TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM360887

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TMFT Enterprises, LLC		10/30/2015	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Ally Bank
Street Address:	300 Park Avenue, 4th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	CORPORATION: UTAH

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3341386	BREAK
Registration Number:	4320045	S SPOTTER

OP $65.00 3341386

CORRESPONDENCE DATA

Fax Number: 8004947512

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: 202-370-4750
Email: ipteam@nationalcorp.com
Correspondent Name: Joanna McCall
Address Line 1: 1025 Vermont Ave NW, Suite 1130
Address Line 2: National Corporate Research, LTD
Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER:	F159236
NAME OF SUBMITTER:	Robin Dunn
SIGNATURE:	/Robin Dunn/
DATE SIGNED:	11/02/2015

Total Attachments: 9
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of October 30, 2015 by and between **ALLY BANK** ("***Bank***") and **TMFT Enterprises, LLC**, a Delaware limited liability company ("***Grantor***").

RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank, Grantor and Grantor's affiliates dated of even date herewith (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used herein are used as defined in the Loan Agreement).

B. Extension of credit by the Bank pursuant to the Loan Agreement is subject to the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks and Patents to secure the obligations of Grantor under the Loan Agreement.

C. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement and all other agreements now existing or hereafter arising between Grantor and Bank, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure all of its present and future indebtedness, liabilities and obligations under the Loan Agreement and under any other agreement now existing or hereafter arising between Bank and Grantor, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof (collectively, "Intellectual Property Collateral").

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank with respect to the security interest

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granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.

Grantor represents and warrants that Exhibits A, B, and C attached hereto set forth any and all intellectual property rights of Grantor which are registered with or subject to an application filed with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

SIGNATURE PAGE FOLLOWS

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IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Grantor:

TMFT ENTERPRISES, LLC,
a Delaware limited liability company

By_____
Name: Gina R. DiGioia
Title: Secretary

Address of Grantor:

498 Seventh Avenue, 19th Floor
New York, NY 10018

Bank:

Ally Bank

By _____
Name_____
Title_____

Address of Bank:

300 Park Avenue, 4th Floor
New York, New York 10022

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Grantor:

TMFT ENTERPRISES, LLC,
a Delaware limited liability company

By_____
Name: Gina R. DiGioia
Title: Secretary

Address of Grantor:

498 Seventh Avenue, 19th Floor
New York, NY 10018

Bank:

Ally Bank

By _____
Name MIKE GRIFFIN
Title SENIOR DIRECTOR

Address of Bank:

300 Park Avenue, 4th Floor
New York, New York 10022

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EXHIBIT A

COPYRIGHTS

Description	Registration Number	Registration Date
2157748 - Bowling Ball On Cup Nutshot	PA 1-768-026	2012-01-20
2161750 - Bike Into Porti Potti Prank	PA 1-768-042	2012-01-20
2181125 - Scaring Kids Is Still Fun	PA 1-768-044	2012-01-20
2187387 - Turkey Vs. Reflection	PA 1-768-045	2012-01-20
2188891 - Todd Gets Scared	PA 1-768-046	2012-01-20
2181518 - Clown Mask Scare	PA 1-768-047	2012-01-20
2187510 - Tre Flip Fail	PA 1-766-311	2012-01-10
2187509 - This Didn't Hurt	PA 1-766-314	2012-01-10
2187508 - Screw You Trash Cans	PA 1-766-318	2012-01-10
2187507 - Jesse Lack Can't Backflip	PA 1-766-320	2012-01-10
2187506 - Death Gap Ownage	PA 1-766-327	2012-01-10
2187505 - Back Breaker	PA 1-766-332	2012-01-10
2188804 - Painful Fake Bullet Shot	PA 1-766-335	2012-01-10
2187520 - Driverless Car	PA 1-766-342	2012-01-10
2187520 - Leogang Crash	PA 1-766-390	2012-01-10
2186396 - Kickflip Manual To Hip Buster	PA 1-766-392	2012-01-10
2186389 - Fall On My Arm	PA 1-766-393	2012-01-10
2180113 - Courtney Scare	PA 1-766-394	2012-01-10
2178406 - Slow Motion Face Blow	PA 1-766-396	2012-01-10
2178405 - 360 Scooter Fail	PA 1-766-307	2012-01-10
2177700 - Lucy's First RollerCoaster Ride	PA 1-766-310	2012-01-10
2177119 - Bigfoot Scare	PA 1-766-397	2012-01-10
2165782 - Football Blooper	PA 1-766-398	2012-01-10
2165781 - Hot Chick Scare Prank	PA 1-766-400	2012-01-10
2165777 - Drunk Fatties Table Dance Fail	PA 1-766-402	2012-01-10
Loring AFB Power Plant Implosion	PA 1-766-403	2012-01-10
Mass Alarm Wake Up Prank	PA 1-766-405	2012-01-10
2073661 - Quick Kick Knockout	PA 1-768-025	2012-01-20
2114576 - The Polar Bear Prank	PA 1-768-024	2011-12-15
2116241 - Backflip Punch TKO	PA 1-768-022	2012-01-20
2120480 - Belly Flop Off High Dive	PA 1-768-020	2012-01-20
2122765 - 360 Bike Fail	PA 1-768-018	2012-01-20
2122766 - The Dangers Of Wheel Building	PA 1-768-013	2012-01-20
2122767 - BMX FullCab Fail	PA 1-768-006	2012-01-20
2122768 - BMX Bails Compilation	PA 1-768-004	2012-01-20
2122770 - BMX 360 Failed	PA 1-767-982	2012-01-20
2127805 - Farting Elephant	PA 1-766-406	2012-01-10
2126182 - How To Take Notes	PA 1-766-389	2012-01-10
2116988 - Basketball-Playing Robot	PA 1-766-254	2012-01-10
494962 - Trapped In An Elevator...With Diarrhea	PA 1-766-237	2012-01-10

