

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM539674

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Franklin Sports, Inc.		02/21/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A.		
Street Address:	100 Federal Street		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 59			
Property Type	Number	Word Mark	
Registration Number:	4259297	NEO-100	
Registration Number:	4259299	INFINITE WEB	
Registration Number:	4404468	NEO-FIT	
Registration Number:	4398651	POWER FORCE	
Registration Number:	4292388	PRO COMMANDER	
Registration Number:	4404592	FLYBACK	
Registration Number:	4487067	BLACK TOP	
Registration Number:	4641774	FIBERTECH	
Registration Number:	4641775	PITCH-ROCKET	
Registration Number:	4641933	INDESTRUCT-A-BALL	
Registration Number:	4396310	FLEXI CONES	
Registration Number:	4512493	GLIDE TECH	
Registration Number:	4512494	QUIKSET	
Registration Number:	4512495	POWER FUSION	
Registration Number:	4458238	STREET EXTREME	
Registration Number:	4443930	PITCH-N-HIT	
Registration Number:	4516506	SWITCH-HITTER	
Registration Number:	4571246	HARD COURT	
Registration Number:	5119812	SHOK-WAVE	

CH \$1490.00 4259297

Property Type	Number	Word Mark
Registration Number:	4753098	STINGER
Registration Number:	4641066	INSANITY
Registration Number:	4725279	KONG-AIR SPORTS
Registration Number:	4645266	SHOT ZONE
Registration Number:	4649326	FLEXPRO
Registration Number:	4753250	DEK-TEK
Registration Number:	4753276	SPYDERBALL VORTEX
Registration Number:	4852496	NEO-GRIP
Registration Number:	4933928	RUBBER-TEK
Registration Number:	5069453	LAUNCH RAMP
Registration Number:	5050812	STINGER BEE
Registration Number:	5248437	CFS CONTOUR FIT SYSTEM
Registration Number:	5051126	BEACH BUMZ
Registration Number:	5403546	AQUATICZ
Registration Number:	5131804	ATV HUMMER
Registration Number:	5054728	DIGITEK
Registration Number:	5082248	TRAIN LIKE THE PROS
Registration Number:	5054780	PICKLEBALL-X
Registration Number:	5257904	"LIGHT" STRIKE "L" AND "S"
Registration Number:	5538245	GO-PRO
Registration Number:	5403312	COLOR BLAST
Registration Number:	5311446	AMBUSH
Registration Number:	5350523	POWER X
Registration Number:	5329800	STREET OPS
Serial Number:	87566187	FIRESTORM
Serial Number:	87620929	RIVER PARTY
Serial Number:	87621099	SUNBLOCKER SPORT UMBRELLA
Serial Number:	87622349	· PREMIUM · FRANKLIN PET SUPPLY CO
Serial Number:	87644064	I-COLOR
Serial Number:	87738724	SHED-MASTER
Serial Number:	87783108	ARCTIC TRAILS
Serial Number:	87917106	GROW-WITH-ME
Serial Number:	87926232	POWERSTRAP
Serial Number:	87956539	BRELLA-TEK
Serial Number:	88096951	S SIDELINE
Serial Number:	88126001	JOIN THE FAM
Serial Number:	88126017	OUR FAMILY PLAYS FOR OCTOBER
Serial Number:	88286839	NEO-GRIP

Property Type	Number	Word Mark
Serial Number:	88286842	STREET PACK
Registration Number:	4641776	HEAVY-HITTER

CORRESPONDENCE DATA

Fax Number: 8883259172

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: 617-239-0567

Email: carla.hines@lockelord.com

Correspondent Name: Carla Hines

Address Line 1: 111 Huntington Avenue

Address Line 2: Locke Lord LLP

Address Line 4: Boston, MASSACHUSETTS 02199

ATTORNEY DOCKET NUMBER:	1428636.00017
--------------------------------	---------------

NAME OF SUBMITTER:	Carla Hines
---------------------------	-------------

SIGNATURE:	/s/ Carla Hines
-------------------	-----------------

DATE SIGNED:	09/06/2019
---------------------	------------

Total Attachments: 6

source=franklintsa#page1.tif

source=franklintsa#page2.tif

source=franklintsa#page3.tif

source=franklintsa#page4.tif

source=franklintsa#page5.tif

source=franklintsa#page6.tif

SECURITY AGREEMENT (TRADEMARKS)

