

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM520969

|                              |                   |
|------------------------------|-------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT    |
| <b>NATURE OF CONVEYANCE:</b> | SECURITY INTEREST |

## CONVEYING PARTY DATA

| Name              | Formerly | Execution Date | Entity Type                   |
|-------------------|----------|----------------|-------------------------------|
| M.S. Walker, Inc. |          | 04/26/2019     | Corporation:<br>MASSACHUSETTS |

## RECEIVING PARTY DATA

|                        |                                     |
|------------------------|-------------------------------------|
| <b>Name:</b>           | Citizens Bank, N.A.                 |
| <b>Street Address:</b> | 28 State Street                     |
| <b>City:</b>           | Boston                              |
| <b>State/Country:</b>  | MASSACHUSETTS                       |
| <b>Postal Code:</b>    | 02109                               |
| <b>Entity Type:</b>    | National Association: UNITED STATES |

## PROPERTY NUMBERS Total: 41

| Property Type        | Number   | Word Mark                            |
|----------------------|----------|--------------------------------------|
| Registration Number: | 2099387  | ALLEN'S                              |
| Registration Number: | 3507316  | BAROCA                               |
| Registration Number: | 5387419  | BOLDLY UNITED                        |
| Registration Number: | 0668477  | CALDWELL'S                           |
| Registration Number: | 1747347  | CHYMES                               |
| Registration Number: | 4878418  | CONTOUR                              |
| Registration Number: | 0723953  | COSSACK                              |
| Serial Number:       | 87591992 | COSTA DO SOL                         |
| Registration Number: | 629676   | DON COSSACK                          |
| Registration Number: | 3854022  | EST. 1889 PRODUCT OF IRELAND         |
| Serial Number:       | 87946974 | GRAINGER'S DELUXE                    |
| Registration Number: | 3764803  | HARBOR TOWN                          |
| Registration Number: | 4489030  | INSPIRED                             |
| Registration Number: | 3755686  | INTEGRÉ                              |
| Registration Number: | 1067836  | JENKINS                              |
| Registration Number: | 3769174  | JOHN L.                              |
| Registration Number: | 3874946  | JOHN L. EST. 1889 PRODUCT OF IRELAND |
| Registration Number: | 1031903  | VIBRACUT                             |
| Registration Number: | 3709306  | JOHN L. SULLIVAN                     |

TRADEMARK

| Property Type        | Number   | Word Mark                   |
|----------------------|----------|-----------------------------|
| Registration Number: | 3870972  | JOHN L. SULLIVAN            |
| Registration Number: | 1013834  | R EAL                       |
| Registration Number: | 2101448  | KIMNOFF                     |
| Registration Number: | 4341368  |                             |
| Registration Number: | 4120649  | OH...SCHIST!                |
| Registration Number: | 4041252  | OH...SCHIST!                |
| Registration Number: | 1433166  | OLD NEW ENGLAND             |
| Registration Number: | 4890093  | PARADISE FOUND. SUNSET BAY. |
| Registration Number: | 1856911  | RAGIN' RED                  |
| Registration Number: | 4491047  | RON ROBERTO                 |
| Registration Number: | 4775007  | RUBINOFF                    |
| Registration Number: | 5728135  | SHAPED OUTSIDE THE LINES    |
| Registration Number: | 4813691  | SHARE SOME IRISH SPIRIT     |
| Registration Number: | 2288184  | SPASSO                      |
| Registration Number: | 4503073  | ST. ELDER                   |
| Registration Number: | 4192109  | STONE FRUIT                 |
| Registration Number: | 4192111  | STONE FRUIT                 |
| Registration Number: | 4614090  | SUNSET BAY                  |
| Registration Number: | 5675803  |                             |
| Registration Number: | 1061348  | ZHENKA                      |
| Registration Number: | 1986469  | COOL BLUE                   |
| Serial Number:       | 87184721 | THE GARGOYLE                |

**CORRESPONDENCE DATA**

Fax Number: 6179518736

*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: 6173417729

Email: katarzyna.gaysunas@morganlewis.com

Correspondent Name: Katarzyna Gaysunas

Address Line 1: 1 Federal Street

Address Line 2: c/o Morgan lewis Bockius LLP

Address Line 4: Boston, MASSACHUSETTS 02110

|                    |                      |
|--------------------|----------------------|
| NAME OF SUBMITTER: | Katarzyna Gaysunas   |
| SIGNATURE:         | /Katarzyna Gaysunas/ |
| DATE SIGNED:       | 04/26/2019           |

**Total Attachments: 10**

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GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

**April 26, 2019**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, the undersigned (the "Grantor"), hereby grants (this "Grant") to CITIZENS BANK, N.A., as bank (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 set forth on Schedule A attached hereto (the "Marks"), (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 Amended and Restated Loan and Security Agreement by, among others, the Grantor and the Grantee, dated as of November 30, 2009 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Loan and Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Loan and Security 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 Loan and Security Agreement, the provisions of the Loan and Security Agreement shall govern. Unless otherwise defined herein, capitalized terms shall have the meaning assigned to such term in the Loan and Security Agreement.


