

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM550791

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT REGARDING TRADEMARK SECURITY AGREEMENT AS RECORDED ON REEL/FRAEM : 5271/ 0381 AND 6671/ 0087

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		11/22/2019	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Wilmington Savings Fund Society, FSB
Street Address:	500 Delaware Avenue
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19801
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 55

Property Type	Number	Word Mark
Serial Number:	86126473	CITRUS CILANTRO
Serial Number:	86007725	TWISTASAN
Serial Number:	85914543	GLIMMER STRINGS
Serial Number:	85756596	LIGHT MY LANTERN
Serial Number:	85756522	BUFFET STYLE
Serial Number:	85685450	SIZZLEWICK
Serial Number:	85658955	CLOUD STEP
Serial Number:	85421120	CHEER 1 IMPORTS
Serial Number:	85314560	SWINGASAN
Serial Number:	85310794	FIND WHAT SPEAKS TO YOU
Serial Number:	85310772	PIER 1 2 GO
Serial Number:	85310776	PIER 1 2 YOU
Serial Number:	85025079	VACATIONVILLE
Serial Number:	85025097	LUXIE
Serial Number:	85025091	TASTING PARTY
Serial Number:	77782411	ROCKASAN
Serial Number:	77664457	PLICKER
Serial Number:	77414594	PIER 1 PAWS

CH \$1390.00 86126473

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	77354497	PIER 1 IMPORTS
Serial Number:	77351716	THE PIER
Serial Number:	77351311	ASIAN SPICE
Serial Number:	77351459	CRISP BAMBOO
Serial Number:	77351483	FIRST RAIN
Serial Number:	77351657	ISLAND ORCHARD
Serial Number:	77351676	OCEANS
Serial Number:	77351385	CITRUS CILANTRO
Serial Number:	77351396	CITRUS CILANTRO
Serial Number:	77351427	CRANBERRY BALSAM
Serial Number:	77351512	FRESH FIG
Serial Number:	77351538	FRESH FIG
Serial Number:	77351554	FRESHLY BAKED
Serial Number:	77351616	GINGER PEACH
Serial Number:	77351669	ISLAND ORCHARD
Serial Number:	77351688	OCEANS
Serial Number:	77351698	SPICED PEAR
Serial Number:	78444633	SPECIAL FINDS
Serial Number:	78441083	SPECIAL FINDS
Serial Number:	75559696	OCEANS
Serial Number:	75429258	PIER 1 IMPORTS
Serial Number:	75429262	PIER 1 IMPORTS
Serial Number:	75421938	PIER 1 IMPORTS
Serial Number:	73813988	PIER 1 IMPORTS
Serial Number:	73157477	PIER 1
Serial Number:	72407022	PIER 1 IMPORTS
Serial Number:	86239809	TINY SCENTS
Serial Number:	87729047	THIS IS ME
Serial Number:	87416707	TRADE PERKS
Serial Number:	86842210	COCONUT ISLES
Serial Number:	86842299	ENCHANTED PARADISE
Serial Number:	86842358	SEA AIR
Serial Number:	86841482	PARK AVENUE PUPPIES
Serial Number:	86734803	PIER 1 IMPORTS
Serial Number:	86530608	SQUAREASAN
Serial Number:	86440278	PUPASAN
Serial Number:	86286630	GINGER PEACH

CORRESPONDENCE DATA**Fax Number:** 3128622200*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:** 3128623837**Email:** raza.siddiqui@kirkland.com**Correspondent Name:** Raza Siddiqui**Address Line 1:** 300 N. Lasalle**Address Line 2:** Kirkland & Ellis LLP**Address Line 4:** Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	46243-1
NAME OF SUBMITTER:	Raza Siddiqui
SIGNATURE:	/razasiddiqui/
DATE SIGNED:	11/25/2019

Total Attachments: 7

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ASSIGNMENT REGARDING TRADEMARK SECURITY AGREEMENT
(Pier 1 Imports (U.S.), Inc.)

