

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
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EPAS ID: PAT3952031

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	FIFTH SUPPLEMENT TO GRANT OF SECURITY INTEREST IN UNITED STATES PATENTS

CONVEYING PARTY DATA

Name	Execution Date
GAIAM AMERICAS, INC.	07/01/2016

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT
Street Address:	100 FEDERAL STREET
Internal Address:	9TH FLOOR
City:	BOSTON
State/Country:	MASSACHUSETTS
Postal Code:	02110

PROPERTY NUMBERS Total: 19

Property Type	Number
Patent Number:	7175574
Patent Number:	7455632
Patent Number:	7922623
Patent Number:	D560260
Patent Number:	7927256
Patent Number:	7025644
Patent Number:	7503883
Patent Number:	7628743
Patent Number:	7998037
Patent Number:	8088046
Patent Number:	8876678
Patent Number:	9050484
Patent Number:	8961379
Patent Number:	5800322
Patent Number:	D679916
Patent Number:	D602313
Patent Number:	D602732
Patent Number:	D635373
Application Number:	14478534

PATENT

CORRESPONDENCE DATA**Fax Number:** (800)494-7512*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:** 202-370-4750**Email:** ipteam@nationalcorp.com**Correspondent Name:** STEWART WALSH**Address Line 1:** 1025 VERMONT AVE NW, SUITE 1130**Address Line 2:** NATIONAL CORPORATE RESEARCH, LTD**Address Line 4:** WASHINGTON, D.C. 20005**ATTORNEY DOCKET NUMBER:** F164155**NAME OF SUBMITTER:** ANDREW NASH**SIGNATURE:** /ANDREW NASH/**DATE SIGNED:** 07/07/2016**Total Attachments: 6**

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**FIFTH SUPPLEMENT TO GRANT OF
SECURITY INTEREST IN UNITED STATES PATENTS**

This Fifth Supplement to Grant of Security Interest in United States Patents (this "Supplement") is made as of the 1st day of July, 2016 by **GAIAM AMERICAS, INC.**, a Colorado corporation (the "Grantor") in favor of **BANK OF AMERICA, N.A.**, as administrative agent and collateral agent (in such capacity, the "Grantee") for the credit parties under the Security Agreement (defined below).

WHEREAS, reference is made to that certain (a) Amended and Restated Security Agreement dated as of August 15, 2014 (the "Security Agreement"), entered into by, among others, certain Grantors (as defined therein) and the Grantee, and (b) Grant of Security Interest in United States Patents dated March 28, 2013 and recorded with the United States Patent and Trademark office on March 28, 2013 at Reel 030111, Frame 0501 (the "Existing Grant"), executed and delivered by certain Grantors (as defined therein) in favor of the Grantee, pursuant to which such Grantors pledged, assigned and granted a security interest in certain Patents (as defined therein), as supplemented pursuant to the First Supplement to Grant of Security Interest in United States Patents dated August 15, 2014 and recorded with the United States Patent and Trademark office on August 15, 2014 at Reel 033549, Frame 0747, as supplemented pursuant to the Second Supplement to Grant of Security Interest in United States Patents dated May 14, 2015 and recorded with the United States Patent and Trademark office on May 15, 2015 at Reel 035704, Frame 0171, as supplemented pursuant to the Third Supplement to Grant of Security Interest in United States Patents dated September 11, 2015 and recorded on September 16, 2015 at Reel 036618, Frame 919, and as further supplemented pursuant to the Fourth Supplement to Grant of Security Interest in United States Patents dated December 4, 2015 and recorded on January 19, 2016 at Reel 037560, Frame 0566 (the "Patent Supplements" and together with the Existing Grant, collectively the "Grant"), to which the Grantor joined as a party pursuant to the Joinder Agreement dated July 1, 2016;

WHEREAS, pursuant to the Security Agreement, as further evidenced by the Grant, the Grantor has granted a security interest to the Grantee in, among other things, the Patents; and

WHEREAS, the Grantor desires to hereby confirm the pledge of, and the grant of a security interest in, the Patents in favor of the Grantee.

NOW, THEREFORE, in consideration of the mutual covenants herein contained and benefits to be derived herefrom, it is hereby agreed as follows:

1. Definitions. All capitalized terms herein and not otherwise defined shall have the same meaning herein as in the Grant.
2. Supplement to Schedule A. Schedule A to the Grant is hereby supplemented, but not replaced, by Schedule A-1 annexed hereto. For the purposes of clarity, from and after the date hereof, Schedule A shall be deemed to include (i) the Patents referenced on Schedule A as such Schedule A exists immediately prior to the date hereof (including as supplemented pursuant to the Patent Supplements), and (ii) the Patents referenced on Schedule A-1 annexed hereto.

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3. Miscellaneous:

- a. Except as provided herein, all terms and conditions of the Grant remain in full force and effect. The Grantor hereby ratifies, confirms and reaffirms all of the representations, warranties and covenants contained therein.
- b. This Supplement and the Grant cover the entire understanding of the parties with respect to the matters set forth herein and supersede all prior discussions and negotiations hereon.

