

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM317267

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TROPITONE FURNITURE CO., INC.		09/15/2014	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., as Administrative Agent		
Street Address:	135 South LaSalle Street		
Internal Address:	9th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	1786776	TROPITONE	
Registration Number:	1786777	TROPITONE	
Registration Number:	1971509	BASTA SOLE	
Registration Number:	3143229	STONWORKS	
Registration Number:	3168485	TROPI-KAI	
Registration Number:	3490149	TROPIKANE	
Registration Number:	3528351	TROPITONE	
Registration Number:	3816968	RELAXPLUS	
Registration Number:	4100145	URCOMFORT	
Registration Number:	4351083	TROPITONE MODA	
Registration Number:	4471408	VALORA	
Registration Number:	4585375	TROPITONE	
CORRESPONDENCE DATA			
Fax Number:	7037125240		
<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:	703.712.5361		
Email:	scotugno@mcguirewoods.com		

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TRADEMARK

Correspondent Name: Shannon cotugno
Address Line 1: 1750 tysons blvd
Address Line 2: Suite 1800
Address Line 4: tysons corner, VIRGINIA 22102

ATTORNEY DOCKET NUMBER: 2039261-0182

NAME OF SUBMITTER: Shannon Cotugno

SIGNATURE: /SHANNON COTUGNO/

DATE SIGNED: 09/17/2014

Total Attachments: 3

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GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of September 15, 2014, is executed by TROPITONE FURNITURE CO., INC., a Florida corporation (the "Grantor"), in favor of BANK OF AMERICA, N.A., as the administrative agent (in such capacity, the "Agent") for the financial institutions which are from time to time parties to the Loan Agreement referred to in Recital A below (collectively, the "Lenders").

A. Pursuant to that certain Second Amended and Restated Revolving Loan and Security Agreement, dated as of the date hereof (as amended, supplemented or otherwise modified from time to time, the "Loan Agreement"), among the Grantor, BJI Holdings, LLC, Brown Jordan International, Inc., certain affiliates of the foregoing, Lenders and Agent, the Lenders have agreed to extend loans and other financial accommodations to the Grantor upon the terms and subject to the conditions set forth therein.

B. The Grantor has adopted, used and is using the trademarks, more particularly described on Schedule 1-A annexed hereto and made a part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks").

C. Pursuant to the Loan Agreement, the Grantor has granted to the Agent (for the benefit of the Agent and the Secured Parties) a security interest in all right, title and interest of the Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (collectively, the "Collateral"), to secure the payment of the Loans and payment or other satisfaction of all other Obligations, as each term is defined in the Loan Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby further grant to the Agent for the benefit of the Agent and the Secured Parties, a security interest in the Collateral to secure the prompt payment, performance and observance of the Loans and the other Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the security interest in the Collateral made and granted hereby are more fully set forth in the Loan Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

This Agreement shall be construed in accordance with and governed by the internal laws of the State of New York.

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be executed as of the day and year first above written.

TROPITONE FURNITURE CO., INC.

By: 
Name: Vincent A. Tortorici
Title: Chief Financial Officer and Treasurer

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

PURSUANT TO SECOND AMENDED AND RESTATED REVOLVING LOAN AND
SECURITY AGREEMENT

TRADEMARKS

<u>Mark</u>	<u>Registration Date</u>	<u>Registration No.</u>
TROPITONE	Aug. 10, 1993	1786776
TROPITONE (Stylized)	Aug. 10, 1993	1786777
BASTA SOLE	Apr. 30, 1996	1971509
STONEWORKS	Sep. 12, 2006	3143229
TROPI-KAI	Nov. 07, 2006	3168485
TROPIKANE	Aug. 19, 2008	3490149
TROPITONE	Nov. 04, 2008	3528351
RELAXPLUS	Jul. 13, 2010	3816968
URCOMFORT and Design	Feb. 14, 2012	4100145
TROPITONE MODA	Jun. 11, 2013	4351083
VALORA	Jan. 21, 2014	4471408
TROPITONE	Aug. 12, 2014	4585375