

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM410810

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Grant of Security Interest in Trademarks and Patents		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
KLEAN KANTEEN, INC.		04/28/2016	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	MB FINANCIAL BANK, N.A.		
Street Address:	6111 N. River Road		
Internal Address:	3rd Floor		
City:	Rosemont		
State/Country:	ILLINOIS		
Postal Code:	60018		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	3710695	KID KANTEEN	
Registration Number:	4136125	BYOS	
Registration Number:	4295998	BRING YOUR OWN STEEL	
Registration Number:	4309460	EAT, DRINK, AND BE WARY OF PLASTIC	
Registration Number:	4649410	SWING LOK	
Registration Number:	4495100	TARE IT UP	
Registration Number:	4491411	TARE IT UP BULK READY	
Registration Number:	3141907	KLEAN KANTEEN	
Registration Number:	3642676	KLEAN KANTEEN	
Registration Number:	0363954		
Registration Number:	4841551	#BRINGYOUROWN	
Registration Number:	4844633	CUP KARMA	
CORRESPONDENCE DATA			
Fax Number:	3126095005		
<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:	312-609-7798		
Email:	ablekhman@vedderprice.com		

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Correspondent Name: Aida Blekhman
Address Line 1: 222 N. LaSalle Street, 25th Floor
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER: 47824000006

NAME OF SUBMITTER: Aida Blekhman

SIGNATURE: /Aida Blekhman/

DATE SIGNED: 01/03/2017

Total Attachments: 10

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GRANT OF SECURITY INTEREST IN TRADEMARKS AND PATENTS

WHEREAS, KLEAN KANTEEN, INC., a California corporation ("Grantor"), owns the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith, and the patents and patent applications, in each case set forth on Schedule A and Schedule B attached hereto; and

WHEREAS, MB Financial Bank, N.A. (the "Grantee"), desires to acquire a security interest in, and lien on, all of Grantor's right, title and interest in and to Grantor's trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications; and

WHEREAS, the Grantor is willing to grant to the Grantee a security interest in and lien upon the trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications described above.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, and subject to the terms and conditions of the Credit and Security Agreement, dated as of April 28, 2016, between the Grantor and the Grantee (as amended, amended and restated, restated, supplemented and/or otherwise modified from time to time, the "Credit Agreement"), the Grantor hereby grants to the Grantee a security interest in, and a lien upon, all of Grantor's right, title and interest in and to (i) the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith (the "Marks") set forth on Schedule A attached hereto, (ii) the patents and patent applications (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Credit Agreement) of the Marks, (iv) all of the goodwill of the businesses with which the Marks are associated, and (v) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks and/or Patents or unfair competition regarding the same; in each case except for any of the foregoing constituting Excluded Property (as defined in the Credit Agreement).

This GRANT OF SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in the Credit Agreement) of the Grantor and shall be effective as of the date of the Credit Agreement.

This Grant of Security Interest has been granted in conjunction with the security interest granted to Grantee under the Credit Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those 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 of Security Interest are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

[signature page to follow]

(Signature Page to Grant of Security Interest in Trademarks and Patents)

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

GRANTOR:

KLEAN KANTEEN, INC.,
a California corporation

By: 

Name: James M. Osgood

Title: President and Chief Executive Officer

(Signature Page to Grant of Security Interest in Trademarks and Patents)

GRANTEE:



MB FINANCIAL BANK, N.A.









By: 



