

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM407472

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OMNI AUTOMOTIVE SOUTH, LLC		11/30/2016	Limited Liability Company: TENNESSEE
RECEIVING PARTY DATA			
Name:	IBERIABANK, AS ADMINISTRATIVE AGENT		
Street Address:	4894 POPLAR AVENUE		
City:	MEMPHIS		
State/Country:	TENNESSEE		
Postal Code:	38117		
Entity Type:	LOUISIANA STATE CHARTERED BANK: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	87153575	10-10-10	
CORRESPONDENCE DATA			
Fax Number:	9013747519		
<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:	9015256781		
Email:	rmsimmonds@evanspetree.com		
Correspondent Name:	Richard EM Nichol Jr		
Address Line 1:	1000 Ridgeway Loop Rd Ste 200		
Address Line 4:	Memphis, TENNESSEE 38120		
NAME OF SUBMITTER:	Richard EM Nichol Jr		
SIGNATURE:	/s/ Richard EM Nichol Jr		
DATE SIGNED:	12/02/2016		
Total Attachments: 4			
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OP \$40.00 87153575

**GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

WHEREAS, OMNI AUTOMOTIVE SOUTH, LLC, a Tennessee limited liability company (the “Pledgor”) is the owner of the trademark applications and registrations listed on Schedule A attached hereto, (all such trademarks, registrations and applications, collectively, the “Trademarks”) and are the owners of the domain names listed on Schedule B attached hereto (collectively, the “Domains”); and

WHEREAS, the Pledgor and certain of its affiliates have entered into that certain Sixth Amended and Restated Loan and Security Agreement (as amended, modified, restated or supplemented from time to time, the “Loan Agreement”), of even date herewith, in which the Pledgor has agreed with IBERIABANK, as Administrative Agent (the “Administrative Agent”), with offices at 4894 Poplar Avenue, Memphis, Tennessee 38117, to execute this Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Obligations (as defined in the Loan Agreement), Pledgor does hereby grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks and the Domains, and the use thereof, together with all proceeds and products thereof and the goodwill of the business symbolized by the Trademarks. This Grant has been given in conjunction with the security interest granted to the Administrative Agent under the Loan Agreement, and the provisions of this Grant are without prejudice to and in addition to the provisions of the Loan Agreement, which are incorporated herein by this reference.

[Signature pages follow]

Executed as of the 30th day of November, 2016.

PLEDGOR:

OMNI AUTOMOTIVE SOUTH, LLC

By: 

Name: Jeffrey B. Presley

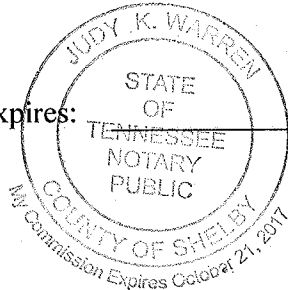
Title: Secretary/Treasurer

STATE OF TENNESSEE
COUNTY OF SHELBY

Personally appeared before me, the undersigned authority in and for the said county and state, within my jurisdiction, Jeffrey B. Presley, who acknowledged to me that he is the Secretary/Treasurer of **Omni Automotive South, LLC**, a Tennessee limited liability company, and that for and on behalf of said company and as the act and deed of said company, he executed the above and foregoing instrument, after first having been duly authorized by said company to do so.

WITNESS my hand and Notarial Seal at office this 29 day of Nov.,
2016.

My Commission Expires:




Notary Public

**SCHEDULE A
TRADEMARKS AND TRADEMARK APPLICATIONS**

US Trademark Application 87/153,575 (“10 10 10”)

**SCHEDULE B
DOMAIN NAMES**

OmniAdvertising.com
Omni-Advertising.com
OmniAutoAdv.com
OmniAutoAdvertising.com
OmniAutomotiveAdvertising.com
Digital-Engage.com
DigitalEngage.com
DigitalEngage.net
Hi-Voltage.com
OverdriveAdv.com
StudioOvrdrv.com

4842-6386-0029, v. 2

Schedule B to Grant of Security Interest in Patents and Trademarks

RECORDED: 12/02/2016

**TRADEMARK
REEL: 005933 FRAME: 0370**