

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM385153

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DUNBROOKE APPAREL CORP.		05/20/2016	Corporation: MISSOURI
RECEIVING PARTY DATA			
Name:	THE HUNTINGTON NATIONAL BANK		
Street Address:	125 South Wacker Drive		
Internal Address:	Suite 2840		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	Bank: UNITED STATES		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2203930	WESTARK	
Serial Number:	87027589	COOL POCKETS	
Serial Number:	87027608	DUNBROOKE	
Registration Number:	1305138	UPSTREAM	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	202-370-4750		
Email:	ipteam@nationalcorp.com		
Correspondent Name:	Joanna McCall		
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:	F163234		
NAME OF SUBMITTER:	Andrew Nash		
SIGNATURE:	/Andrew Nash/		
DATE SIGNED:	05/20/2016		

OP \$115.00 2203930

Total Attachments: 4

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

May 20, 2016


FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **DUNBROOKE APPAREL CORP.**, a Missouri corporation (the "Grantor"), hereby grants to **THE HUNTINGTON NATIONAL BANK**, as lender (in such capacity, the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Credit and Security Agreement by, among others, the Grantor and the Grantee, dated as of the date hereof (as amended, restated, supplemented or otherwise modified and in effect from time to time, the "Credit Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Credit Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this grant are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

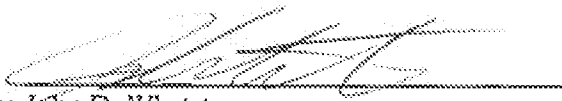
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IN WITNESS WHEREOF, the undersigned have executed this grant as of the date above first written.

DUNBROOKE APPAREL CORP., as a Grantor

By:  _____
Name: Lawrence J. Ramirez
Title: President/CEO

THE HUNTINGTON NATIONAL BANK, as
Grantee

By: 
Name: John D. Whelstone
Title: Vice President

Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 005798 FRAME: 0917

SCHEDULE A

Case Number	Case Type	Country	Status, Filing Date, App. Serial No.	Reg. No./ Reg. Date	Trademark
DUNBROOKE-1110.005	Trademark	US	Status: Registered Filed: 9/26/1997 S/N 75/363,877	Registered: 11/17/1998 Reg No 2,203,930	WESTARK
DUNBROOKE-1110.006	Trademark	US	Status: Pending Filed: 5/6/2016 S/N 87/027,589		COOL POCKETS
DUNBROOKE-1110.007	Trademark	US	Status: Pending Filed: 5/6/2016 S/N 87/027,608		DUNBROOKE
DUNBROOKE-	Trademark	US	Status: Registered S/N 73455343	Reg No 1297663	UPSTREAM