

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5186318

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	JOINDER AND SUPPLEMENT TO PATENT SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
EDDIE BAUER LLC	10/12/2018

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT
Street Address:	100 FEDERAL STREET, 9TH FLOOR
City:	BOSTON
State/Country:	MASSACHUSETTS
Postal Code:	02110
Name:	BANK OF AMERICA, N.A. (ACTING THROUGH ITS CANADA BRANCH), AS CANADIAN AGENT
Street Address:	181 BAY STREET
City:	TORONTO
State/Country:	CANADA
Postal Code:	M5J 2V8

PROPERTY NUMBERS Total: 13

Property Type	Number
Patent Number:	D675400
Patent Number:	D702419
Patent Number:	D749298
Patent Number:	D770877
Patent Number:	D782820
Patent Number:	9265317
Patent Number:	9173462
Patent Number:	9596913
Patent Number:	9572439
Patent Number:	9545142
Application Number:	14935113
Application Number:	15071767
Application Number:	15463402

CORRESPONDENCE DATA**PATENT**

Fax Number: (617)341-7701

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.

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NAME OF SUBMITTER:	LINDA A. SALERA
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SIGNATURE:	/Linda A. Salera/
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DATE SIGNED:	10/12/2018
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Total Attachments: 4

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EXECUTION VERSION

JOINDER AND SUPPLEMENT TO PATENT SECURITY AGREEMENT

This Joinder and Supplement to Patent Security Agreement (this “Supplement”) is made as of the 12th day of October, 2018 by **EDDIE BAUER LLC**, a Delaware limited liability company, (the “Existing Grantor”) in favor of **BANK OF AMERICA, N.A.**, as Administrative Agent and **BANK OF AMERICA, N.A.** (acting through its Canada branch), as Canadian agent (in such capacity, collectively, the “Grantees”).

WHEREAS, the Existing Grantor, among others, executed and delivered a Patent Security Agreement dated as of July 1, 2014 and recorded on July 7, 2014 at Reel 033279, Frame 0235 with the United States Patent and Trademark Office (the “USPTO”) and recorded on September 9, 2015 as registration no. 05677880 with the Canadian Intellectual Property Office (“CIPO”) the (“Existing Grant”), as amended pursuant to that certain First Amendment to Patent Security Agreement dated August 31, 2015 and recorded on September 1, 2015 at Reel 036515, Frame 0573 with the USPTO and on September 17, 2017 as registration number 05677880 with CIPO, and further amended pursuant to that certain Second Amendment to Patent Security Agreement dated March 31, 2017 and recorded on April 24, 2017 at Reel 042130, Frame 0462 with the USPTO and on May 12, 2017 as registration number 05722867 with CIPO (the “Patent Amendments,” and together with the Existing Grant, collectively, the “Original Grant”), in favor of the Grantees, pursuant to which the Existing Grantor pledged, assigned and granted a security interest in certain Patent Collateral (as defined therein); and

WHEREAS, the Existing Grantor has developed additional Patent Collateral and desires to hereby confirm the pledge of, and the grant of a security interest in, such additional Patent Collateral in favor of the Grantees.


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 Original Grant.
2. Supplement to Schedule I. Schedule I to the Original Grant is hereby supplemented, but not replaced, by Schedule I-A annexed hereto. For the purposes of clarity, from and after the date hereof, Schedule I-A shall be deemed to include (i) the Patent Collateral referenced on Schedule I as such Schedule I exists immediately prior to the date hereof (including as supplemented pursuant to the Patent Amendments), and (ii) the Patent Collateral referenced on Schedule I-A annexed hereto.
3. Miscellaneous:
 - a. Except as provided herein, all terms and conditions of the Original Grant remain in full force and effect. The Existing Grantor hereby ratifies, confirms and reaffirms all of the representations, warranties and covenants contained therein.

- b. This Supplement and the Original Grant cover the entire understanding of the parties with respect to the matters set forth herein and supersede all prior discussions and negotiations hereon.

IN WITNESS WHEREOF, the undersigned has executed this Supplement to be duly executed as of the date set forth above.

EDDIE BAUER LLC,
a Delaware limited liability company

By: 
Name: Daniel E. Templin
Title: Vice President

[Eddie Bauer – Signature Page to Supplement and Joinder to Patent Security Agreement]

SCHEDULE I-A

Design:

Reference #	Country ID	Title	Patent #	Issue Date	Assignee Name	Inventor Names Combined
5872P-214	US	Jacket	D675,400	02/05/2013	Eddie Bauer LLC	David Michael Mertes
5872P-215	US	Jacket	D702,419	04/15/2014	Eddie Bauer LLC	David Michael Mertes
5872P-215-DIV	US	Jacket	D749,298	02/16/2016	Eddie Bauer LLC	David Michael Mertes
5872P-291	US	Luggage Handle	D770,877	11/08/2016	Eddie Bauer LLC	Noah Pitchforth, Jesse Thompson, Brian Fletcher
5872P-319	US	COLLAPSIBLE DUFFEL BAG	D782,820	04/04/2017	Eddie Bauer LLC	Jesse Thompson

Utility:

Reference #	Country ID	Title	Patent #	Issue Date	Assignee Name	Inventor Names Combined
5872P-234	US	Support Structure for Luggage	9,265,317	02/23/2016	Eddie Bauer LLC	Noah James Pitchforth
5872P-237	US	Expandable Backpack System	9,173,462	11/03/2015	Eddie Bauer LLC	Jesse Thompson
5872P-237-CON	US	EXPANDABLE BACKPACK SYSTEM	9,596,913	03/21/2017	Eddie Bauer LLC	Jesse Brian Thompson
5872P-263	US	Sleeping Bag With Integrated Inflatable Ground Mat	9,572,439	02/21/2017	Eddie Bauer LLC	Noah Pitchforth, Mark Correll
5872P-282	US	Handle for Carrying Bag	9,545,142	01/17/2017	Eddie Bauer LLC	Noah Pitchforth, Jesse Thompson, Brian Fletcher

Patent Applications:

Publication #	Country ID	Title	Application #	Filing Date	Status	Assignee Name
20160128442	US	Rolling luggage with multiple modes of conveyance	14935113	11/6/2015	Pending	Eddie Bauer LLC
20160270496	US	Collapsible rolling luggage	15071767	3/16/2016	Allowed	Eddie Bauer LLC
20170251778	US	Expandable backpack system	15463402	3/20/2017	Pending	Eddie Bauer LLC