

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM444079

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MODELL'S II, INC.		09/18/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	JPMORGAN CHASE BANK, N.A.		
Street Address:	270 Park Avenue, 44th Floor		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	2188816	MODELL'S SPORTING GOODS	
Registration Number:	2197049	MODELL'S	
Registration Number:	3711573	TEAM WEEKS MODELL'S SPORTING GOODS	
Registration Number:	2176220	MVP MODELL'S VALUE PLAN	
Registration Number:	3577930	MVP MODELL'S SPORTING GOODS GOTTA GO TO	
Registration Number:	5146623	GOTTA GO TO MO'S	
Registration Number:	1989940	GOTTA GO TO MO'S	
Serial Number:	87291910	CORTLANDT	
CORRESPONDENCE DATA			
Fax Number:	2127557306		
<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:	(650)739-3939		
Email:	DebbieWu@JonesDay.com		
Correspondent Name:	JONES DAY		
Address Line 1:	250 VESEY STREET		
Address Line 4:	NEW YORK, NEW YORK 10281-1047		
ATTORNEY DOCKET NUMBER:	080461-625013		
NAME OF SUBMITTER:	Debbie Wu		

CH \$215.00 2188816

SIGNATURE:	/Debbie Wu/
DATE SIGNED:	09/21/2017
Total Attachments: 5 source=NAI_1503059119_1_Modell's - Notice of Grant of Security Interest in Trademarks (Execution Version)#page1.tif source=NAI_1503059119_1_Modell's - Notice of Grant of Security Interest in Trademarks (Execution Version)#page2.tif source=NAI_1503059119_1_Modell's - Notice of Grant of Security Interest in Trademarks (Execution Version)#page3.tif source=NAI_1503059119_1_Modell's - Notice of Grant of Security Interest in Trademarks (Execution Version)#page4.tif source=NAI_1503059119_1_Modell's - Notice of Grant of Security Interest in Trademarks (Execution Version)#page5.tif	

Notice of Grant of Security Interest in U.S. Trademarks

To: United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Security Agreement, dated as of June 30, 2011, as amended by that certain Amendment to Security Agreement, dated as of September 18, 2017 (as the same may be further amended, modified, extended or restated from time to time, the "Security Agreement"), by and among MODELL'S SPORTING GOODS, INC. (the "Company"), certain of the Company's subsidiaries (together with the Company, each a "Grantor", and collectively, the "Grantors"), and JPMORGAN CHASE BANK, N.A. (the "Administrative Agent"), the undersigned has granted a continuing security interest in and to, and lien upon, all right, title, and interest in the trademarks set forth on Exhibit A to the Administrative Agent.

The undersigned and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks may only be terminated in accordance with the terms of the Security Agreement.

[SIGNATURES ON FOLLOWING PAGES]

Very truly yours,

MODELL'S II, INC.,
as a Grantor

By: 

Name: Mitchell B. Modell

Title: Chief Executive Officer

[MODELL'S - NOTICE OF GRANT OF TRADEMARK SECURITY INTEREST]

TRADEMARK
REEL: 006159 FRAME: 0157

Acknowledged and Accepted:

JPMORGAN CHASE BANK, N.A.


By: 
Name: PAUL SUONO
Title: Authorized Officer

EXHIBIT A

U.S. TRADEMARK REGISTRATIONS AND APPLICATIONS

(see attached)

TRADEMARKS

Each of the Trademarks listed below are registered in the name of Modell's II, Inc.:

MODELL'S SPORTING GOODS® Issued: Sept 15, 1998 U. S. Reg. No. 2,188,816
Sec 8&15 filed 8/8/2008

Retail store services in the fields of men's, women's and children's sporting goods, footwear and apparel.

MODELL'S® Issued: Oct 20, 1998 U.S. Reg. No. 2,197,049
Sec 8&15 filed 8/8/2008

Retail store services in the fields of men's, women's and children's sporting goods, footwear and apparel.

TEAM WEEKS® Issued: Nov 17, 2009 U.S. Reg. No. 3,711,573
Sec 8&15 filed Nov 20, 2015

Retail store services in the fields of men's, women's and children's sporting goods, footwear and apparel, featuring in-store bonuses/inducements, incentive awards and giveaway programs for customers.

MODELL'S MVP VALUE PLAN® (circle medallion design) U.S. Reg. No. 2,176,220
Issued: July 28, 1998
Sec 8&15 filed: July 21, 2004

Retail store services in the field's of men's, women's and children's sporting goods, footwear and apparel featuring a frequent buyer plan for incentive awards.

Required maintenance filing of a section 8 affidavit has not been filed as the mark is no longer in use. It is anticipated that the mark will be cancelled by the US Patent and Trademark Office in due course.

MVP MODELL'S SPORTING GOODS GOTTA GO TO MO'S® U.S. Reg. No. 3,577,930
Issued: Feb 17, 2009
Sec 8&15 filed: Oct 21, 2014

Retail store services in the fields of men's, women's, and children's sporting goods, footwear and apparel featuring a frequent buyer plan for incentive awards.

CORTLANDT Filed: Jan 6, 2017 U.S. Serial No. 87291910
Filing Basis: 1B
Notice of Allowance: July 4, 2017

Bottoms and Tops; canvas, denim, and flannel pants; underwear; sweatshirts; t-shirts; footwear

GOTTA GO TO MO'S Issued: Feb 21, 2017 U.S. Reg. No. 5146623

Retail store services in the fields of men's, women's, and children's sporting goods, footwear, and apparel.

GOTTA GO TO MO'S (Drawing) Issued: July 30, 1996 U.S. Reg. No. 1989940
Sec 8 (10yr) filed: Oct 3, 2016

Retail store services in the fields of men's, women's and children's sporting goods, footwear and apparel.