Name: Jeffrey Seiden

Title: Senior Vice President

Schedule A - Trademarks

Country	Trademark	Registration #	Issue Date	Owner
US	NAME (KID KANTEEN)	3701695	11/10/2009	Klean Kanteen, Inc.
CHINA	NAME (KID KANTEEN)	9430073	5/21/2012	Klean Kanteen, Inc.
CHINA	NAME (KID KANTEEN)	9430072	5/21/2012	Klean Kanteen, Inc.
CHINA	NAME (KID KANTEEN)	9565872	7/7/2012	Klean Kanteen, Inc.
CHINA	NAME (KID KANTEEN)	9430071	5/21/2012	Klean Kanteen, Inc.
CHINA	NAME (KID KANTEEN)	9430074	5/21/2012	Klean Kanteen, Inc.
US	BYOS LOGO	4136125	6/1/2012	Klean Kanteen, Inc.
AUSTRALIA	BYOS LOGO	1402437	2/4/2011	Klean Kanteen, Inc.
CHINA	BYOS LOGO	9030998	1/21/2012	Klean Kanteen, Inc.
CHINA	BYOS LOGO	9031200	9/14/2012	Klean Kanteen, Inc.
EU	BYOS LOGO	9641044	6/1/2012	Klean Kanteen, Inc.
JAPAN	BYOS LOGO	5461165	1/6/2012	Klean Kanteen, Inc.
US	BRING YOUR OWN STEEL LOGO	4,295,998	2/26/2013	Klean Kanteen, Inc.
AUSTRALIA	BRING YOUR OWN STEEL LOGO			Klean Kanteen, Inc.
CHINA	BRING YOUR OWN STEEL LOGO	9031198	6/14/2012	Klean Kanteen, Inc.
CHINA	BRING YOUR OWN STEEL LOGO	9031197	7/7/2012	Klean Kanteen, Inc.
EU	BRING YOUR OWN STEEL LOGO	9641085	6/10/2011	Klean Kanteen, Inc.
JAPAN	BRING YOUR OWN STEEL LOGO	546116	1/6/2012	Klean Kanteen, Inc.
US	EAT DRINK AND BE WARY	4,309,460	3/26/2013	Klean Kanteen, Inc.
US	SWING LOK CAP	4,649,410	12/2/2014	Klean Kanteen, Inc.
CHINA	SWING LOK CAP	9031199	5/14/2012	Klean Kanteen, Inc.
EU	SWING LOK CAP	9641192	6/10/2011	Klean Kanteen, Inc.
JAPN	SWING LOK CAP	5451609	11/18/2011	Klean Kanteen, Inc.
US	TARE IT UP	4,495,100	3/11/2014	Klean Kanteen, Inc.
CHINA	TARE IT UP		9/21/2013	Klean Kanteen, Inc.
EU	TARE IT UP	9641259	6/10/2011	Klean Kanteen, Inc.
JAPAN	TARE IT UP	5440520	9/22/2011	Klean Kanteen, Inc.
US		4,491,411	3/4/2014	Klean Kanteen, Inc.
CHINA				Klean Kanteen, Inc.

Country	Trademark	Registration #	Issue Date	Owner
CHINA		NO. 10450720	1/28/2014	Klean Kanteen, Inc.
EU		9641226	6/10/2011	Klean Kanteen, Inc.
JAPAN		5440521	9/22/2011	Klean Kanteen, Inc.
US	KLEAN KANTEEN (NAME)	3141907	9/12/2006	Klean Kanteen, Inc.
CHINA	KLEAN KANTEEN (NAME)	8810048	11/21/2011	Klean Kanteen, Inc.
CHINA	KLEAN KANTEEN (NAME)	7541472	10/7/2010	Klean Kanteen, Inc.
CTM (EUROPE)	KLEAN KANTEEN (NAME)	011457603	5/9/2013	Klean Kanteen, Inc.
CHINA	KLEAN KANTEEN (NAME)	8810049	11/21/2011	Klean Kanteen, Inc.
JAPAN	KLEAN KANTEEN (NAME)	5504641	6/29/2012	Klean Kanteen, Inc.
NORWEGIAN	KLEAN KANTEEN (NAME)		12/13/2013	Klean Kanteen, Inc.
US		3,642,676	6/23/2009	Klean Kanteen, Inc.
CTM (EUROPE)		011457637	5/24/2013	Klean Kanteen, Inc.
CHINA		8810046	11/21/2011	Klean Kanteen, Inc.
CHINA				Klean Kanteen, Inc.
CHINA		8810047	11/21/2011	Klean Kanteen, Inc.

