

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM519442

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Confluence Outdoor, LLC		04/12/2019	Limited Liability Company: DELAWARE
Papa Hana, LLC		04/12/2019	Limited Liability Company: CALIFORNIA

RECEIVING PARTY DATA

Name:	ACF FINCO I LP
Street Address:	560 White Plains Road
Internal Address:	Suite 400
City:	Tarrytown
State/Country:	NEW YORK
Postal Code:	10591
Entity Type:	Limited Partnership: DELAWARE

PROPERTY NUMBERS Total: 42

Property Type	Number	Word Mark
Registration Number:	3533690	PHASE 3 OUTFITTING
Registration Number:	3533691	PHASE 3 LITE OUTFITTING
Registration Number:	5601666	HELIX MD
Registration Number:	2035561	
Registration Number:	1270592	PERCEPTION
Registration Number:	1272456	
Registration Number:	4289140	AT
Registration Number:	2151856	DAGGER
Registration Number:	4752501	DURAWEAVE
Registration Number:	2773982	HARMONY
Registration Number:	2214393	MAINSTREAM
Registration Number:	3533694	ZONE
Registration Number:	2512108	ADVENTURE TECHNOLOGY
Registration Number:	4528354	BOMBER GEAR
Registration Number:	1478616	
Registration Number:	2876635	

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TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3471913	
Registration Number:	5590650	HELIX PD
Registration Number:	3533689	PHASE 3
Registration Number:	2435333	WAVE SPORT
Registration Number:	2158103	WILDERNESS SYSTEMS
Registration Number:	1478617	MAD RIVER CANOE
Registration Number:	2516461	
Registration Number:	2516462	
Registration Number:	3115913	HARMONY
Registration Number:	4712481	
Registration Number:	4154754	WILDERNESS SYSTEMS
Serial Number:	88182253	
Serial Number:	87543621	WILDY
Serial Number:	87543626	THE WORLD'S MOST COMFORTABLE KAYAKS
Registration Number:	3841067	PADDLE IT FORWARD
Serial Number:	87657174	CRNT
Serial Number:	87657182	FROTH!
Registration Number:	4121955	BOARDWORKS
Registration Number:	4121904	SHUBU
Registration Number:	4415671	WAKESUP
Registration Number:	4121954	
Registration Number:	4712248	WE LIVE WATER
Registration Number:	4228872	SHUBU SHOW UP & BLOW UP
Registration Number:	3575812	BOARDFISHER
Serial Number:	87774759	PADDLE NOW, PAY LATER
Serial Number:	85398512	YOGA MAT

CORRESPONDENCE DATA

Fax Number:

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.

Email: trademarks@agg.com

Correspondent Name: Anuj Desai | Arnall Golden Gregory LLP

Address Line 1: 171 17th St NW

Address Line 2: Suite 2100

Address Line 4: Atlanta, GEORGIA 30363

ATTORNEY DOCKET NUMBER: 32158.9

NAME OF SUBMITTER: Anuj Desai

SIGNATURE: /Anuj Desai/

DATE SIGNED:	04/17/2019
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Total Attachments: 6

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April 12, 2019

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 Loan and Security Agreement, dated as of the date hereof (the "**Loan Agreement**"), among ACF FINCO I LP, a Delaware limited partnership, as administrative and collateral agent ("**Agent**") for the Lenders (as defined therein), CONFLUENCE OUTDOOR, LLC, a limited liability company organized under the laws of the state of Delaware ("**Confluence USA**"), PAPA HANA, LLC, a limited liability company organized under the laws of the State of California ("**Papa Hana**"); and together with Confluence USA, each individually an "**Assignor**" and collectively, "**Borrowers**") and the Lenders, the Assignors have granted a continuing security interest in and to, and lien upon, all right, title and interest in the trademarks shown below to Agent, for the benefit of the Lenders:

Trademark	Registration No.	Registration Date	Owner
Phase 3 Outfitting	3,533,690	11/8/2008	Confluence Outdoor, LLC
Phase 3 Lite Outfitting	3,533,691	11/18/2008	Confluence Outdoor, LLC
Helix MD	5,601,666	11/6/2018	Confluence Outdoor, LLC
*Design only	2,035,561	2/4/1997	Confluence Outdoor, LLC
PERCEPTION	1,270,592	3/20/1984	Confluence Outdoor, LLC
*Design only	1,272,456	4/3/1984	Confluence Outdoor, LLC
AT	4,289,140	2/12/2013	Confluence Outdoor, LLC
DAGGER	2,151,856	4/21/1996	Confluence Outdoor, LLC
DURAWEAVE	4,752,501	6/9/2015	Confluence Outdoor, LLC
HARMONY	2,773,982	10/4/2003	Confluence Outdoor, LLC
MAINSTREAM	2,214,393	12/29/1998	Confluence Outdoor, LLC

