

<b>PATENT ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
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EPAS ID: PAT5285671

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF SECOND LIEN SECURITY AGREEMENT
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
GOLDMAN SACHS BANK USA, AS RESIGNING ADMINISTRATIVE AGENT AND COLLATERAL AGENT	12/12/2018
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	WILMINGTON TRUST, NATIONAL ASSOCIATION, AS SUCCESSOR ADMINISTRATIVE AGENT AND COLLATERAL AGENT
<b>Street Address:</b>	1100 NORTH MARKET STREET
<b>City:</b>	WILMINGTON
<b>State/Country:</b>	DELAWARE
<b>Postal Code:</b>	19801
<b>PROPERTY NUMBERS Total: 2</b>	
<b>Property Type</b>	<b>Number</b>
<b>Patent Number:</b>	8337275
<b>Patent Number:</b>	8206196
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(312)862-2200
<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>	
<b>Phone:</b>	(312) 862-2000
<b>Email:</b>	michelle.foy@kirkland.com
<b>Correspondent Name:</b>	MICHELLE FOY, KIRKLAND & ELLIS LLP
<b>Address Line 1:</b>	300 NORTH LASALLE
<b>Address Line 4:</b>	CHICAGO, ILLINOIS 60654
<b>NAME OF SUBMITTER:</b>	MICHELLE FOY
<b>SIGNATURE:</b>	/Michelle Foy/
<b>DATE SIGNED:</b>	12/16/2018
This document serves as an Oath/Declaration (37 CFR 1.63).	
<b>Total Attachments: 12</b>	
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**ASSIGNMENT OF SECOND LIEN  
SECURITY AGREEMENT**

This **ASSIGNMENT OF SECOND LIEN SECURITY AGREEMENT** (this “Assignment”), dated as of December 12, 2018, is by **GOLDMAN SACHS BANK USA** (“GOLDMAN”), acting in its capacity as the current and resigning administrative agent and collateral agent (in such capacities, the “Resigning Agent”) and **WILMINGTON TRUST, NATIONAL ASSOCIATION** (“Wilmington”), acting in its capacity as the successor administrative agent and collateral agent (in such capacities, the “Successor Agent”).

**RECITALS:**

**WHEREAS**, FullBeauty Brands, L.P., a Delaware limited partnership, Jessica London, Inc., a Delaware corporation, Swimsuits For All, LLC, a Delaware limited liability company and FullBeauty Brands Operations, LLC (f/k/a FullBeauty Brands, L.P.), a Indiana limited liability company, individually as a “Grantor”, and collectively as “Grantors” and Resigning Agent are party to that certain Second Lien Security Agreement identified on Exhibit A hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the “Agreement”), covering certain intellectual property set forth on Exhibit B attached hereto; and

**WHEREAS**, pursuant to that certain Notice of Resignation and Direction of Appointment of Successor Administrative Agent and Collateral Agent, dated as of the date hereof, by and among Goldman, as the Resigning Agent, Wilmington, as Successor Agent, Blackdog Holdings, Inc. (“Holdings”), FullBeauty Brands Holdings, Corp. and certain other loan parties (the “Resignation Agreement”), Resigning Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreement, in each instance, in its capacities as administrative agent and collateral agent.

**NOW, THEREFORE**, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Resigning Agent hereby, subject to the Resignation Agreement, the terms of which are incorporated herein by reference, assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to and arising under the Agreement.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

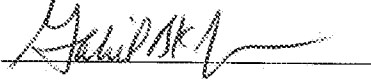
Wilmington is entering into this Assignment solely in its capacity as Successor Agent and not in its individual or corporate capacity. In acting hereunder, the Successor Agent shall be entitled to all of the rights, privileges and immunities set forth in the Credit Agreement, the Agreement and the other Loan Documents (as defined in the Credit Agreement), as though fully set forth herein.