Country	Trademark	Registration #	Issue Date	Owner
JAPAN		5504640	6/29/2012	Klean Kanteen, Inc.
NORWEGIAN			12/13/2013	Klean Kanteen, Inc.
CHINA	ABRIV. (KK)	9781633	9/28/2012	Klean Kanteen, Inc.
US	NAME (KLEAN KANISTER)			Klean Kanteen, Inc.
AUSTRALIA	NAME (KLEAN KANISTER)	1431448	6/17/2011	Klean Kanteen, Inc.
CHINA	NAME (KLEAN KANISTER)			Klean Kanteen, Inc.
EU	NAME (KLEAN KANISTER)	10073476	6/24/2011	Klean Kanteen, Inc.
JAPAN	NAME (KLEAN KANISTER)	5478691	3/27/2012	Klean Kanteen, Inc.
US	NAME (ONE PLANET, ONE YOU)	363954	?	Klean Kanteen, Inc.
AUSTRALIA	BRING YOUR OWN	Pending		Klean Kanteen, Inc.
CANADA	BRING YOUR OWN	Pending		Klean Kanteen, Inc.
CHILE	BRING YOUR OWN	Pending		Klean Kanteen, Inc.
CHINA	BRING YOUR OWN	Pending		Klean Kanteen, Inc.
UK	BRING YOUR OWN	Pending		Klean Kanteen, Inc.
JAPAN	BRING YOUR OWN	Pending		Klean Kanteen, Inc.
US	NAME (#BRINGYOUROWN)	4,841,551	10/27/2015	Klean Kanteen, Inc.
US	NAME (CUP KARMA)	4,844,633	11/3/2015	Klean Kanteen, Inc.
US	NAME (STRONG-AS-STEEL GUARANTEE)	N/A	4/1/2016	Klean Kanteen, Inc.
US	NAME (LESS IS MORE)	N/A	4/1/2016	Klean Kanteen, Inc.
US	NAME (BUSINESS FOR GOOD)	N/A	4/1/2016	Klean Kanteen, Inc.
US	NAME (CHOOSE STAINLESS)	N/A	4/1/2016	Klean Kanteen, Inc.

Schedule B -- Patents

Country	Patent Title	Patent # / (Application #)	Issue Date/ (File Date)	Owner
US	SPORT CAP 2.0	D614,440	4/27/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	SIPPY SPOUT	D599,616	9/8/2009	Klean Kanteen, Inc. & Donald G. Carlson
US	POLY LOOP CAP	D616,743	6/1/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	STEEL CONTAINER W/POLY LID	D612,240	3/23/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	FLIP D-RING	D612, 235	3/23/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	12oz WIDE KANTEEN	D633,794	3/8/2011	Klean Kanteen, Inc. & Donald G. Carlson
US	18oz WIDE KANTEEN	D633,795	3/8/2011	Klean Kanteen, Inc. & Donald G. Carlson
US	27oz WIDE KANTEEN	D633,796	3/8/2011	Klean Kanteen, Inc. & Donald G. Carlson
US	40oz WIDE KANTEEN	D633,797	3/8/2011	Klean Kanteen, Inc. & Donald G. Carlson
US	64oz WIDE KANTEEN	D633,798	3/8/2011	Klean Kanteen, Inc. & Donald G. Carlson
US	128oz WIDE KANTEEN	D633,799	3/8/2011	Klean Kanteen, Inc. & Donald G. Carlson
US	12OZ INSULATED KANTEEN	D629,691	12/2/2012	Klean Kanteen, Inc. & Donald G. Carlson
US	16OZ INSULATED KANTEEN	D626,416	11/2/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	20OZ INSULATED KANTEEN	D629,689	12/2/2012	Klean Kanteen, Inc. & Donald G. Carlson
US	INSULATED KANTEEN	D629,690	12/2/2012	Klean Kanteen, Inc. & Donald G. Carlson
AUSTRALIA	INSULATED KANTEEN	330469	4/23/2010	Klean Kanteen, Inc. & Donald G. Carlson
CANADA	INSULATED KANTEEN	134727	10/25/2011	Klean Kanteen, Inc. & Donald G. Carlson
CHINA	INSULATED KANTEEN	ZL 201030144211.5.	5/14/2011	Klean Kanteen, Inc. & Donald G. Carlson
European Community	INSULATED KANTEEN	1686700	3/25/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	INSULATED KANTEEN-BASIC BOTTLE	D626,414	11/2/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	CAFÉ CAP	D614, 955	5/4/2010	Klean Kanteen, Inc. & Donald G. Carlson