THIS GRANT AND ANY CLAIM, CONTROVERSY OR DISPUTE ARISING UNDER OR RELATED TO THIS GRANT AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS GRANT SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE COMMONWEALTH OF MASSACHUSETTS.

This Grant may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. Delivery of an executed counterpart of a signature page of this Grant by telecopy, pdf or other electronic transmission shall be as effective as delivery of a manually executed counterpart of this Grant.

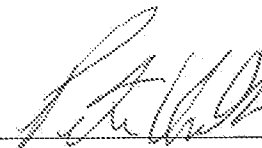
[Signature Page Follows.]

IN WITNESS WHEREOF, the undersigned have executed this Grant as a document under seal as of the date hereof.

M.S. WALKER, INC, as Grantor

By:   
Name: Douglas Shaw  
Title: Treasurer

CITIZENS BANK, N.A., as Grantee

By:   
Name: \_\_\_\_\_  
Title: Peter Yelle  
VP

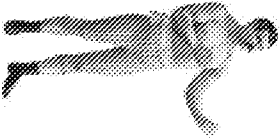

Schedule A

| Owner             | TM  | Country                  | App. No   | Reg. No | Reg. Date  | Int. Cls | TM Status  |
|-------------------|---|--------------------------|-----------|---------|------------|----------|------------|
| M.S. Walker, Inc. | ALLENIS   | United States of America | 75/175330 | 2099387 | 9/23/1997  | 33       | Registered |
| M.S. Walker, Inc. | BAROCA  | United States of America | 77/263829 | 3507316 | 9/30/2008  | 33       | Registered |
| M.S. Walker, Inc. | BOLDLY UNITED   | United States of America | 87/028459 | 5387419 | 1/23/2018  | 33       | Registered |
| M.S. Walker, Inc. | CALDWELL'S  | United States of America | 72/019738 | 0668477 | 10/14/1958 | 33       | Registered |
| M.S. Walker, Inc. | CHYMES  | United States of America | 74/231161 | 1747347 | 1/19/1993  | 33       | Registered |
| M.S. Walker, Inc. | CONTOUR   | United States of America | 86/418545 | 4878418 | 12/29/2015 | 33       | Registered |
| M.S. Walker, Inc. |  | United States of America | 72/114288 | 0723953 | 11/14/1961 | 33       | Registered |
| M.S. Walker, Inc. | COSTA DO SOL  | United States of America | 87/591992 | N/A     | N/A        | 33       | Allowed    |



| Owner             | TM  | Country                  | App. No   | Reg. No | Reg. Date | Int. Cls | TM Status  |
|-------------------|---|--------------------------|-----------|---------|-----------|----------|------------|
| M.S. Walker, Inc. |  | United States of America | 71/698941 | 629676  | 6/26/1956 | 33       | Registered |
| M.S. Walker, Inc. |   | United States of America | 85/018086 | 3854022 | 9/28/2010 | 33       | Registered |
| M.S. Walker, Inc. | GRAINGER'S DELUXE   | United States of America | 87/946974 | N/A     | N/A       | 33       | Published  |
| M.S. Walker, Inc. | HARBOR TOWN   | United States of America | 77/625522 | 3764803 | 3/23/2010 | 33       | Registered |
| M.S. Walker, Inc. | INSPIRED  | United States of America | 85/603567 | 4489030 | 2/25/2014 | 33       | Registered |
| M.S. Walker, Inc. | INTEGRÉ   | United States of America | 77/590297 | 3755686 | 3/2/2010  | 33       | Registered |

| Owner             | TM   | Country  | App. No   | Reg. No | Reg. Date  | Int. Cls | TM Status  |
|-------------------|--|--|-----------|---------|------------|----------|------------|
| M.S. Walker, Inc. | JENKINS  | United States of America   | 73/093827 | 1067836 | 6/14/1977  | 33       | Registered |
| M.S. Walker, Inc. | JOHN L.  | United States of America   | 77/730701 | 3769174 | 3/30/2010  | 33       | Registered |
| M.S. Walker, Inc. |  | United States of America   | 77/934057 | 3874946 | 11/9/2010  | 33       | Registered |
| M.S. Walker, Inc. |   | International Registration designating the European Union and the United Kingdom | 1031903   | 1031903 | 2/16/2010  | 33       | Registered |
| M.S. Walker, Inc. | JOHN L. SULLIVAN   | United States of America   | 77/313225 | 3709306 | 11/10/2009 | 33       | Registered |
| M.S. Walker, Inc. | JOHN L. SULLIVAN   | United States of America   | 77/570821 | 3870972 | 11/2/2010  | 25       | Registered |

