

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM385284

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SOLUTIONS 2 GO, LLC		05/18/2016	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A.		
Street Address:	333 South Hope Street		
Internal Address:	13th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	National Banking Association: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86072927	S2G DISTRIBUTION	
Registration Number:	3883651	SOLUTIONS 2 GO	
CORRESPONDENCE DATA			
Fax Number:	7037125050		
<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>			
Phone:	703-712-5352		
Email:	jmiller@mcguirewoods.com		
Correspondent Name:	Joyce Miller		
Address Line 1:	1750 Tysons Blvd.		
Address Line 2:	Suite 1800		
Address Line 4:	Tysons, VIRGINIA 22102		
NAME OF SUBMITTER:	Joyce Miller		
SIGNATURE:	/Joyce Miller/		
DATE SIGNED:	05/23/2016		
Total Attachments: 6			
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

May 18, 2016

SOLUTIONS 2 GO, LLC, a California limited liability company (“Debtor”), hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, a national banking association (“Secured Party”), whose address is 333 South Hope Street, 13th Floor, Los Angeles, California 90071, a security interest in and to all of Debtor’s right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor owned by Debtor which are identified on Exhibit A attached hereto and herein incorporated by this reference (the “Trademarks”), together with the goodwill and assets of Debtor’s business, as set forth in the Agreement; (b) the patents and patent applications owned by Debtor which are identified on Exhibit B attached hereto and herein incorporated by this reference (the “Patents”); and (c) the copyright registrations owned by Debtor which are identified on Exhibit C attached hereto and herein incorporated by this reference (the “Copyrights”), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interests are contained in that certain Loan and Security Agreement, dated as of May 18, 2016 (as amended, restated, amended or restated, supplemented or otherwise modified from time to time, the “Loan Agreement”), by and among Debtor, **SOLUTIONS 2 GO PY, INC.**, a California corporation, and Secured Party, as security for the Obligations (as defined in the Agreement) as set forth in the Loan 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 Secured Party may have in any other collateral described in the Loan Agreement or otherwise.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

DEBTOR:

SOLUTIONS 2 GO, LLC,
a California limited liability company

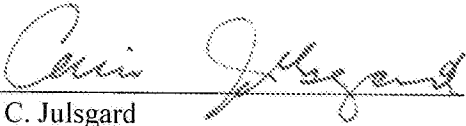
By: 

Name: Nima Taghavi

Title: Chairman of the Board

SECURED PARTY:

BANK OF AMERICA, NA.,

By: 
Name: Carin C. Julsgard
Title: Vice President

Address:
333 South Hope Street, Suite 1300
Los Angeles, California 90071
Attn: Asset Based Portfolio Specialist – Solutions 2 Go

EXHIBIT A
TRADEMARKS

MARK	SERIAL NO.	FILING DATE	REG. NO.	APPLICATION/REGISTRATION DATE	STATUS
S2G DISTRIBUTION	86/072927	09/24/2013		Application date: 9/24/2013	PUBLISHED
SOLUTIONS 2 GO	77/713837	04/14/2009	3,883,651	Registration date: 11/30/2010	REGISTERED

EXHIBIT B

PATENTS

None.

EXHIBIT C
COPYRIGHTS

None.