

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM305932

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
KeyBank National Association		05/27/2014	Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	ABG Tapout LLC		
Street Address:	100 WEST 33RD STREET, SUITE 1007		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 26			
Property Type	Number	Word Mark	
Registration Number:	4347032	TAPOUT	
Registration Number:	4097426	HITMAN	
Registration Number:	4093989	HITMAN FIGHT GEAR	
Registration Number:	3947715	MASK	
Registration Number:	3508715	TAP OUT CREW	
Registration Number:	2346533	TAPOUT	
Registration Number:	3930056	TAPOUT	
Registration Number:	3469559	TAPOUT	
Registration Number:	3621015	TAPOUT	
Registration Number:	3614036	TAPOUT	
Registration Number:	3697185	TAPOUT	
Registration Number:	3707049	TAPOUT	
Registration Number:	3274753	TAPOUT	
Registration Number:	4026444	TAPOUT	
Registration Number:	3848359	TAPOUT	
Registration Number:	3848358	TAPOUT	
Registration Number:	3655857	TAPOUT	
Registration Number:	3655858	TAPOUT	
Registration Number:	3848390	TAPOUT	
Registration Number:	3848391	TAPOUT	
TRADEMARK			

OP \$665.00 4347032

Property Type	Number	Word Mark
Registration Number:	3470358	TAPOUT H2O
Registration Number:	3839338	TAPOUT MPS
Registration Number:	4040641	TAPOUT VINTAGE
Registration Number:	4040640	TAPOUT TAPOUT VTC VIRTUAL TRAINING CENTE
Registration Number:	4187032	TO
Registration Number:	4077607	TO

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: marina.kelly@thomsonreuters.com

Correspondent Name: Elaine Carrera, Legal Assistant

Address Line 1: 80 Pine Street

Address Line 2: c/o Cahill Gordon & Reindel LLP

Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:	Elaine Carrera, Legal Assistant
SIGNATURE:	/Marina Kelly Thomson Reuters/
DATE SIGNED:	05/29/2014

Total Attachments: 5

source=Trademark Release Tapout (2)#page1.tif

source=Trademark Release Tapout (2)#page2.tif

source=Trademark Release Tapout (2)#page3.tif

source=Trademark Release Tapout (2)#page4.tif

source=Trademark Release Tapout (2)#page5.tif

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”) is made as of May 27, 2014 (the “Effective Date”), by KeyBank National Association, as administrative agent (in such capacity, the “Administrative Agent”), in favor of ABG TapouT LLC (the “Pledgor”).

WHEREAS, the Pledgor, the other pledgors party thereto and the Administrative Agent entered into a Pledge and Security Agreement, dated as of June 28, 2013 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”), pursuant to which the Pledgor executed and delivered to the Administrative Agent that certain Trademark Security Agreement, dated as of June 28, 2013 (as it may be amended, restated, supplemented or otherwise modified from time to time, the “Trademark Security Agreement”);

WHEREAS, pursuant to the terms and conditions of the Security Agreement and the Trademark Security Agreement, the Pledgor granted to the Administrative Agent a security interest in all right, title and interest of the Pledgor in and to the Collateral (as defined in the Security Agreement) identified in the Trademark Security Agreement including, without limitation, the trademark and service mark registrations and applications set forth on Schedule I hereto, along with the goodwill associated therewith (collectively, the “Trademark Collateral”); and

WHEREAS, the Trademark Security Agreement was recorded with the Assignment Division of the U.S. Patent and Trademark Office on July 25, 2013 at Reel 5078, Frame 0275.

NOW, THEREFORE, for good and valuable consideration, including the complete satisfaction of all indebtedness and other obligations secured by the Trademark Collateral, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby terminates the Trademark Security Agreement, and hereby terminates, cancels, discharges and releases any and all liens and security interests it has in and against the Trademark Collateral arising under the Security Agreement and the Trademark Security Agreement.

If and to the extent the Administrative Agent has acquired any right, title or interest in or to any of the Trademark Collateral, it hereby irrevocably re-assigns and re-transfers all such right, title and interest to the Pledgor.

The Administrative Agent shall take all further actions, and provide to the Pledgor and its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Pledgor, and at the Pledgor’s cost and expense, to more fully and effectively effectuate the purposes of this Release.

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date:

KEYBANK NATIONAL ASSOCIATION
as Collateral Agent,

By: 

Name: Ari Deutchman

Title: Vice President

[Signature Page to Release of Trademark Security Agreement]

TRADEMARK
REEL: 005290 FRAME: 0762

SCHEDULE I
to
RELEASE OF TRADEMARK SECURITY AGREEMENT

[see attached]

Trademark	Application No.	Application Date	Registration No.	Registration Date
TAPOUT	77866895	6-Nov-09	4347032	4-Jun-13
HITMAN	76654153	27-Jan-06	4097426	14-Feb-12
HITMAN FIGHT GEAR	77273671	6-Sep-07	4093989	31-Jan-12
MASK	85111825	19-Aug-10	3947715	19-Apr-11
TAP OUT CREW	78879886	9-May-06	3508715	30-Sep-08
TAPOUT	75525080	24-Jul-98	2346533	2-May-00
TAPOUT	78839428	16-Mar-06	3930056	8-Mar-11
TAPOUT	78839459	16-Mar-06	3469559	15-Jul-08
TAPOUT	78839795	17-Mar-06	3621015	12-May-09
TAPOUT	78981022	17-Mar-06	3614036	28-Apr-09
TAPOUT	78839819	17-Mar-06	3697185	13-Oct-09
TAPOUT	78839841	17-Mar-06	3707049	3-Nov-09
TAPOUT	78839857	17-Mar-06	3274753	7-Aug-07
TAPOUT	77486575	29-May-08	4026444	13-Sep-11
TAPOUT	77575680	22-Sep-08	3848359	14-Sep-10
TAPOUT	77575674	22-Sep-08	3848358	14-Sep-10
TAPOUT	77609164	6-Nov-08	3655857	14-Jul-09
TAPOUT	77609172	6-Nov-08	3655858	14-Jul-09
TAPOUT	77611794	11-Nov-08	3848390	14-Sep-10
TAPOUT	77611796	11-Nov-08	3848391	14-Sep-10
TAPOUT H2O	77171891	3-May-07	3470358	22-Jul-08
TAPOUT MPS	77979944	15-Oct-09	3839338	24-Aug-10
TAPOUT VINTAGE	85115727	25-Aug-10	4040641	18-Oct-11
TAPOUT TAPOUT VTC VIRTUAL TRAINING CENTER	85115698	25-Aug-10	4040640	18-Oct-11
TO	77545155	12-Aug-08	4187032	7-Aug-12
TO	77982662	12-Aug-08	4077607	27-Dec-11