*[Remainder of Page Intentionally Left Blank.]*

IN WITNESS WHEREOF, Resigning Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

**RESIGNING AGENT:**

**GOLDMAN SACHS BANK USA**

By: 

Name:

Title:

Gabriel Jacobson  
Authorized Signatory

**SUCCESSOR AGENT:**

**WILMINGTON TRUST, NATIONAL  
ASSOCIATION, as Successor Agent**

By: 

Name: Jeffrey Rose

Title: Vice President

*FBB - Signature Page to Assignment of Second Lien Security Agreement*

**PATENT  
REEL: 047927 FRAME: 0683**

## **EXHIBIT A**

1. Second Lien Security Agreement, dated as of October 14, 2015, executed by Holdings and the subsidiaries of Holdings from time to time party thereto in favor of Goldman Sachs Bank USA, as collateral agent, (a) recorded at the United States Copyright Office on October 20, 2015 at V9929 D549, (b) recorded at the United States Patent and Trademark Office on October 19, 2015 at Reel 5648 Frame 0006, (c) recorded at the United States Patent and Trademark Office on October 19, 2015 at Reel 036887 and Frame 0868 and (d) recorded at the United States Patent and Trademark Office on July 18, 2018 at Reel 6383 Frame 0509.

**EXHIBIT B**

**PATENTS**

1. REGISTERED PATENTS

2.

<b>Registered owner/ Grantor</b>	<b>Patent Title</b>	<b>Application No. or Registration Number</b>	<b>Application Date or Registration Date</b>
Fullbeauty Brands, L.P.	Custom Fit Bra/Adjustable Bra	8,337,275	12/25/2012
Fullbeauty Brands, L.P.	Garment with Wire Support (“Side Wire” Bra)	8,206,196	06/26/2012

3. PATENT APPLICATIONS

None.

TRADEMARKS

4. REGISTERED TRADEMARKS

Reel/Frame: 5648/0006

<b>Registered owner/ Grantor</b>	<b>Trademark</b>	<b>Registration No. or Application No.</b>	<b>Application Date or Registration Date</b>
FullBeauty Brands Operations, LLC	KINGSIZE	931531	3/28/1972
FullBeauty Brands Operations, LLC	KINGSIZE	977344	1/22/1974
FullBeauty Brands Operations, LLC	WOMAN WITHIN (Class 25 and 42)	1617731	10/16/1990
Jessica London, Inc.	JESSICA LONDON	2210503	12/15/1998
FullBeauty Brands Operations, LLC	CANDLELIGHT & CHAMPAGNE and Design	2276592	9/7/1999
FullBeauty Brands Operations, LLC	ALLISON WOODS	2444761	4/17/2001
FullBeauty Brands Operations, LLC	BRYLANEHOME	2681499	1/28/2003
FullBeauty Brands Operations, LLC	ONLY NECESSITIES	2428869	2/13/2001
FullBeauty Brands Operations, LLC	KINGS' COURT	2635986	10/15/2002
FullBeauty Brands Operations, LLC	VIA ACCENTI	2698161	3/18/2003
FullBeauty Brands Operations, LLC	CHELSEA STUDIO	2859197	7/6/2004
FullBeauty Brands Operations, LLC	... YOUR STYLE, YOUR SIZE	2604539	8/6/2002
FullBeauty Brands Operations, LLC	BRYLANEHOME	2588396	7/2/2002
Jessica London, Inc.	JESSICA LONDON	2645682	11/5/2002
FullBeauty Brands Operations, LLC	KINGSIZE	2706494	1/22/1974
FullBeauty Brands Operations, LLC	KINGSIZE DIRECT	2751981	8/19/2003
FullBeauty Brands Operations, LLC	MORE FOR LESS IN BIG AND TALL SIZES!	2666174	12/24/2012
FullBeauty Brands Operations, LLC	DREAMS & CO.	2805755	1/13/2004
Swimsuits for All, LLC	AQUABELLA	2774185	10/14/2003
Jessica London, Inc.	JESSICA LONDON	2799241	12/23/2003
FullBeauty Brands	DENIM 24/7	2921453	1/25/2005



