

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM400530

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FLOOR AND DECOR OUTLETS OF AMERICA, INC.		09/30/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	UBS AG, STAMFORD BRANCH, AS ADMINISTRATIVE AGENT		
Street Address:	600 WASHINGTON BLVD.		
City:	STAMFORD		
State/Country:	CONNECTICUT		
Postal Code:	06901		
Entity Type:	BANKING CORPORATION: SWITZERLAND		
PROPERTY NUMBERS Total: 45			
Property Type	Number	Word Mark	
Registration Number:	3046691	&	
Registration Number:	5018912	AMERICAN SPIRIT	
Registration Number:	4847826	AQUAGUARD	
Registration Number:	4937273	CA CÔTE D'AZUR	
Registration Number:	3765143	CASA ANTICA	
Registration Number:	4380326	CASA MODERNA	
Registration Number:	4622609	DREAM	
Registration Number:	5002088	ECO FELT	
Registration Number:	3721863	ECO FOREST	
Registration Number:	3245555	ECO FOREST	
Registration Number:	4304982	ECOFELT	
Registration Number:	4477514	EXOTICA	
Registration Number:	4883131	EZ FOAM	
Registration Number:	4734497	F&D EXPRESS	
Registration Number:	4179951	F&D EXPRESS	
Registration Number:	4947930	FAIROAKS	
Registration Number:	4514307	FLOOR & DECOR	
Registration Number:	4583757	FLOOR & DECOR	
Registration Number:	3848810	FLOOR & DECOR	
TRADEMARK			

OP \$1140.00 3046691

Property Type	Number	Word Mark
Registration Number:	4309117	FLOOR & DECOR
Registration Number:	3468610	FLOOR & DECOR
Registration Number:	3110827	FLOOR & DECOR
Registration Number:	3102586	FLOOR & DECOR
Registration Number:	3102587	FLOOR & DECOR OUTLETS OF AMERICA
Registration Number:	4448928	FOREST BOUNTY
Registration Number:	4938404	HAMPSTEAD
Registration Number:	4836850	LIFESCAPES
Registration Number:	4919555	MANOR HOUSE
Registration Number:	4833616	NUCORE
Registration Number:	4530407	PEBBLINO MOSAICI
Registration Number:	4385453	PURE
Registration Number:	4429957	STRATO
Registration Number:	4895889	TARSUS
Registration Number:	4295928	TERRA CARA COLLECTION
Registration Number:	4437483	TIMBER HARVEST
Registration Number:	4426757	TIMBER HARVEST
Registration Number:	4540306	TIMBERLCLICK
Registration Number:	4705549	TOP QUALITY FLOORS. ROCK BOTTOM PRICES.
Registration Number:	4746480	VALLEY RIDGE
Registration Number:	4565070	VERSAILLES
Registration Number:	5000163	VILLA
Registration Number:	5041557	VIVIANO MOSAICI
Registration Number:	4938397	WILDWOOD
Registration Number:	4876067	WINGWOOD
Registration Number:	4722542	YOU HAVE TO SEE IT TO BELIEVE IT

CORRESPONDENCE DATA

Fax Number: 7147558290

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: IPDOCKET@LW.COM, KRISTIN.AZCONA@LW.COM

Correspondent Name: LATHAM & WATKINS LLP

Address Line 1: 650 Town Center Drive, Suite 2000

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	029217-0308
NAME OF SUBMITTER:	KRISTIN J AZCONA
SIGNATURE:	/KJA/
DATE SIGNED:	10/01/2016

Total Attachments: 13

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GRANT OF SECURITY INTEREST IN TRADEMARKS

September 30, 2016

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, FLOOR AND DECOR OUTLETS OF AMERICA, INC., a Delaware corporation with its principal office at 2233 Lake Park Drive, Suite 400, Smyrna, Georgia 30080 (the "Grantor"), hereby grants to UBS AG, STAMFORD BRANCH, with its principal office at 600 Washington Blvd., Stamford, Connecticut 06901, as administrative agent (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the "Marks"), (ii) all proceeds and products of the Marks, (iii) all income, fees, royalties, damages and payments now and hereafter due and/or payable thereunder and with respect to the Marks, including, without limitation, damages, claims and payments for past, present or future infringements thereof, and (iv) all rights to sue for past, present and future infringements thereof.