| Owner             | TM  | Country  | App. No   | Reg. No | Reg. Date  | Int. Cls | TM Status  |
|-------------------|---|--|-----------|---------|------------|----------|------------|
| M.S. Walker, Inc. | John L. Sullivan  | International Registration designating the European Union and the United Kingdom | 1013834   | 1013834 | 9/10/2009  | 33       | Registered |
| M.S. Walker, Inc. | KIMNOFF   | United States of America   | 75/175341 | 2101448 | 9/30/1997  | 33       | Registered |
| M.S. Walker, Inc. |  | United States of America   | 85/671512 | 4341368 | 5/28/2013  | 33       | Registered |
| M.S. Walker, Inc. | OH SCHISTI  | United States of America   | 85/256090 | 4120649 | 4/3/2012   | 33       | Registered |
| M.S. Walker, Inc. |  | United States of America   | 85/256992 | 4041252 | 10/18/2011 | 33       | Registered |

| Owner             | TM                          | Country                  | App. No   | Reg. No | Reg. Date  | Int. Cls | TM Status                          |
|-------------------|-----------------------------|--------------------------|-----------|---------|------------|----------|------------------------------------|
| M.S. Walker, Inc. | <i>Old New England</i>      | United States of America | 73/504124 | 1433166 | 3/17/1987  | 33       | Registered                         |
| M.S. Walker, Inc. | PARADISE FOUND. SUNSET BAY. | United States of America | 86/256561 | 4890093 | 1/19/2016  | 33       | Registered                         |
| M.S. Walker, Inc. | RAGIN' RED                  | United States of America | 74/456022 | 1856911 | 10/4/1994  | 33       | Registered                         |
| M.S. Walker, Inc. | RON ROBERTO                 | United States of America | 86/019931 | 4491047 | 3/4/2014   | 33       | Registered                         |
| M.S. Walker, Inc. | RUBINOFF                    | United States of America | 85/953479 | 4775007 | 7/21/2015  | 33       | Registered                         |
| M.S. Walker, Inc. | SHAPED OUTSIDE THE LINES    | United States of America | 86/727372 | 5728135 | 4/16/2019  | 33       | Registered                         |
| M.S. Walker, Inc. | SHARE SOME IRISH SPIRIT     | United States of America | 86/167729 | 4813691 | 9/15/2015  | 33       | Registered                         |
| M.S. Walker, Inc. | SPASSO                      | United States of America | 75/361942 | 2288184 | 10/19/1999 | 33       | Registered                         |
| M.S. Walker, Inc. | ST. ELDER                   | United States of America | 85/857841 | 4503073 | 3/25/2014  | 33       | Registered                         |
| M.S. Walker, Inc. | STONE FRUIT                 | United States of America | 85/256103 | 4192109 | 8/14/2012  | 33       | Registered (Supplemental Register) |

| Owner             | TM  | Country                  | App. No   | Reg. No | Reg. Date | Int. Cls | TM Status                             |
|-------------------|---|--------------------------|-----------|---------|-----------|----------|---------------------------------------|
| M.S. Walker, Inc. | <b>STONE<br/>FRUIT</b>  | United States of America | 85/256967 | 4192111 | 8/14/2012 | 33       | Registered<br>(Supplemental Register) |
| M.S. Walker, Inc. | <b>SUNSET BAY</b>   | United States of America | 85/256096 | 4614090 | 9/30/2014 | 33       | Registered                            |
| M.S. Walker, Inc. | THE GARGOYLE  | United States of America | 87/184721 | N/A     | N/A       | 33       | Allowed                               |
| M.S. Walker, Inc. |  | United States of America | 87/287645 | 5675803 | 2/12/2019 | 33       | Registered                            |
| M.S. Walker, Inc. | ZHENKA  | United States of America | 73/092791 | 1061348 | 3/15/1977 | 33       | Registered                            |
| M.S. Walker, Inc. | COOL BLUE   | United States of America | 744555500 | 1986469 | 7/16/1996 | 33       | Registered                            |

TRADEMARK

REEL: 006630 FRAME: 0646