.	SPASSO	United States of America	75/361942	2288184	10/19/1999	33	Registered
M.S. Walker, Inc.	ST. ELDER	United States of America	85/857841	4503073	3/25/2014	33	Registered
M.S. Walker, Inc.	STONE FRUIT	United States of America	85/256103	4192109	8/14/2012	33	Registered (Supplemental Register)

Owner	TM	Country	App. No	Reg. No	Reg. Date	Int. Cls	TM Status
M.S. Walker, Inc.	STONE FRUIT	United States of America	85/256967	4192111	8/14/2012	33	Registered (Supplemental Register)
M.S. Walker, Inc.	SUNSET BAY	United States of America	85/256096	4614090	9/30/2014	33	Registered
M.S. Walker, Inc.	THE GARGOYLE	United States of America	87/184721	N/A	N/A	33	Allowed
M.S. Walker, Inc.		United States of America	87/287645	5675803	2/12/2019	33	Registered
M.S. Walker, Inc.	ZHENKA	United States of America	73/092791	1061348	3/15/1977	33	Registered
M.S. Walker, Inc.	COOL BLUE	United States of America	744555500	1986469	7/16/1996	33	Registered

TRADEMARK

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