2140082 - Bournemouth Drunk Fail!	PA 1-766-242	2012-01-10
2126067 - First-Time Rifle Shot	PA 1-766-248	2012-01-10
2124942 - Bathroom Fire Alarm Prank	PA 1-766-303	2012-01-10
2115538 - Two Story Rope Swing	PA 1-766-298	2012-01-10
1568292 - Bouncing On A Pogo Stick, Juggling Flami...	PA 1-766-300	2012-01-10
2157620 - Video Wallflip Fail	PA 1-766-542	2012-01-10
670160 - Biggest Snowball Prank	PA 1-701-286	2010-09-01
88394 - Chair Slide	PA 1-701-289	2010-09-01
696782 - HOT CHICK pulls sweet SHOWER PRANK	PA 1-693-399	2010-06-01
686348 - Girlfriend commits worst nutshot ever	PA 1-695-483	2010-06-01
685646 - Revenge to Saran Wrap Prank in Doorway	PA 1-693-397	2010-06-01
685619 - Exercise Ball to the Face Plate Prank	PA 1-693-395	2010-06-01
683531 - GIRLFRIEND REVENGE FOR PIE AND ASS SPANK	PA 1-693-361	2010-06-01
1782173 Kid up in flames by gas fire	PA 1-687-718	2010-05-04
699440 - Girlfriend Gets a Face Full of Dog-Shit	PA 1-687-720	2010-05-04
690805 - Sunbathing Girlfriend Gets Ashed	PA 1-687-710	2010-05-04
241628 - Drunk Squirrel Tries to Climb Tree	PA 1-687-722	2010-05-04
1639459 hot girl beer nutshot	PA 1-687-732	2010-05-03
1657276 sexy scare prank	PA 1-685-006	2010-05-03
1776514 Roommate hits guy	PA 1-685-001	2010-05-03
1780181 - Remote Spider	PA 1-685-003	2010-05-03
1780301 - Girlfriend Scares Boyfriend	PA 1-687-726	2010-05-03
1788981 Headless Moose Prank	PA 1-687-728	2010-05-03
1790838 Ultimate Antique Prank Shot with Potato Gu...	PA 1-687-727	2010-05-03
525472-Football To The Head	PA 1-670-125	2010-03-29
606566 - Dude Falls From Ceiling And Scares Roomma...	PA 1-640-147	2009-08-14
2217860 - Evolved Cat	PA 1-768-771	2012-01-10
465397 - This Lady Gets A Scare	PA 1-768-768	2012-01-10
2216324 - Longboard Wipeout	PA 1-768-767	2012-01-10
2214130 - Awesome Double Board Trick	PA 1-768-765	2012-01-10
2208317 - Dramatic Mom	PA 1-768-761	2012-01-10
2199578 - Playground fail	PA 1-768-752	2012-01-10
2199577 - Fail Bails 09	PA 1-768-747	2012-01-10
2199575 - Epic Fail Fail Fail	PA 1-768-744	2012-01-10
2192513 - Paranormal Activity 3 Scare Prank	PA 1-768-741	2012-01-10
2189712 - Jigsaw Scares On Halloween	PA 1-768-739	2012-01-10
2189647 - Epic Maze Scare	PA 1-768-738	2012-01-10
2179227 - Dad Scares Son With Batman Outfit	PA 1-768-734	2012-01-10
2193133 - Cat loves cucumber, hates you	PA 1-768-731	2012-01-10
2192416 - Fire Jump Roper Almost Starts On Fire	PA 1-768-728	2012-01-10
2178816 - Skateboard Face Smash	PA 1-770-556	2012-01-10
666481 - Slingshot Cannon Prank (RU)	PA 1-775-420	2012-02-13
1814933 -Angry Lobster Prank (RU)	PA 1-775-424	2012-02-13
1809522 Fat guy falls hard on buttered floor prank (RU)	PA 1-775-426	2012-02-13
1791427 Cute Chick Hot Dog Fridge Prank (RU)	PA 1-775-427	2012-02-13