February 21, 2019

WHEREAS Franklin Sports, Inc. (the "Pledgor"), a Delaware corporation whose principal place of business is located at 17 Campanelli Parkway, Stoughton, Massachusetts is the owner and user of the United States registered trademarks and/or trademark applications listed on the attached Schedule A (collectively, the "Trademarks");

WHEREAS Pledgor has entered into that certain Amended and Restated Credit and Security Agreement dated as of January 15, 2003 (as amended, restated, supplemented or modified from time to time, the "Credit Agreement") between the Pledgor and Bank of America, N.A., as assignee of Banc of America Leasing & Capital, LLC (successor to Fleet Capital Corporation) (the "Lender"), pursuant to which the Pledgor has granted to the Lender a security interest in, among other things, the Trademarks;

WHEREAS the parties to the Credit Agreement contemplate and intend that, if an Event of Default (as defined in the Credit Agreement) shall occur and be continuing, the Lender shall have all rights of a secured party in and to the Trademarks and any proceeds thereof, including, without limitation, the right, to exercise its remedies under the Credit Agreement in connection with all of the Pledgor's right, title and interest in the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Pledgor hereby agrees as follows:

The Pledgor hereby reconfirms the terms of the Credit Agreement. The Pledgor further hereby pledges and mortgages to the Lender, and grants to the Lender a security interest in, all of the Pledgor's right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks, the registrations and/or applications for registration of the Trademarks, and all of the Pledgor's rights in and to any and all causes of action heretofore or hereafter accrued or accruing for infringement or threatened or alleged infringement of the Trademarks (collectively, the "Trademark Collateral").

The pledge and mortgage of, and grant of security interest in, the Trademark Collateral by the Pledgor pursuant hereto secures the payment of all Obligations (as defined in the Credit Agreement) now or hereafter existing under or in respect of the Credit Agreement and the other Loan Documents (as defined in the Credit Agreement).

The Pledgor authorizes and requests that the Commissioner of Patents and Trademarks and any other applicable United States government officer record this Security Agreement.

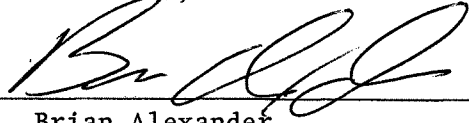
This Security Agreement has been entered into in connection with the Credit Agreement, and the Pledgor and the Lender each hereby acknowledges and agrees that the pledge, mortgage and grant of security interest hereunder to, and the rights and remedies of the Lender with respect to the Trademark Collateral are more fully set forth in the Credit Agreement, the terms and provisions of which are incorporated herein by reference.

This Security Agreement shall be governed by, and construed in accordance with the laws of The Commonwealth of Massachusetts.

This Security Agreement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single agreement.

IN WITNESS WHEREOF, each of the Pledgor and the Lender has caused this Security Agreement (Trademarks) to be duly executed and delivered by its officer thereunto duly authorized as of the date first written above.

FRANKLIN SPORTS, INC.

By: 
Name: Brian Alexander
Title: Vice President/Finance

BANK OF AMERICA, N.A., as assignee of Banc of America Leasing & Capital, LLC (successor to Fleet Capital Corporation)

By: _____
Name: Christopher M. O'Halloran
Title: Senior Vice President

(Signature Page to Trademark Security Agreement)

TRADEMARK
REEL: 006737 FRAME: 0737

IN WITNESS WHEREOF, each of the Pledgor and the Lender has caused this Security Agreement (Trademarks) to be duly executed and delivered by its officer thereunto duly authorized as of the date first written above.

FRANKLIN SPORTS, INC.