Country	Patent Title	Patent # / (Application #)	Issue Date/ (File Date)	Owner
US	WIDE LOOP CAP	D616,744	6/1/2010	Klean Kanteen, Inc. & Donald G. Carlson
CHINA	INSULATED KANTEEN W/LIDS	201020545768.4	7/13/2011	Klean Kanteen, Inc. & Donald G. Carlson
US	REFLECT CAP	D620,357	7/27/2010	Klean Kanteen, Inc. & Donald G. Carlson
AUSTRALIA	REFLECT CAP	331519	6/29/2010	Klean Kanteen, Inc. & Donald G. Carlson
CANADA	REFLECT CAP	135912	4/7/2011	Klean Kanteen, Inc. & Donald G. Carlson
CHINA	REFLECT CAP	ZL 201030243450.6	6/14/2011	Klean Kanteen, Inc. & Donald G. Carlson
European Community	REFLECT CAP	1725243	6/29/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	UNIBODY SS FLAT CAP	D620,358	7/27/2010	Klean Kanteen, Inc. & Donald G. Carlson
AUSTRALIA	UNIBODY SS FLAT CAP	331587	7/5/2010	Klean Kanteen, Inc. & Donald G. Carlson
CANADA	UNIBODY SS FLAT CAP	135911	4/7/2011	Klean Kanteen, Inc. & Donald G. Carlson
CHINA	UNIBODY SS FLAT CAP	201030243471.8	7/13/2011	Klean Kanteen, Inc. & Donald G. Carlson
EU.ECD	UNIBODY SS FLAT CAP	1725235	6/29/2010	Klean Kanteen, Inc. & Donald G. Carlson
US	SIPPY SPOUT	D669,732	10/30/2012	Klean Kanteen, Inc.
AUSTRALIA	SIPPY SPOUT	340417	1/16/2012	Klean Kanteen, Inc.
CHINA	SIPPY SPOUT	ZL 201130473502.3	12/11/2011	Klean Kanteen, Inc.
EU. ECD	SIPPY SPOUT	1959206	12/7/2011	Klean Kanteen, Inc.
JAPAN	SIPPY SPOUT	1454658	10/5/2012	Klean Kanteen, Inc.
US	CLEAR CAP FOR SIPPY	D669,733	10/31/2012	Klean Kanteen, Inc.
AUSTRALIA	CLEAR CAP FOR SIPPY	340357	1/12/2012	Klean Kanteen, Inc.
CHINA	CLEAR CAP FOR SIPPY	ZL201130473504.2	4/24/2013	Klean Kanteen, Inc.
European Community	CLEAR CAP FOR SIPPY	1959222	12/7/2011	Klean Kanteen, Inc.
JAPAN	CLEAR CAP FOR SIPPY	1454659	10/5/2012	Klean Kanteen, Inc.
US	WIDE LOOP CAP	D620,798	8/3/2012	Klean Kanteen, Inc. & Donald G. Carlson
US	BOTTLE WITH INDENTATION AROUND MID SECTION	D655,571	3/13/2012	Klean Kanteen, Inc.