<b>Registered owner/ Grantor</b>	<b>Trademark</b>	<b>Registration No. or Application No.</b>	<b>Application Date or Registration Date</b>
Operations, LLC			
FullBeauty Brands Operations, LLC	SOFT FOCUS	2807459	1/20/2004
FullBeauty Brands Operations, LLC	THE BEST DRESSED	2793123	12/9/2003
FullBeauty Brands Operations, LLC	KNOCKAROUNDS	2840209	5/11/2004
FullBeauty Brands Operations, LLC	SWIM 365	3213878	2/27/2007
FullBeauty Brands Operations, LLC	LIBERTY BLUES	3218621	3/13/2007
FullBeauty Brands Operations, LLC	WOMAN WITHIN	3220573	3/20/2007
FullBeauty Brands Operations, LLC	NO HASSLE	3259164	7/3/2007
FullBeauty Brands Operations, LLC	COMFORTVIEW	3276396	8/7/2007
FullBeauty Brands Operations, LLC	STEP UP COMFORT	3178286	11/28/2006
FullBeauty Brands Operations, LLC	BOULDER CREEK	3218794	3/13/2007
FullBeauty Brands Operations, LLC	INVISIBLE STRETCH	3248441	5/29/2007
FullBeauty Brands Operations, LLC	ONE STOP PLUS	3350100	12/4/2007
FullBeauty Brands Operations, LLC	AMOUREUSE	3327737	10/30/2007
FullBeauty Brands Operations, LLC	COMFORT CHOICE	3337162	11/13/2007
FullBeauty Brands Operations, LLC	ROAMAN'S	3242534	5/15/2007
FullBeauty Brands Operations, LLC	BCO	3256476	6/26/2007
FullBeauty Brands Operations, LLC	OSP	3565058 (Cancelled)	01/20/2009
FullBeauty Brands Operations, LLC	... YOUR STYLE, YOUR SIZE	3394710 (Abandoned)	3/11/2008
FullBeauty Brands Operations, LLC	EASY ENHANCER	3533561	11/18/2008
FullBeauty Brands Operations, LLC	SUPPORT WITHOUT CONSTRAINTS	3796768	6/1/2010
FullBeauty Brands	PETAL BOOST	3772906	4/6/2010

<b>Registered owner/ Grantor</b>	<b>Trademark</b>	<b>Registration No. or Application No.</b>	<b>Application Date or Registration Date</b>
Operations, LLC			
FullBeauty Brands Operations, LLC	COMFORT CHOICE & Design (Flower Design)	3647499	6/30/2009
Swimsuits for All, LLC	BEACH BELLE	3838664	8/24/2010
FullBeauty Brands Operations, LLC	WOMAN WITHIN (stylized)	3675933	9/1/2009
FullBeauty Brands Operations, LLC	KINGSIZEDIRECT.COM	3718563	12/1/2009
FullBeauty Brands Operations, LLC	COMFORT CHOICE MADE TO BE BEAUTIFUL	3761302	3/16/2010
FullBeauty Brands Operations, LLC	LOVE WHAT YOU WEAR	3905410	1/11/2011
FullBeauty Brands Operations, LLC	SWIMSUITSFORALL	3813942	7/6/2010
FullBeauty Brands Operations, LLC	ENERGY FLEX	3929740	3/8/2011
FullBeauty Brands Operations, LLC	DREAMS & CO.	3967187	5/24/2011
FullBeauty Brands Operations, LLC	DREAMS & CO. & Design (Flower Design)	3975832	6/7/2011
FullBeauty Brands Operations, LLC	COMFORT CRADLES	3995075	7/12/2011
FullBeauty Brands Operations, LLC	OSP MAG	3919602	2/15/2011
FullBeauty Brands Operations, LLC	OSP TV	3919876	2/15/2011
FullBeauty Brands Operations, LLC	ROAMAN'S	4110889	3/13/2012
FullBeauty Brands Operations, LLC	DENIM24/7 & Design (Heart Design)	3926706	3/1/2011
FullBeauty Brands Operations, LLC	FULLBEAUTY	4242969	11/13/2012
FullBeauty Brands Operations, LLC	KINGSIZE	4102521	2/21/2012
FullBeauty Brands Operations, LLC	ONESTOPPLUS.COM	4102523	2/21/2012
FullBeauty Brands Operations, LLC	ROAMAN'S	4178175	7/24/2012
FullBeauty Brands Operations, LLC	BRYLANEHOME	4102542	2/21/2012
Jessica London, Inc.	JESSICA LONDON	4197096	8/28/2012