By: _____
Name:
Title:

BANK OF AMERICA, N.A., as assignee of Banc of America Leasing & Capital, LLC (successor to Fleet Capital Corporation)

By: _____
Name: Christopher M. O'Halloran
Title: Senior Vice President

SCHEDULE A**UNITED STATES REGISTERED TRADEMARKS**

Trademark	Registration Number	Owner
NEO-100	4259297	Franklin Sports, Inc.
INFINITE WEB	4259299	Franklin Sports, Inc.
NEO-FIT	4404468	Franklin Sports, Inc.
POWER FORCE	4398651	Franklin Sports, Inc.
PRO COMMANDER	4292388	Franklin Sports, Inc.
FLYBACK	4404592	Franklin Sports, Inc.
BLACK TOP	4487067	Franklin Sports, Inc.
FIBERTECH	4641774	Franklin Sports, Inc.
PITCH-ROCKET	4641775	Franklin Sports, Inc.
HEAVY-HITTER	4641776	Franklin Sports, Inc.
INDESTRUCT-A-BALL	4641933	Franklin Sports, Inc.
FLEXI CONES	4396310	Franklin Sports, Inc.
GLIDE TECH	4512493	Franklin Sports, Inc.
QUIKSET	4512494	Franklin Sports, Inc.
POWER FUSION	4512495	Franklin Sports, Inc.
STREET EXTREME	4458238	Franklin Sports, Inc.
PITCH-N-HIT	4443930	Franklin Sports, Inc.
SWITCH-HITTER	4516506	Franklin Sports, Inc.
HARD COURT	4571246	Franklin Sports, Inc.
SHOK-WAVE	5119812	Franklin Sports, Inc.
STINGER	4753098	Franklin Sports, Inc.
INSANITY	4641066	Franklin Sports, Inc.
KONG-AIR SPORTS and Design	4725279	Franklin Sports, Inc.
SHOT ZONE	4645266	Franklin Sports, Inc.
FLEXPRO	4649326	Franklin Sports, Inc.

Trademark	Registration Number	Owner
DEK-TEK	4753250	Franklin Sports, Inc.
SPYDERBALL VORTEX	4753276	Franklin Sports, Inc.
NEO-GRIP	4852496	Franklin Sports, Inc.
RUBBER-TEK	4933928	Franklin Sports, Inc.
LAUNCH RAMP	5069453	Franklin Sports, Inc.
STINGER BEE	5050812	Franklin Sports, Inc.
CFS CONTOUR FIT SYSTEM	5248437	Franklin Sports, Inc.
BEACH BUMZ	5051126	Franklin Sports, Inc.
AQUATICZ (Supp Reg)	5403546	Franklin Sports, Inc.
ATV HUMMER	5131804	Franklin Sports, Inc.
DIGITEK	5054728	Franklin Sports, Inc.
TRAIN LIKE PROS	5082248	Franklin Sports, Inc.
PICKLEBALL-X	5054780	Franklin Sports, Inc.
LIGHT STRIKE and Design	5257904	Franklin Sports, Inc.
GO-PRO and Design	5538245	Franklin Sports, Inc.
COLOR BLAST	5403312	Franklin Sports, Inc.
AMBUSH	5311446	Franklin Sports, Inc.
POWER X	5350523	Franklin Sports, Inc.
STREET OPS	5329800	Franklin Sports, Inc.

UNITED STATES TRADEMARK APPLICATIONS

Trademark	Serial Number	Owner
FIRESTORM	87566187	Franklin Sports, Inc.
RIVER PARTY	87620929	Franklin Sports, Inc.
SUNBLOCKER & Design	87621099	Franklin Sports, Inc.
FRANKLIN PET SUPPLY CO	87622349	Franklin Sports, Inc.

Trademark	Serial Number	Owner
I-COLOR	87644064	Franklin Sports, Inc.
SHED-MASTER	87738724	Franklin Sports, Inc.
ARTIC TRAILS	87783108	Franklin Sports, Inc.
GROW-WITH-ME	87917106	Franklin Sports, Inc.
POWERSTRAP	87926232	Franklin Sports, Inc.
BRELLA-TEK	87956539	Franklin Sports, Inc.
S SIDELINE & Design	88096951	Franklin Sports, Inc.
JOIN THE FAM	88126001	Franklin Sports, Inc.
OUR FAMILY PLAYS FOR OCTOBER	88126017	Franklin Sports, Inc.
NEO-GRIP	88286839	Franklin Sports, Inc.
STREET PACK	88286842	Franklin Sports, Inc.