Country	Patent Title	Patent # / (Application #)	Issue Date/ (File Date)	Owner
US	BOTTLE WITH INDENTATION AROUND MID SECTION	D655,572	3/13/2012	Klean Kanteen, Inc.
US	ALL STAINLESS CAP	D680,431	4/23/2013	Klean Kanteen, Inc.
AUSTRALIA	ALL STAINLESS CAP	340804	2/9/2012	Klean Kanteen, Inc.
CHINA	ALL STAINLESS CAP	ZL 201230010932.6	10/13/2012	Klean Kanteen, Inc.
European Community	ALL STAINLESS CAP	1980400	1/24/2012	Klean Kanteen, Inc.
JAPAN	ALL STAINLESS CAP	1455059	10/12/2012	Klean Kanteen, Inc.
	ALL STAINLESS CAP	N/A	4/23/2013	Klean Kanteen, Inc.
US	NON INSULATED CANISTER	D680,387	4/23/2013	Klean Kanteen, Inc.
AUSTRALIA	NON INSULATED CANISTER	157142012	12/10/2012	Klean Kanteen, Inc.
CHINA	NON INSULATED CANISTER	ZL201230570000.7	5/1/2013	Klean Kanteen, Inc.
European Community	NON INSULATED CANISTER	2146308	12/3/2012	Klean Kanteen, Inc.
JAPAN	NON INSULATED CANISTER	1477520	7/19/2013	Klean Kanteen, Inc.
US	INSULATED CANISTER	D679,960	4/16/2013	Klean Kanteen, Inc.
AUSTRALIA	INSULATED CANISTER	346754	2/7/2013	Klean Kanteen, Inc.
CHINA	INSULATED CANISTER	ZL201230569732.4	5/1/2013	Klean Kanteen, Inc.
European Community	INSULATED CANISTER	2146316	12/3/2012	Klean Kanteen, Inc.
JAPAN	INSULATED CANISTER	1477224	7/19/2013	Klean Kanteen, Inc.
US	INSULATED PINT	D750,436 S	3/1/2016	Klean Kanteen, Inc.
AUSTRALIA	INSULATED PINT	348222	4/19/2013	Klean Kanteen, Inc.
CHINA	INSULATED PINT	ZL 201330024134.3	1/25/2014	Klean Kanteen, Inc.
European Community	INSULATED PINT	2 171 926	1/24/2013	Klean Kanteen, Inc.
JAPAN	INSULATED PINT	1478232	8/2/2013	Klean Kanteen, Inc.
US	PINT LID	D727,681	4/28/2015	Klean Kanteen, Inc.
NORWAY	PINT LID	No. 084309	3/31/2014	Klean Kanteen, Inc.
CHINA	PINT LID	ZL 201330619139.0	12/12/2013	Klean Kanteen, Inc.
AUSTRALIA	PINT LID	No. 352980	12/17/2013	Klean Kanteen, Inc.
CANADA	PINT LID	No. 154273	6/27/2014	Klean Kanteen, Inc.
European Community	PINT LID	No. 2 368 282	12/12/2013	Klean Kanteen, Inc.
European	PINT LID	1508391	9/5/142014	Klean Kanteen, Inc.

Country	Patent Title	Patent # / (Application #)	Issue Date/ (File Date)	Owner
Community				
AUSTRALIA	CLOSURE/CAP ASSEMBLY	359347	12/11/2014	Klean Kanteen, Inc.
CHINA	CLOSURE/CAP ASSEMBLY	ZL 201430540543.3	12/11/2014	Klean Kanteen, Inc.
AUSTRALIA	CLOSURE/CAP ASSEMBLY	359447	12/11/2014	Klean Kanteen, Inc.
European Community	CLOSURE/CAP ASSEMBLY	2600130	12/17/2014	Klean Kanteen, Inc.
European Community	CLOSURE/CAP ASSEMBLY	2600155	12/17/2014	Klean Kanteen, Inc.
CANADA	CLOSURE/CAP ASSEMBLY	160223	10/16/2015	Klean Kanteen, Inc.
Japan	CLOSURE/CAP ASSEMBLY	1532394	7/31/2015	Klean Kanteen, Inc.
Japan	CLOSURE/CAP ASSEMBLY	1532395	7/31/2015	Klean Kanteen, Inc.
CHINA	CLOSURE/CAP ASSEMBLY	ZL 201430540147.0	12/19/2015	Klean Kanteen, Inc.
	VACUUM CLASSIC			Klean Kanteen, Inc.
CANADA	VACUUM CLASSIC	160222	11/3/2015	Klean Kanteen, Inc.
European Community	VACUUM CLASSIC	No. 2 693 069	4/30/2015	Klean Kanteen, Inc.
CHINA	VACUUM CLASSIC	No. ZL 201530126458.7	5/4/2015	Klean Kanteen, Inc.
CANADA	VACUUM CLASSIC	162182	11/10/2015	Klean Kanteen, Inc.
European Community	VACUUM CLASSIC	No. 2 693 077	4/30/2015	Klean Kanteen, Inc.
CHINA	VACUUM CLASSIC	No. ZL201530126535.9	5/4/2015	Klean Kanteen, Inc.
CANADA	VACUUM CLASSIC	162181	11/10/2015	Klean Kanteen, Inc.
European Community	VACUUM CLASSIC	No. 2 693 085	4/30/2015	Klean Kanteen, Inc.
CANADA	VACUUM CLASSIC	162180	11/10/2015	Klean Kanteen, Inc.
CHINA	VACUUM CLASSIC	No. ZL 201530126543.3	5/4/2015	Klean Kanteen, Inc.

TRADEMARK

RECORDED: 01/03/2017

REEL: 005956 FRAME: 0454