THIS GRANT is made to secure the performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement, dated as of September 30, 2016 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"), among the Grantor, the Grantee and certain other parties thereto. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the 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 Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned has caused this Agreement to be duly executed and delivered as of the date first above written.

GRANTOR:

FLOOR AND DECOR OUTLETS OF AMERICA,
INC.


By: 

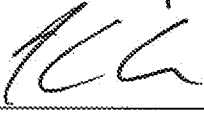
Name: Trevor Lang

Title: Chief Financial Officer and Executive Vice
President

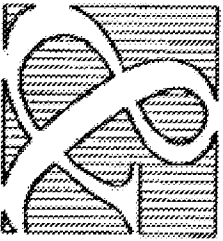

GRANTEE:

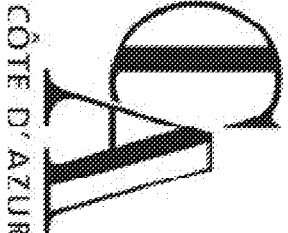


UBS AG, STAMFORD BRANCH

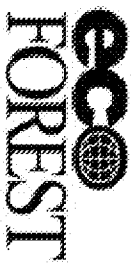


By: 
Name: _____ Craig Pearson
Title: Associate Director
Banking Product Services, US


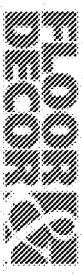
By: 
Name: _____
Title: Kenneth Chin
Director
Banking Products Services, US

TRADEMARK SCHEDULE

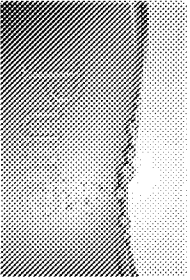
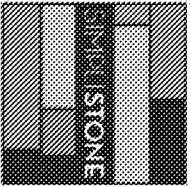
Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
Floor and Decor Outlets of America, Inc.	U.S.		76605129	Aug. 02, 2004	3046691	Jan. 17, 2006
Floor and Decor Outlets of America, Inc.	U.S.	ADESSI	86732110	Aug. 20, 2015		
Floor and Decor Outlets of America, Inc.	U.S.	AMERICAN SPIRIT	86651881	Jun. 04, 2015	5018912	Aug. 9, 2016
Floor and Decor Outlets of America, Inc.	U.S.		86492481	Dec. 30, 2014	4847826	Nov. 3, 2015
Floor and Decor Outlets of America, Inc.	U.S.	ASHFORD	86732118	Aug. 20, 2015		
Floor and Decor Outlets of America, Inc.	U.S.	AVILLANO	87030077	May 09, 2016		

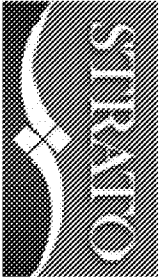

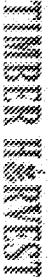

Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
Floor and Decor Outlets of America, Inc.	U.S.		86192195	Feb. 12, 2014	4937273	Apr. 12, 2016
Floor and Decor Outlets of America, Inc.	U.S.	CANVAS	86778877	Oct. 05, 2015		
Floor and Decor Outlets of America, Inc.	U.S.		77689911	Mar. 12, 2009	3765143	Mar. 23, 2010
Floor and Decor Outlets of America, Inc.	U.S.	CASA MODERNA	85826930	Jan. 18, 2013	4380326	Aug. 6, 2013
Floor and Decor Outlets of America, Inc.	U.S.	CASTILLE	86732124	Aug. 20, 2015		
Floor and Decor Outlets of America, Inc.	U.S.	CORVINA	86938092	Mar. 12, 2016		
Floor and Decor Outlets of America, Inc.	U.S.	DIMENSIONS	86778829	Oct. 05, 2015		
Floor and Decor Outlets of America, Inc.	U.S.		86192286	Feb. 12, 2014	4622609	Oct. 14, 2014