<b>Registered owner/ Grantor</b>	<b>Trademark</b>	<b>Registration No. or Application No.</b>	<b>Application Date or Registration Date</b>
FullBeauty Brands Operations, LLC	KINGSIZE THE BIG AND TALL EXPERTS	4238990	11/6/2012
FullBeauty Brands Operations, LLC	FIT BY BODY	4167655 (Abandoned)	7/3/2012
Swimsuits for All, LLC	INFINTIY BLU	4173040 (Abandoned)	7/10/2012
FullBeauty Brands Operations, LLC	EASY MOVEMENT	4259001	12/11/2012
Swimsuits for All, LLC	DESIGN FIT	4343473	5/28/2013
Swimsuits for All, LLC	S4A	4302623	3/12/2013
FullBeauty Brands Operations, LLC	ROAMAN'S	2654196	11/26/2002
Swimsuits for All, LLC	AQUABELLE	4597595	9/2/2014
Swimsuits for All, LLC	SWIM SEXY	4362396	7/2/2013
Swimsuits for All, LLC	B. BELLE	4279995	1/22/2013
FullBeauty Brands Operations, LLC	FULLBEAUTY	4463609	1/7/2014
FullBeauty Brands Operations, LLC	COMFORT DOLLARS	4515645	4/15/2014
FullBeauty Brands Operations, LLC	CERECO	4479069	2/4/2014
FullBeauty Brands Operations, LLC	FULLBEAUTY	85882597 4773318	7/14/2015
FullBeauty Brands Operations, LLC	THE BRA CLUB & Design	4469308	1/21/2014
FullBeauty Brands Operations, LLC	YOUR SIMPLE SOLUTION FOR EVERYDAY SUPPORT	4569594	7/15/2014
FullBeauty Brands Operations, LLC	FIT FOR YOU	4488667	2/25/2014
FullBeauty Brands Operations, LLC	IN SITE THE WOMAN WITHIN BLOG	4498223	3/18/2014
Swimsuits for All, LLC	TROPICULTURE	4594482	8/26/2014
FullBeauty Brands Operations, LLC	EASY ACTIVE	4721324	4/14/2015
Swimsuits for All, LLC	IT'S BETTER IN A SWIMSUIT	4757308	6/16/2015
Swimsuits for All, LLC	SEXY AT EVERY CURVE	4641375	11/18/2014
FullBeauty Brands Operations, LLC	FULLBEAUTY BRANDS	86501383	1/12/2015
Swimsuits for All, LLC	LIFE IS BETTER IN A	86508043	1/20/2015

Registered owner/ Grantor	Trademark	Registration No. or Application No.	Application Date or Registration Date
	SWIMSUIT		
Swimsuits for All, LLC	IT'S BETTER IN A SWIMSUIT	86586985	4/3/2015
FullBeauty Brands Operations, LLC	#BEPOWERFUL	86729841	8/19/2015
FullBeauty Brands Operations, LLC	SECRET SOLUTIONS	3730841	12/29/2009
FullBeauty Brands Operations, LLC	INSTANT FIX	3794632	5/25/2010
FullBeauty Brands Operations, LLC	V-MAIL EXCLUSIVE	3761647	3/16/2010
FullBeauty Brands Operations, LLC	SECRET SOLUTIONS BY COMFORT CHOICE	3592596	3/17/2009
FullBeauty Brands Operations, LLC	BRYLANEHOME	4102520 (Cancelled)	2/21/2012

