

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM334873

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fownes Brothers & Co., Incorporated		03/11/2015	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Israel Discount Bank of New York		
<b>Street Address:</b>	511 Fifth Avenue		
<b>Internal Address:</b>	6th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10017		
<b>Entity Type:</b>	Bank: NEW YORK		
<b>PROPERTY NUMBERS Total: 16</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4645581	UJR POWERED	
<b>Registration Number:</b>	4645580	UJR CONNECTED	
<b>Registration Number:</b>	4238779	UJR12	
<b>Registration Number:</b>	4116166		
<b>Registration Number:</b>	4100182		
<b>Registration Number:</b>	4094494	LOBERS	
<b>Registration Number:</b>	4092067	TOUCHPOINT	
<b>Registration Number:</b>	1994215	CASHMALURE	
<b>Registration Number:</b>	1997619	FOWNES	
<b>Registration Number:</b>	2010880	SOFT LOFT	
<b>Registration Number:</b>	1383460	ULTRA NATURALS	
<b>Registration Number:</b>	1042973	VIBRANCE	
<b>Registration Number:</b>	0599426	FOWNES	
<b>Registration Number:</b>	0023017	FOWNES'	
<b>Serial Number:</b>	86149327	MYLOWRITES	
<b>Serial Number:</b>	85691706	UJR WIRED	
<b>CORRESPONDENCE DATA</b>			
<b>TRADEMARK</b>			

OP \$415.00 4645581

**Fax Number:** 8004947512

***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:** Dwayne C. Houston

**Address Line 1:** 1025 Vermont Avenue NW, Suite 1130

**Address Line 2:** National Corporate Research, Ltd.

**Address Line 4:** Washington, D.C. 20005

<b>ATTORNEY DOCKET NUMBER:</b>	F154462
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<b>NAME OF SUBMITTER:</b>	Patricia M. Del Rio
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<b>SIGNATURE:</b>	/Patricia M. Del Rio/
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<b>DATE SIGNED:</b>	03/12/2015
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**Total Attachments: 3**

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**GRANT OF SECURITY INTEREST (TRADEMARKS)**

The undersigned, **FOWNES BROTHERS & CO., INCORPORATED**, a New York corporation (the "*Grantor*"), is obligated to **ISRAEL DISCOUNT BANK OF NEW YORK**, as Administrative Agent (in such capacity, the "*Secured Party*") under the Credit Agreement, dated as of March ~~16~~<sup>16</sup>, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the "*Credit Agreement*"), by and among the Grantor, Fownes Bros. N.Y., Inc., a New York corporation, and Fownes Performance Group, LLC, a Connecticut limited liability company, the Lenders from time to time party thereto and the Secured Party, and pursuant to which the Grantor has entered into the Security Agreement, dated as of March ~~16~~<sup>16</sup>, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the "*Security Agreement*"), by and between the Grantor, certain Subsidiaries and Affiliates of the Grantor from time to time party thereto and the Secured Party.

Pursuant to the Security Agreement, the Grantor has granted to the Secured Party a security interest in and to all of the present and future right, title and interest of the Grantor in and to the trademarks listed on Schedule 1, which trademarks are registered in the United States Patent and Trademark Office (the "*Trademarks*"), together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "*Collateral*"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).


For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor does hereby further grant to the Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

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

The Secured Party's address is: 511 Fifth Avenue, 6<sup>th</sup> Floor, New York, New York 10017.

**IN WITNESS WHEREOF**, the Grantor has caused this Grant of Security Interest (Trademarks) to be duly executed by its duly authorized officer as of the 16<sup>th</sup> day of March 2015.

**FOWNES BROTHERS & CO., INCORPORATED**

By:   
Name: Thomas Gluckman  
Title: President

STATE OF NEW YORK )  
COUNTY OF New York ) ss.:

On the 6<sup>th</sup> day of March in the year 2015 before me, the undersigned, personally appeared Thomas Gluckman, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Jessica Marie Zayes  
Notary Public

JESSICA MARIE ZAYES  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01ZA6258280  
Qualified in Kings County  
My Commission Expires March 26, 2016

My Commission Expires:

March 26<sup>th</sup>, 2016

Schedule 1  
to  
Grant of Security Interest (Trademarks)  
by Fownes Brothers & Co., Incorporated,  
dated as of March \_\_, 2015

**TRADEMARKS**

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
U R POWERED	4645581	11/25/14
U R CONNECTED	4645580	11/25/14
U R 12	4238779	11/6/12
Design	4116166	3/20/12
Design	4100182	2/14/12
LOBERS	4094494	1/31/12
TOUCHPOINT	4092067	1/24/12
CASHMALURE	1994215	8/13/96
FOWNES	1997619	8/27/96
SOFT LOFT	2010880	10/22/96
ULTRANATURALS	1383460	2/18/86
VIBRANCE	1042973	7/6/76
FOWNES	0599426	12/14/54
FOWNES'	00223017	4/17/1893
U R CONNECTED	4645580	11/25/14

**TRADEMARK APPLICATIONS**

<u>NAME</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
MYLOWRITES	86149327	12/20/13
U R WIRED	85691706	7/31/12