THIS ASSIGNMENT REGARDING TRADEMARK SECURITY AGREEMENT (“Agreement”) effective as of November 22, 2019 (the “Effective Date”), is between and among BANK OF AMERICA, N.A., as resigning Collateral Agent (the “Resigning Agent”), WILMINGTON SAVINGS FUND SOCIETY, FSB, as successor Collateral Agent (in such capacity, the “Assignee Agent”), and PIER 1 IMPORTS (U.S.), INC. (the “Borrower”). As used in this Agreement, unless otherwise defined or provided herein, all capitalized terms shall have the meanings therefor specified in the TLCA (as defined below).

RECITALS:

A. Reference is made to the Term Loan Credit Agreement, dated as of April 30, 2014, as such agreement may be amended, modified, supplemented, renewed or extended from time to time (the “TLCA”), among Pier 1 Imports (U.S.), Inc., as Borrower, Pier 1 Imports, Inc., as Parent, the financial institutions specified therein, as Lenders and the Resigning Agent.

B. Pursuant to the terms of the TLCA, Borrower and Resigning Agent entered into a Term Loan Security Agreement (“TLSA”) dated April 30, 2014. Pursuant to the terms of the TLCA, Borrower and Resigning Agent entered into a Confirmatory Grant of Security Interest in U.S. Trademarks (the “Trademark Security Agreement”) dated April 30, 2014, recorded with the United States Patent and Trademark Office on April 30, 2014 at Reel/Frame 5271/0381, as supplemented and recorded on June 12, 2019 at Reel/Frame 6671/0087.

C. Pursuant to the Trademark Security Agreement, the Borrower granted to the Resigning Agent a security interest in all of the Borrower’s right, title and interest in, to and under the Trademarks (as defined in the TLCA), including the trademarks and trademark applications set forth on Schedule 1.

D. Pursuant to the Agency Resignation, Appointment and Assumption Agreement (the “Resignation and Appointment Agreement”), effective as of August 13, 2019, by and between the Resigning Agent, the Assignee Agent and the Borrower, the Resigning Agent has assigned to the Assignee Agent any and all of the Resigning Agent’s rights, powers, privileges, duties and obligations (including, without limitation as a holder of a security interest and/or lien) under the TLCA and the other Loan Documents.

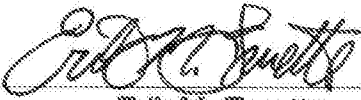
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, from and after the Effective Date, (i) the Resigning Agent hereby assigns, subject to the terms and conditions of the Resignation and Appointment Agreement, to the Assignee Agent any and all of the Resigning Agent’s rights, powers, privileges, duties and obligations (including, without limitation as a holder of a security interest and/or lien) under the Trademark Security Agreement and (ii) the Assignee Agent hereby assumes and is vested with all of the rights, powers, privileges, duties and obligations of the Resigning Agent in its capacity as Collateral Agent under the Trademark Security Agreement (including, without limitation as a holder of a security interest and/or lien).

Signature Page Follows

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and made effective as of the date first written above.

Resigning Agent:

BANK OF AMERICA, N.A.

By: 
Name: Erik M. Truette
Title: Vice President

Assignee Agent:

WILMINGTON SAVINGS FUND SOCIETY, FSB,
as successor Collateral Agent

By: _____
Name: _____
Title: _____

Borrower:

PIER 1 IMPORTS (U.S.), INC.

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and made effective as of the date first written above.


Resigning Agent:

BANK OF AMERICA, N.A.

By: _____
Name: _____
Title: _____

Assignee Agent:

WILMINGTON SAVINGS FUND SOCIETY, FSB,
as successor Collateral Agent

By:  _____
Name: **Geoffrey J. Lewis**
Title: **Vice President**

Borrower:

PIER 1 IMPORTS (U.S.), INC.

By: _____
Name: Robert Riesbeck
Title: Executive Vice President and Chief Financial
Officer

Signature Page
Assignment Regarding Trademark Security Agreement
(Pier 1 Imports (U.S.), Inc.)

