

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM374785

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Credit Suisse, as second lien collateral agent		02/25/2016	Bank:

RECEIVING PARTY DATA

Name:	Panavision Inc.
Street Address:	6101 Variel Avenue
City:	Woodland Hills
State/Country:	CALIFORNIA
Postal Code:	91367
Entity Type:	CORPORATION: DELAWARE
Name:	Panavision International, L.P.
Street Address:	6101 Variel Avenue
City:	Woodland Hills
State/Country:	CALIFORNIA
Postal Code:	91367
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 50

Property Type	Number	Word Mark
Registration Number:	620347	SUPER PANATAR
Registration Number:	627362	PANAVISION
Registration Number:	845014	PANAVISION
Registration Number:	834705	PANAVISION
Registration Number:	976767	PANAFLEX
Registration Number:	1048453	PANASTAR
Registration Number:	1048452	PANAGLIDE
Registration Number:	1048455	PANACAM
Registration Number:	1117578	PANALITE
Registration Number:	1048456	PANAHEAD
Registration Number:	1048457	PANAPOD
Registration Number:	1117579	PANAGLOW
Registration Number:	1057469	PANACON

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1109241	PANAVID
Registration Number:	1135646	PANAZOOM
Registration Number:	1135647	ULTRAZOOM
Registration Number:	1165329	PANATAPE
Registration Number:	1149702	ULTRAVIEW
Registration Number:	1160790	PANAVISION
Registration Number:	1160798	PANACAM
Registration Number:	1460654	PANASCOPE
Registration Number:	1240095	PANAFADE
Registration Number:	1240096	PANACLEAR
Registration Number:	1489189	SUPER PANAVISION 35
Registration Number:	1489190	PANATATE
Registration Number:	1489191	PANAFLASHER
Registration Number:	1489192	PANASLATE
Registration Number:	1513406	3 PERF
Registration Number:	1688807	PRIMO-L
Registration Number:	1688809	PRIMO ZOOM
Registration Number:	1972238	PANAVISION
Registration Number:	2047615	PANASPEED
Registration Number:	2069160	PANASTORE
Registration Number:	2092757	PANAFINDER
Registration Number:	2071481	PANALENS LITE
Registration Number:	2129431	MILLENNIUM
Registration Number:	2362873	ONE TAKE
Registration Number:	2423708	PANALAB
Registration Number:	2358355	PRIMO MACRO ZOOM
Registration Number:	2651367	PRIMO DIGITAL
Registration Number:	2806460	PRIMO
Registration Number:	2986885	PRIMO ZOOM
Registration Number:	3447278	PANAVISION
Registration Number:	3128333	PANAVISION
Registration Number:	2784218	PANAVISION SMARTLENS
Registration Number:	3313384	PANAVISION
Registration Number:	3184442	PANAVISION
Registration Number:	3008003	GENESIS
Serial Number:	78411584	HDMAX
Serial Number:	78704840	PANAVISION

CORRESPONDENCE DATA**Fax Number:** 2134306407*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:** 2134306350**Email:** schoi@omm.com**Correspondent Name:** Sunna Choi, Esq.**Address Line 1:** O'Melveny & Myers LLP**Address Line 2:** 400 South Hope Street, 18th Floor**Address Line 4:** Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	0648882-02
NAME OF SUBMITTER:	Alexandra C. Echery
SIGNATURE:	/Alexandra C. Echery/
DATE SIGNED:	02/26/2016

Total Attachments: 5

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RELEASE OF SECOND LIEN TRADEMARK SECURITY AGREEMENT

This Release Of Second Lien Trademark Security Agreement (this "Release") is dated as of February 25, 2016 with reference to that certain Second Lien Trademark Security Agreement dated as of March 30, 2006 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement") among Panavision Inc., a Delaware corporation, located at 6101 Variel Avenue, Woodland Hills, California 91367 (the "Borrower"), Panavision International, L.P., a Delaware limited partnership located at 6101 Variel Avenue, Woodland Hills, California 91367 (the "Subsidiary Grantor" and, together with the Borrower, each a "Grantor"), and Credit Suisse, as second lien collateral agent (in such capacity, the "Collateral Agent") for the lenders party thereto (the "Lenders").

WHEREAS, pursuant to the Security Agreement, each Grantor granted to Collateral Agent for the benefit of the Lenders a security interest in each of the Grantor's right, title or interest in or to all Trademark Collateral listed on Schedule 1, which was recorded with the United States Patent and Trademark Office on April 18, 2006 at Reel 3292 and Frame 0160;

WHEREAS, the Security Agreement has been terminated and Grantors are authorized by the Collateral Agent to terminate and release the security interest of the Collateral Agent in and lien on the Trademark Collateral; and

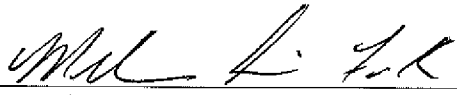
WHEREAS, each Grantor desires to record this instrument to evidence termination of the security interest in the Trademark Collateral.