ZONE	3,533,694	11/18/2008	Confluence Outdoor, LLC
ADVENTURE TECHNOLOGY	2,512,108	11/27/2001	Confluence Outdoor, LLC
Bomber Gear	4,528,354	5/13/2014	Confluence Outdoor, LLC
Design only	1,478,616	3/1/1988	Confluence Outdoor, LLC
Design only	2,876,635	8/8/2014	Confluence Outdoor, LLC
Design only	3,471,913	7/22/2008	Confluence Outdoor, LLC
HELIX PD	5,590,650	10/23/2018	Confluence Outdoor, LLC
PHASE 3	3,533,689	3/31/2008	Confluence Outdoor, LLC
WAVE SPORT	2,435,333	3/13/2001	Confluence Outdoor, LLC
WILDERNESS SYSTEMS	2,158,103	5/19/1998	Confluence Outdoor, LLC
Mad River Canoe	1,478,617	3/1/1988	Confluence Outdoor, LLC
Design only	2,516,461	12/11/2001	Confluence Outdoor, LLC
Design only	2,516,462	12/11/2001	Confluence Outdoor, LLC
HARMONY	3,115,913	7/18/2006	Confluence Outdoor, LLC
Design only	4,712,481	3/31/2005	Confluence Outdoor, LLC

WILDERNESS SYSTEMS	4,154,754	6/5/2012	Confluence Outdoor, LLC
Design only	Serial No. 88-182,253	Filing – 11/5/2018	
WILDY	Serial No. 87-543,621	Filing – 7/27/2017	Confluence Outdoor, LLC
THE WORLD'S MOST COMFORTABLE KAYAKS	Serial No. 87-543,626	Filing – 7/26/2017	Confluence Outdoor, LLC
BOMBER GEAR	Serial No. 85-980,521	Filing – 6/5/2012	Confluence Outdoor, LLC
PADDLE IT FORWARD	3,841,067	8/31/2010	Confluence Outdoor, LLC
CRNT	Serial No.. 87-657,174	Filing - 10/24/17	Papa Hana, LLC
FROTH!	Serial No. 87-657,182	Filing - 10/24/17	Papa Hana, LLC
BOARDWORKS	4,121,955	4/3/2012	Papa Hana, LLC
SHUBU	4,121,904	4/3/2012	Papa Hana, LLC
WAKESUP	4,415,671	10/8/2013	Papa Hana, LLC
Design Only	4,121,954	4/3/2012	Papa Hana, LLC
WE LIVE WATER	4,712,248	3/31/2015	Papa Hana, LLC
SHUBU SHOW UP & BLOW UP	4,228,872	10/23/2012	Papa Hana, LLC
BOARDFISHER	3,575,812	2/17/2009	Papa Hana, LLC
PADDLE NOW, PAY LATER	Serial No. 87-774, 759	1/29/2018	Confluence Outdoor, LLC
YOGA MAT	Serial No. 85-398,512	8/15/11	Papa Hana, LLC

The undersigned Assignors and Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Loan Agreement and (ii) is not to be construed as an assignment of any trademarks.

[Signatures on following page]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by its officer duly authorized as of the day and year first above written.

ASSIGNORS:

CONFLUENCE OUTDOOR, LLC,

a Delaware limited liability company

By: 

Name: Wayne Feasby

Its: Chief Financial Officer

PAPA HANA, LLC,

a California limited liability company

By: 

Name: Wayne Feasby

Its: Chief Financial Officer

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

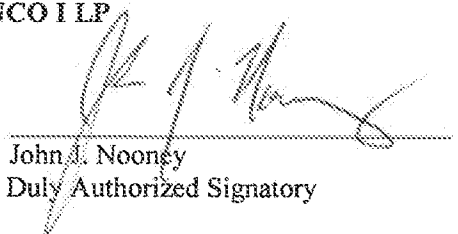
AGENT:

ACF FINCO I LP

By:

Name: John J. Nooney

Its: Duly Authorized Signatory

A handwritten signature in black ink, appearing to read "John J. Nooney", is written over a horizontal dotted line. The signature is stylized and cursive.

Trademark Security Agreement
13352871

RECORDED: 04/17/2019

TRADEMARK
REEL: 006621 FRAME: 0402