TRADEMARK
REEL: 006803 FRAME: 0514

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and made effective as of the date first written above.

Resigning Agent:

BANK OF AMERICA, N.A.

By: _____
Name: _____
Title: _____


Assignee Agent:

WILMINGTON SAVINGS FUND SOCIETY, FSB,
as successor Collateral Agent

By: _____
Name: _____
Title: _____

Borrower:

PIER 1 IMPORTS (U.S.), INC.

By:  _____
Name: Robert Riesbeck
Title: Executive Vice President and Chief Financial Officer

Signature Page
Assignment Regarding Trademark Security Agreement
(Pier 1 Imports (U.S.), Inc.)

TRADEMARK
REEL: 006803 FRAME: 0515

Schedule 1

Mark	App. No/ App. Date	Reg. No/ Reg. Date	Current Owner
CITRUS CILANTRO	86126473 22-NOV-2013		MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
TWISTASAN	86007725 11-JUL-2013	4447975 10-DEC-2013	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
GLIMMER STRINGS	85914543 25-APR-2013		MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
LIGHT MY LANTERN	85756596 17-OCT-2012	437520 25-JUN-2013	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
BUFFET STYLE	85756522 17-OCT-2012	4367419 16-JUL-2013	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
SIZZLEWICK	85685450 24-JUL-2012	4426460 29-OCT-2013	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
CLOUD STEP	85658955 22-JUN-2012	4422747 22-OCT-2013	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
CHEER 1 IMPORTS	85421120 13-SEP-2011	4273029 08-JAN-2013	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
SWINGASAN	85314560 06-MAY-2011	4124535 10-APR-2012	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
FIND WHAT SPEAKS TO YOU	85310794 03-MAY-2011	4070374 13-DEC-2011	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
PIER 1 2 GO 	85310772 03-MAY-2011	4286582 05-FEB-2013	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
PIER 1 2 YOU 	85310776 03-MAY-2011	4286583 05-FEB-2013	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
VACATIONVILLE	85025079 28-APR-2010	4084557 10-JAN-2012	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
LUXIE	85025097 28-APR-2010	4084558 10-JAN-2012	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
TASTING PARTY	85025091 28-APR-2010	4144358 15-MAY-2012	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
ROCKASAN	77782411 16-JUL-2009	3990604 05-JUL-2011	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
PLICKER	77664457 05-FEB-2009	3951352 26-APR-2011	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY

Mark	App. No./ App. Date	Reg. No./ Reg. Date	Current Owner
PIER 1 PAWS	77414594 06-MAR-2008	3588681 10-MAR-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
PIER 1 IMPORTS	77354497 18-DEC-2007	3507640 30-SEP-2008	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
THE PIER	77351716 13-DEC-2007	3644368 23-JUN-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
ASIAN SPICE	77351311 13-DEC-2007	3475821 29-JUL-2008	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
CRISP BAMBOO	77351459 13-DEC-2007	3475831 29-JUL-2008	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
FIRST RAIN	77351483 13-DEC-2007	3475833 29-JUL-2008	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
ISLAND ORCHARD	77351657 13-DEC-2007	3471886 22-JUL-2008	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
OCEANS	77351676 13-DEC-2007	3484056 12-AUG-2008	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
CITRUS CILANTRO	77351385 13-DEC-2007	3581917 24-FEB-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
CITRUS CILANTRO	77351396 13-DEC-2007	3593360 17-MAR-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
CRANBERRY BALSAM	77351427 13-DEC-2007	3581918 24-FEB-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
FRESH FIG	77351512 13-DEC-2007	3471876 22-JUL-2008	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
FRESH FIG	77351538 13-DEC-2007	3603750 07-APR-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
FRESHLY BAKED	77351554 13-DEC-2007	3563356 20-JAN-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
GINGER PEACH	77351616 13-DEC-2007	3532785 11-NOV-2008	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
ISLAND ORCHARD	77351669 13-DEC-2007	3603752 07-APR-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
OCEANS	77351688 13-DEC-2007	3596062 24-MAR-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
SPICED PEAR	77351698 13-DEC-2007	3593361 17-MAR-2009	MANAGING TRUSTEE OF PIER 1 SERVICES COMPANY
SPECIAL FINDS	78444633 01-JUL-2004	2987585 23-AUG-2005	THE TRUSTEE OF PIER 1 SERVICES COMPANY, A DELAWARE TRUST, THE MANAGING TRUSTEE COMPRISING PIER 1 HOLDINGS, INC.
SPECIAL FINDS	78441083 24-JUN-2004	3086474 25-APR-2006	THE TRUSTEE OF PIER 1 SERVICES COMPANY, A DELAWARE TRUST, THE MANAGING TRUSTEE COMPRISING PIER 1 HOLDINGS, INC.