NOW, THEREFORE, each Grantor hereby terminates, releases, and discharges fully, Collateral Agent's security interest in and lien on the Trademark Collateral (including without limitation the trademarks listed on Schedule 1 hereto) as granted pursuant to the Security Agreement, and any rights Collateral Agent may have in the Trademark Collateral are hereby reconveyed, transferred, and assigned to each Grantor, as applicable, without recourse, representation or warranty of any kind, and any right, title or interest of Collateral Agent in the Trademark Collateral shall hereby cease and become void.

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IN WITNESS WHEREOF, Grantor has caused this Release to be duly executed and delivered by its duly authorized representative as of the date first above written.

PANAVISION IMAGING, LLC

By: 
Name: Melanie Sims Frank
Title: Vice President

[Signature Page to Release of Patent Security Interest]

TRADEMARK
REEL: 005740 FRAME: 0807

SCHEDULE 1

Serial #	Registration #	Mark	Recorded Owner
71670063	620347	SUPER PANATAR	Panavision Inc.
71695934	627362	PANAVISION	Panavision Inc.
72249665	845014	PANAVISION	Panavision International, L.P.
72249666	834705	PANAVISION	Panavision International, L.P.
72407146	976767	PANAFLEX	Panavision International, L.P.
73080953	1048453	PANASTAR	Panavision International, L.P.
73080952	1048452	PANAGLIDE	Panavision International, L.P.
73080955	1048455	PANACAM	Panavision International, L.P.
73080956	1117578	PANALITE	Panavision International, L.P.
73080958	1048456	PANAHEAD	Panavision International, L.P.
73081002	1048457	PANAPOD	Panavision International, L.P.
73081003	1117579	PANAGLOW	Panavision International, L.P.
73090572	1057469	PANACON	Panavision International, L.P.
73158544	1109241	PANAVID	Panavision International, L.P.
73201287	1135646	PANAZOOM	Panavision International, L.P.
73201288	1135647	ULTRAZOOM	Panavision International, L.P.
73235479	1165329	PANATAPE	Panavision International, L.P.
73238200	1149702	ULTRAVIEW	Panavision International, L.P.

Serial #	Registration #	Mark	Recorded Owner
73251464	1160790	PANAVISION	Panavision International, L.P.
73252669	1160798	PANACAM	Panavision International, L.P.
73279609	1460654	PANASCOPE	Panavision International, L.P.
73355018	1240095	PANAFADE	Panavision International, L.P.
73355019	1240096	PANACLEAR	Panavision International, L.P.
73686271	1489189	SUPER PANAVISION 35	Panavision International, L.P.
73686272	1489190	PANATATE	Panavision International, L.P.
73686298	1489191	PANAFLASHER	Panavision International, L.P.
73686299	1489192	PANASLATE	Panavision International, L.P.
73686300	1513406	3 PERF	Panavision International, L.P.
74120932	1688807	PRIMO-L	Panavision International, L.P.
74122422	1688809	PRIMO ZOOM	Panavision International, L.P.
74541824	1972238	PANAVISION	Panavision International, L.P.
75084937	2047615	PANASPEED	Panavision International, L.P.
75084938	2069160	PANASTORE	Panavision International, L.P.
75084943	2092757	PANAFINDER	Assignee: Panavision International, L.P.
75084944	2071481	PANALENS LITE	Panavision International, L.P.
75091167	2129431	MILLENNIUM	Panavision International, L.P.
75445115	2362873	ONE TAKE	Panavision Inc.
75445584	2423708	PANALAB	Panavision Inc.

Serial #	Registration #	Mark	Recorded Owner
75474821	2358355	PRIMO MACRO ZOOM	Panavision, Inc.
76232789	2651367	PRIMO DIGITAL	Panavision International, L.P.
76493378	2806460	PRIMO	Panavision, Inc.
76554620	2986885	PRIMO ZOOM	Panavision International, L.P.
76554621	3447278	PANAVISION	Panavision International, L.P.
76554622	3128333	PANAVISION	Panavision International, L.P.
78134743	2784218	PANAVISION SMARTLENS	Panavision Inc.
78261744	3313384	PANAVISION	Panavision International, L.P.
78393481	3184442	PANAVISION	Panavision International, L.P.
78411584		HDMAX	Panavision International, L.P.
78421002	3008003	GENESIS	Panavision International, L.P.
78704840		PANAVISION	Panavision International, L.P.