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1465562 Hunter Got Pranked by wife (RU)	PA 1-775-430	2012-02-13
697720 - Computer Out Window Prank (RU)	PA 1-775-432	2012-02-13
695540- Hot Girl Gets Ultimate Prank	PA 1-775-461	2012-02-13
691449 - The Best Prank (RU)	PA 1-775-452	2012-02-10
691121 - Penny College Dorm Door Prank (RU)	PA 1-775-429	2012-02-10
688672 - How To Booby Trap A Water Bottle (RU)	PA 1-775-439	2012-02-10
686944 - How To Prank Your Roommate (RU)	PA 1-775-440	2012-02-10
681334 - HOT CHICK REVENGE PRANK (RU)	PA 1-775-423	2012-02-10
1813425 Beta Girl Strikes Again (RU)	PA 1-774-148	2012-02-10
1812506 Starcraft 2 Beta Breakup (RU)	PA 1-774-149	2012-02-10
1789632 Tire Off Roof Nutshot (RU)	PA 1-774-152	2012-02-10
1782716 Super sit ups fail (RU)	PA 1-775-454	2012-02-10
730853- Talented Coffee Cup Drummer (RU)	PA 1-775-517	2012-02-10
731154 - dog bowl into space (RU)	PA 1-774-145	2012-02-10
731771 - 100 MPH motorcycle crash (RU)	PA 1-775-518	2012-02-10
816565 - Fishing with Explosives (RU)	PA 1-774-745	2012-02-15
819099 - greatest prank (RU)	PA 1-774-744	2012-02-15
829476 Flip Off Ladder (RU)	PA 1-774-740	2012-02-15
1004357 Fat Guy FacePlants (RU)	PA 1-774-738	2012-02-15
1031332 - Feeding Birds off my belly (RU)	PA 1-774-735	2012-02-15
293820 - Roommate Revenge Buttered Floor (RU)	PA 1-774-733	2012-02-15
611933_mean nutshot (RU)	PA 1-774-732	2012-02-15
813686-airbag couch prank (RU)	PA 1-774-729	2012-02-15
665749 - Terrorist shooter prank (RU)	PA 1-774-715	2012-02-15
486479 - Saran Wrap (RU)	PA 1-774-709	2012-02-15
482729 - Water Balloon Prank (RU)	PA 1-774-726	2012-02-15
306396 - Best Passed Out Prank Ever (RU)	PA 1-774-703	2012-02-15
293821 - Buttered Floor Revenge Part 2 (RU)	PA 1-774-697	2012-02-15
73977 - Irish Arm Wrestling (RU)	PA 1-776-167	2012-02-22
853204 Bikini Pancake Surprise! (RU)	PA 1-774-695	2012-02-15
842009 - Dude knock himself on exercise machine (RU)	PA 1-774-694	2012-02-15
831770 -gunshot to face (RU)	PA 1-775-757	2012-02-17
827892 - Gun-Recoil-knockout (RU)	PA 1-775-798	2012-02-17
813685 - Russian-homemade-handgrenade (RU)	PA 1-775-815	2012-02-17
827516 Louisville Knock Out (RU)	PA 1-775-813	2012-02-17
456631 - HUGE Backyard Water SwingCatapult! (RU)	PA 1-775-811	2012-02-17
355808 - Revenge! (RU)	PA 1-775-771	2012-02-17
324183 - Decaying dead bird in cereal prank (RU)	PA 1-775-775	2012-02-17
748932 -Got Milk (RU)	PA 1-775-768	2012-02-17
423813-Blow Dryer Ownage (RU)	PA 1-775-760	2012-02-17
87965 Flour Facial (RU)	PA 1-776-166	2012-02-22
696080 -kid scares lady, her water breaks - !70006 (RU)	PA 1-775-800	2012-02-17
1976279 - Truck Attempts To Cross Flooded River	PA 1-774-151	2012-02-13
1590109 - Cute Girl	PA 1-770-253	2012-02-02
Big-Boys.com web site	TX0006523653	2006-12-11
Big-Boys.com source code	TX0006523652	2006-12-11

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EXHIBIT B

PATENTS

None.

EXHIBIT C

TRADEMARKS

Description	Registration/ Application Number	Registration/ Application Date
BREAK	3341386 (Reg.)	20-Nov-07
S SPOTTER (LOGO)	4320045 (Reg.)	16-Apr-13