Reel/Frame: 6383/0509

Owner	Trademark	Reg. No.	Reg. Date
FullBeauty Brands Operations, LLC	FULLBEAUTY SPORT	4823805	09/29/2015
FullBeauty Brands Operations, LLC	FULLBEAUTY.COM	4856774	11/17/2015
FullBeauty Brands Operations, LLC	ULTRASMOOTH	4856960	11/17/2015
FullBeauty Brands Operations, LLC	SECRET SOLUTIONS	4856967	11/17/2015
FullBeauty Brands Operations, LLC	YOU ARE POWERFULL	4861196	11/24/2015
FullBeauty Brands Operations, LLC	CV SPORT BY COMFORTVIEW	4864679	12/01/2015
FullBeauty Brands Operations, LLC	DESIGN ONLY	4923968	03/22/2016
FullBeauty Brands Operations, LLC	KS\\SPORT	4943038	04/19/2016
FullBeauty Brands Operations, LLC	BRYLANEHOME MAKING HOMES BEAUTIFUL	4947195	04/26/2016
FullBeauty Brands Operations, LLC	SHAPING, SMOOTHING, AND SUPPORT EXCLUSIVLEY FOR YOUR	4947858	04/26/2016
FullBeauty Brands Operations, LLC	MOVE BEAUTIFULLY	4952284	05/03/2016
FullBeauty Brands Operations, LLC	KKS\\SPORT	4957408	05/10/2016
FullBeauty Brands Operations, LLC	#OWNYOURCURVES	4992007	07/05/2016
FullBeauty Brands Operations, LLC	BE POWERFULL	4999676	07/12/2016
FullBeauty Brands Operations, LLC	#COMFORTISCHOICE	5028657	08/23/2016
FullBeauty Brands Operations, LLC	COMFORT IS CHOICE	5143053	02/14/2017

<b>Owner</b>	<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
FullBeauty Brands Operations, LLC	STABLE HEEL TECHNOLOGY EXTENDED SIZES & WIDTHS PADDED INSOLES SKID RESISTANT	5224652	06/13/2017
Jessica London, Inc.	CLASSIC REDEFINED, SIZES 12 & UP	5252209	07/25/2017
FullBeauty Brands Operations, LLC (f/k/a FullBeauty Brands, L.P.)	ACTIVE FOR ALL	5454073	04/24/2018
FullBeauty Brands Operations, LLC (f/k/a FullBeauty Brands, L.P.)	KS ISLAND	5471539	05/15/2018
FullBeauty Brands Operations, LLC (f/k/a FullBeauty Brands, L.P.)	FULLBEAUTY BRANDS®	4830409	10/13/2015
FullBeauty Brands Operations, LLC (f/k/a FullBeauty Brands, L.P.)	#BEPOWERFULL®	4889674	1/19/2016
Jessica London, Inc.	TRULY FLAWLESS	4842231	10/27/2015

5. TRADEMARK APPLICATIONS

None.

## COPYRIGHTS

### 1. REGISTERED COPYRIGHTS

<b>Registered owner/ Grantor</b>	<b>Title of Work</b>	<b>Application No. or Registration Number</b>	<b>Registration Date</b>
FullBeauty Brands, L.P.	BrylaneHome Comforter Sets	VA0001342771	11/07/2005
FullBeauty Brands, L.P.	Dry & Design Label	VA0001355116	02/24/2006
FullBeauty Brands, L.P.	Flex Motion Logo Design	VAu001000190	05/29/2008
FullBeauty Brands, L.P.	Invisible Stretch	VAu000677691	07/19/2005
FullBeauty Brands, L.P.	Sun Protection Label Design	VAu000722094	12/18/2006
FullBeauty Brands, L.P.	KingSize UPF Wicking Design	VAu000739539	02/19/2007
FullBeauty Brands, L.P.	Double R Design	VAu000697991	04/26/2006
FullBeauty Brands, L.P.	Gold Edition Series of Roman's signature accessory	VAu000756365	07/31/2007
FullBeauty Brands, L.P.	Pink D.R.Y. Label Design	VAu000712077	05/18/2006
FullBeauty Brands, L.P.	Reversible/Quilted Edition Series of Roaman's Signature	VAu000756364	07/31/2007

### 2. COPYRIGHT APPLICATIONS

None.