[signature pages follow]

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

GAIAM AMERICAS, INC., as a Grantor

By: 
Name: Gary Klein
Title: Chief Financial Officer

SCHEDULE A-1

Patents

Title	Country	Grantor	Application No.	Patent No.	Issue Date
(Flex N' Point) EXERCISE DEVICE	US	Gaiam Americas, Inc.	10/774719	7175574	13-Feb-2007
(Xertube with Measuring Indicia) US ORD Exercise Device	US	Gaiam Americas, Inc.	10/958905	7455632	25-Nov-2008
(Slanted Riser) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	US	Gaiam Americas, Inc.	11/381894	7922623	12-Apr-2011
(Slanted Riser) US DES Inclined Riser for an Exercise Device	US	Gaiam Americas, Inc.	29/258158	D560260	22-Jan-2008
(Slanted Riser) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	US	Gaiam Americas, Inc.	11/381915	7927256	19-Apr-2011
HIGH- PERFORMANCE RIVERBOARD SYSTEM	US	Gaiam Americas, Inc.	10/852930	7025644	11-Apr-2006
(Braided Xertube) US ORD Resistance Exercise Device	US	Gaiam Americas, Inc.	11/757866	7503883	17-Mar-2009
(Slanted Riser-Japan) ADJUSTABLE EXERCISE DEVICE AND DEVICE FOR ADJUSTING AN	JP	Gaiam Americas, Inc.	2009-509520	4825302	16-Sep-2011
(Slanted Riser-Australia) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	AU	Gaiam Americas, Inc.	2006-343586	2006343586	13-Jan-2011
(Slanted Riser-Canada) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	CA	Gaiam Americas, Inc.	2651401	2651401	28-Aug-2012
(Slanted Riser-China) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	CN	Gaiam Americas, Inc.	200680054520.4	101437581	01-May-2013

(Slanted Riser-Europe) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	EP	Gaiam Americas, Inc.	06770121.9	2029242	18-Jul-2012
(Slanted Riser-Mexico) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	MX	Gaiam Americas, Inc.	MX/a/2008/012088	295894	09-Feb-2012
(Slanted Riser-United Kingdom-Design) Inclined Riser for an Exercise Device	GB	Gaiam Americas, Inc.	001009898-000	001009898	23-Sep-2008
(Improved Braided Xertube) US ORD Resistance Exercise Device	US	Gaiam Americas, Inc.	12/327416	7628743	08-Dec-2009
(DART) ADJUSTABLE RESISTANCE TRAINING APPARATUS	US	Gaiam Americas, Inc.	12/761142	7998037	16-Aug-2011
(Slanted Riser-Method) ADJUSTABLE EXERCISE DEVICE AND A DEVICE FOR ADJUSTING AN	US	Gaiam Americas, Inc.	13/072517	8088046	03-Jan-2012
(Xertube Handles) EXERCISE DEVICE AND HANDLE FOR SAME	US	Gaiam Americas, Inc.	13/585597	8876678	04-Nov-2014
(Xertube Handles--Double Strap) EXERCISE DEVICE AND HANDLE FOR SAME	US	Gaiam Americas, Inc.	13/644428	9050484	09-Jun-2015
(Xertube Handles--Plug System) ELONGATE MEMBER FOR FORMING AN EXERCISE DEVICE	US	Gaiam Americas, Inc.	13/610549	8961379	24-Feb-2015
(Slanted Riser-Germany) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	DE	Gaiam Americas, Inc.	602006030862.0	602006030862.0	18-Jul-2012
(Slanted Riser-United Kingdom) Adjustable Exercise Device and a Device for Adjusting an Exercise Device	GB	Gaiam Americas, Inc.	06770121.9	2029242	18-Jul-2012
EXERCISE DEVICE AND BUCKLE	US	Gaiam Americas, Inc.	14/478534	<i>Pending</i>	

(Braided Xertube) US ORD Exercise Device and Method for Forming Handles of Device	US	Gaiam Americas, Inc.	08/825962	5800322	01-Sep-1998
CHAIR FOR AN EXERCISE BALL	US	Gaiam Americas, Inc.	29/430741	D679916	04/16/2013
CHAIR FOR AN EXERCISE BALL	TW	Gaiam Americas, Inc.	102301460	D161363	07/01/2014
CHAIR FOR AN EXERCISE BALL	EP	Gaiam Americas, Inc.	001362859	001362859-0001	02/27/2013
CHAIR FOR AN EXERCISE BALL	CN	Gaiam Americas, Inc.	201330048662.2	302552499	08/28/2013
SPATULA	US	Gaiam Americas, Inc.	29/315191	D602313	10/20/2009
COOKWARE	US	Gaiam Americas, Inc.	29/315192	D602732	10/27/2009
BALL CHAIR	US	Gaiam Americas, Inc.	29/372084	D635373	04/05/2011

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