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Floor and Decor Outlets of America, Inc.	U.S.	DURALUX	87023781	May 03, 2016		
Floor and Decor Outlets of America, Inc.	U.S.	ECO FELT	86802410	Oct. 28, 2015	5002088	Jul. 19, 2016
Floor and Decor Outlets of America, Inc.	U.S.		77734262	May 11, 2009	3721863	Dec. 08, 2009
Floor and Decor Outlets of America, Inc.	U.S.	ECO FOREST	78774686	Dec. 15, 2005	3245555	May 22, 2007
Floor and Decor Outlets of America, Inc.	U.S.		85684080	Jul. 23, 2012	4304982	Mar. 19, 2013
Floor and Decor Outlets of America, Inc.	U.S.		85952714	Jun. 06, 2013	4477514	Feb. 4, 2014
Floor and Decor Outlets of America, Inc.	U.S.	EZ FOAM	86568926	Mar. 18, 2015	4883131	Jan. 5, 2016
Floor and Decor Outlets of America, Inc.	U.S.	F&D COMMERCIAL	86857675	Dec. 22, 2015		
Floor and Decor Outlets of America, Inc.	U.S.	F&D EXPRESS	86356968	Aug. 04, 2014	4734497	May 12, 2015

Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
Floor and Decor Outlets of America, Inc.	U.S.		85077932	Jul. 05, 2010	4179951	Jul. 24, 2012
Floor and Decor Outlets of America, Inc.	U.S.	FAIROAKS	86651869	Jun. 04, 2015	4947930	Apr. 26, 2016
Floor and Decor Outlets of America, Inc.	U.S.	FESTIVAL	87091694	Jul. 01, 2016		
Floor and Decor Outlets of America, Inc.	U.S.		86058145	Sep. 06, 2013	4514307	Apr. 15, 2014
Floor and Decor Outlets of America, Inc.	U.S.		86146521	Dec. 17, 2013	4583757	Aug. 12, 2014
Floor and Decor Outlets of America, Inc.	U.S.		77818768	Sep. 02, 2009	3848810	Sep. 14, 2010
Floor and Decor Outlets of America, Inc.	U.S.	FLOOR & DECOR	85702181	Aug. 13, 2012	4309117	Mar. 26, 2013
Floor and Decor Outlets of America, Inc.	U.S.		77067782	Dec. 19, 2006	3468610	Jul. 15, 2008
Floor and Decor Outlets of America, Inc.	U.S.	FLOOR & DECOR	76529310	Jul. 14, 2003	3110827	Jul. 04, 2006
Floor and Decor Outlets of America, Inc.	U.S.		76529312	Jul. 14, 2003	3102586	Jun. 13, 2006

Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
Floor and Decor Outlets of America, Inc.	U.S.	FLOOR & DECOR OUTLETS OF AMERICA	76529408	Jul. 14, 2003	3102587	Jun. 13, 2006
Floor and Decor Outlets of America, Inc.	U.S.	FOREST BOUNTY	85754422	Oct. 15, 2012	4448928	Dec. 10, 2013
Floor and Decor Outlets of America, Inc.	U.S.	HAMPSTEAD	86651898	Jun. 04, 2015	4938404	Apr. 12, 2016
Floor and Decor Outlets of America, Inc.	U.S.	HIDDEN FALLS	87093412	Jul. 05, 2016		
Floor and Decor Outlets of America, Inc.	U.S.	LA ROCCA	86735155	Aug. 24, 2015		
Floor and Decor Outlets of America, Inc.	U.S.	LIFESCAPES	86622775	May 07, 2015	4836850	Oct. 20, 2015
Floor and Decor Outlets of America, Inc.	U.S.	MANOR HOUSE	86621223	May 06, 2015	4919555	Mar. 15, 2016
Floor and Decor Outlets of America, Inc.	U.S.	MARAVILLA	87030103	May 09, 2016		
Floor and Decor Outlets of America, Inc.	U.S.	MONTALCINO	86735188	Aug. 24, 2015		
Floor and Decor Outlets of America, Inc.	U.S.	NUCORE	86476976	Dec. 10, 2014	4833616	Oct. 13, 2015
Floor and Decor Outlets	U.S.	PEBBLINO MOSAICI	85754293	Oct. 15, 2012	4530407	May 13, 2014

Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
of America, Inc.						
Floor and Decor Outlets of America, Inc.	U.S.	PIANETTO	86735214	Aug. 24, 2015		
Floor and Decor Outlets of America, Inc.	U.S.	PRO PREMIER	86887337	Jan. 26, 2016		
Floor and Decor Outlets of America, Inc.	U.S.	PROWLER	87138843	Aug. 15, 2016		
Floor and Decor Outlets of America, Inc.	U.S.		85702297	Aug. 13, 2012	4385453	Aug. 13, 2013
Floor and Decor Outlets of America, Inc.	U.S.	QUEST	86929752	Mar. 04, 2016		
Floor and Decor Outlets of America, Inc.	U.S.	SAN GIORGIO	86735275	Aug. 24, 2015		
Floor and Decor Outlets of America, Inc.	U.S.	SENTINEL	87138831	Aug. 15, 2016		
Floor and Decor Outlets of America, Inc.	U.S.		86192294	Feb. 12, 2014		

Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
Floor and Decor Outlets of America, Inc.	U.S.		85795432	Dec. 05, 2012	4429957	Nov. 5, 2013
Floor and Decor Outlets of America, Inc.	U.S.	TARSUS	86735111	Aug. 24, 2015	4895889	Feb. 2, 2016
Floor and Decor Outlets of America, Inc.	U.S.	TECHTANIUM	86929771	Mar. 04, 2016		
Floor and Decor Outlets of America, Inc.	U.S.		77834357	Sep. 24, 2009	4295928	Feb. 26, 2013
Floor and Decor Outlets of America, Inc.	U.S.	TIMBER HARVEST	85754343	Oct. 15, 2012	4437483	Nov. 19, 2013
Floor and Decor Outlets of America, Inc.	U.S.		85835143	Jan. 29, 2013	4426757	Oct. 29, 2013
Floor and Decor Outlets of America, Inc.	U.S.		85968018	Jun. 24, 2013	4540306	May 27, 2014
Floor and Decor Outlets of America, Inc.	U.S.	TOP QUALITY FLOORS. ROCK BOTTOM PRICES.	86281565	May 14, 2014	4705549	Mar. 17, 2015
Floor and Decor Outlets of America, Inc.	U.S.	TREAD WELL	86678163	Jun. 29, 2015		

Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
Floor and Decor Outlets of America, Inc.	U.S.	TRESANA	86938096	Mar. 12, 2016		
Floor and Decor Outlets of America, Inc.	U.S.		86281357	May 14, 2014	4746480	Jun. 2, 2015
Floor and Decor Outlets of America, Inc.	U.S.	VERSAILLES	85826892	Jan. 18, 2013	4565070	Jul. 8, 2014
Floor and Decor Outlets of America, Inc.	U.S.	VILLA	86778880	Oct. 05, 2015	5000163	Jul. 12, 2016
Floor and Decor Outlets of America, Inc.	U.S.		86189795	Feb. 10, 2014	5041557	Sep. 13, 2016
Floor and Decor Outlets of America, Inc.	U.S.	WILDWOOD	86649192	Jun. 02, 2015	4938397	Apr. 12, 2016
Floor and Decor Outlets of America, Inc.	U.S.	WINGWOOD	86621252	May 06, 2015	4876067	Dec. 22, 2015
Floor and Decor Outlets of America, Inc.	U.S.	WOODLAND RESERVE	87094545	Jul. 06, 2016		
Floor and	U.S.	YOU HAVE TO SEE IT TO	86281443	May 14, 2014	4722542	Apr. 21, 2015

Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
Decor Outlets of America, Inc.		BELIEVE IT				
Floor Decor Ltd.	Texas	FLOOR DECOR	78-542457	N/A	800392373	Nov. 18, 2004
Floor and Decor Outlets of America, Inc.	Canada		1625181	May 2, 2013	TMA911761	August 19, 2015
Floor and Decor Outlets of America, Inc.	Canada		1625183	May 2, 2013	TMA902730	May 4, 2015
Floor and Decor Outlets of America, Inc.	Canada		1625182	May 2 2013	TMA902731	May 4, 2015
Floor and Decor Outlets of America, Inc.	Canada	FLOOR & DECOR	1763178	Jan. 13, 2016		
Floor and Decor Outlets of America, Inc.	Mexico		1480780	Apr. 28, 2014	1490753	Oct. 28, 2014
Floor and Decor Outlets of America, Inc.	Mexico		M1480779	Apr. 28, 2014	1490752	Oct. 28, 2014

Grantor	Country	Trademark	Application Number	Application Date	Registration Number	Registration Date
Floor and Decor Outlets of America, Inc.	Mexico	FLOOR & DECOR	M1683375	Nov. 23, 2015		

TRADEMARK

REEL: 005888 FRAME: 0681

RECORDED: 10/01/2016