

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM348595

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|---|------------------------------------|-----------------------|---------------------|
| SUBMISSION TYPE: | RESUBMISSION | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| RESUBMIT DOCUMENT ID: | 900330770 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| ITG Voma Corp. | | 07/09/2015 | CORPORATION: NEVADA |
| RECEIVING PARTY DATA | | | |
| Name: | HSBC BANK USA, N.A. | | |
| Street Address: | 452 Fifth Avenue | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10018 | | |
| Entity Type: | a national association: NEW YORK | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4501683 | GRAND RIDE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |
| <i>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.</i> | | | |
| Email: | trademark@buchalter.com | | |
| Correspondent Name: | Lisa Levinson C/O BUCHALTER NEMER | | |
| Address Line 1: | 1000 Wilshire Blvd., Suite 1500 | | |
| Address Line 4: | Los Angeles, CALIFORNIA 90017-2457 | | |
| ATTORNEY DOCKET NUMBER: | H7188-0011 | | |
| NAME OF SUBMITTER: | /lisa levinson/ | | |
| SIGNATURE: | /ll/ | | |
| DATE SIGNED: | 07/20/2015 | | |
| Total Attachments: 3 | | | |
| source=Memorandum and Notice of Security Interest in IP#page1.tif | | | |
| source=Memorandum and Notice of Security Interest in IP#page2.tif | | | |
| source=Memorandum and Notice of Security Interest in IP#page3.tif | | | |

**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

July 9, 2015


ITG VOMA CORP., a Nevada corporation, whose address is 9510 W. Sahara Avenue, Suite 130, Las Vegas, Nevada 89117 (“Assignor”) hereby acknowledges that it has granted to **HSBC BANK USA, N.A.**, whose address is 452 Fifth Avenue, New York, New York 10018 (“Assignee”), a security interest in and to all of Assignor’s right, title and interest in and to the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Assignor (the “Trademarks”), together with the goodwill and assets of the business, as set forth in the Agreement (as defined below), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of July 9, 2015 (the “Agreement”), by and between Assignor and Assignee, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Assignee may have in any other collateral described in the Agreement or otherwise.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed as of the date first set forth above.

ITG VOMA CORP.,
a Nevada corporation

By: 
Name: Yuning Pi
Title: Chief Financial Officer, Treasurer and Secretary

Memorandum and Notice of Security Interest in Intellectual Property

TRADEMARK
REEL: 005580 FRAME: 0246

EXHIBIT A
TRADEMARKS

| No. | Owner | Trademark | Serial No. / Reg. No. | File Date / Reg. Date | Status / Lien |
|------------|-----------------------|-------------------|----------------------------------|----------------------------------|----------------------|
| 1. | ITG Voma Corp. | Grand Ride | 4501683 | 3/25/2014 | Registered |
| 2. | ITG Voma Corp. | GrandRide | 85349786 | 6/17/2011 | Abandoned |
| 3. | ITG Voma Corp. | ROCKSTON | 4051535 | 11/8/2011 | Foreign |