Mark	App. No./ App. Date	Reg. No./ Reg. Date	Current Owner
OCEANS	75559696 25-SEP-1998	2448618 08-MAY-2001	PIER 1 SERVICES COMPANY, MANAGING TRUSTEE PIER 1 HOLDINGS, INC.
PIER 1 IMPORTS 	75429258 05-FEB-1998	2225971 23-FEB-1999	PIER 1 SERVICES COMPANY, MANAGING TRUSTEE PIER 1 HOLDINGS, INC.
PIER 1 IMPORTS 	75429262 05-FEB-1998	2225972 23-FEB-1999	PIER 1 SERVICES COMPANY, MANAGING TRUSTEE PIER 1 HOLDINGS, INC.
PIER 1 IMPORTS Pier 1 imports	75421938 22-JAN-1998	2228300 02-MAR-1999	PIER 1 SERVICES COMPANY, MANAGING TRUSTEE PIER 1 HOLDINGS, INC.
PIER 1 IMPORTS	73813988 21-JUL-1989	1620518 30-OCT-1990	PIER 1 SERVICES COMPANY, MANAGING TRUSTEE PIER 1 HOLDINGS, INC.
PIER 1	73157477 03-FEB-1978	1104059 10-OCT-1978	PIER 1 SERVICES COMPANY, MANAGING TRUSTEE PIER 1 HOLDINGS, INC.
PIER 1 IMPORTS	72407022 05-NOV-1971	0948076 28-NOV-1972	PIER 1 SERVICES COMPANY, MANAGING TRUSTEE PIER 1 HOLDINGS, INC.
TINY SCENTS	86239809 02-APR-2014		PIER 1 SERVICES COMPANY, MANAGING TRUSTEE PIER 1 HOLDINGS, INC.
THIS IS ME	87729047 20-DEC-2017	5752356 14-MAY-2019	PIER 1 SERVICES COMPANY
TRADE PERKS	87416707 19-APR-2017	5440047 03-APR-2018	PIER 1 SERVICES COMPANY
COCONUT ISLES	86842210 08-DEC-2015	5126990 24-JAN-2017	PIER 1 SERVICES COMPANY
ENCHANTED PARADISE	86842299 08-DEC-2015	5016796 09-AUG-2016	PIER 1 SERVICES COMPANY
SEA AIR	86842358 08-DEC-2015	5016800 09-AUG-2016	PIER 1 SERVICES COMPANY
PARK AVENUE PUPPIES	86841482 07-DEC-2015	5016773 09-AUG-2016	PIER 1 SERVICES COMPANY
PIER 1 IMPORTS Pier1	86734803 24-AUG-2015	4955445 10-MAY-2016	PIER 1 SERVICES COMPANY
SQUAREASAN	86530608 10-FEB-2015	4812270 15-SEP-2015	PIER 1 SERVICES COMPANY
PUPASAN	86440278 30-OCT-2014	4937657 12-APR-2016	PIER 1 SERVICES COMPANY
GINGER PEACH	86286630 20-MAY-2014	4652927 09-DEC-2014	PIER 1 SERVICES COMPANY