

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM429206

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Blue Man IP, LLC		05/26/2017	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Rosenthal & Rosenthal, Inc.		
<b>Street Address:</b>	1370 Broadway		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10018		
<b>Entity Type:</b>	Corporation: NEW YORK		
<b>PROPERTY NUMBERS Total: 17</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86440043	BROX	
<b>Serial Number:</b>	86424927	EMOBOTS	
<b>Serial Number:</b>	86332727	EMOTIBOTS	
<b>Serial Number:</b>	86440037	BEZ	
<b>Serial Number:</b>	86333877	EMOTIBOTZ	
<b>Serial Number:</b>	86440021	BEZZIE	
<b>Registration Number:</b>	5111060	BLUE MAN GROUP DARE TO LIVE IN FULL COLO	
<b>Registration Number:</b>	3030215	BLUE MAN GROUP	
<b>Registration Number:</b>	3597340	BLUE MAN GROUP	
<b>Registration Number:</b>	3394341	BLUE MAN GROUP	
<b>Registration Number:</b>	2741259	BLUE MAN GROUP	
<b>Registration Number:</b>	2617550	BLUE MAN GROUP	
<b>Registration Number:</b>	2677611	BLUE MAN GROUP	
<b>Registration Number:</b>	2680625	BLUE MAN GROUP	
<b>Registration Number:</b>	2677610	BLUE MAN GROUP	
<b>Registration Number:</b>	2450660	BLUE MAN GROUP	
<b>Registration Number:</b>	2438222	BLUE MAN GROUP	
<b>CORRESPONDENCE DATA</b>			
<b>TRADEMARK</b>			

CH \$440.00 86440043

**Fax Number:** 2024083141

***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:** 2024083141

**Email:** jean.paterson@cscglobal.com

**Correspondent Name:** CSC

**Address Line 1:** 1090 Vermont Avenue, NW

**Address Line 4:** Washington, D.C. 20005

<b>ATTORNEY DOCKET NUMBER:</b>	662484-15
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<b>NAME OF SUBMITTER:</b>	Jean Paterson
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<b>SIGNATURE:</b>	/jep/
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<b>DATE SIGNED:</b>	05/30/2017
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**Total Attachments: 5**

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**SECURITY INTEREST**

WHEREAS, Blue Man IP, LLC, a corporation formed under the laws of Delaware located at 599 Broadway, New York, NY 10012 (the "Company"), has adopted, used and is using the marks, domain names and licenses annexed hereto as Schedules A and B (the "IP"); and

WHEREAS, the Company is obligated to Rosenthal & Rosenthal, Inc. ("Rosenthal") located at 1370 Broadway, New York, New York 10018, pursuant to a Guaranty and General Security Agreement, each dated May 26, 2017, as amended and/or supplemented (together, the "Agreement"); and

WHEREAS, the Company is now granting to Rosenthal a security interest in the IP, together with the good will of the business symbolized by the IP;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby grant to Rosenthal a security interest in and to the IP, together with the good will of the business symbolized by the IP, which security interest shall secure all the Obligations as defined in the Agreement and in accordance with the terms and provisions thereof.

The Company expressly acknowledges and affirms that the rights and remedies of Rosenthal with respect to the security interest granted hereby are more fully set forth in the Agreement.

Dated: May 26, 2017

Blue Man IP, LLC  
By: Blue Man Group Holdings, LLC, the sole member  
By: *[Signature]*  
Name: Christopher Wink  
Title: Co-Chief Executive Officer

STATE OF New York)  
ss:  
COUNTY OF New York)

On the 26 day of May, in the year 2017, before me, the undersigned, personally appeared CHRISTOPHER WINK personally known to me or proved to me on the basis of satisfactory evidence to the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity (ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

*[Signature]*  
(Signature and Office of Individual taking acknowledgment)  
[NOTARY STAMP]

CAROLYN CAMACHO  
Notary Public, State of New York  
No. 01CA8148806  
Qualified in Richmond County  
Commission Expires Dec. 20, 2018

**Schedule A**

(Trademarks and Domain Names in the United States)

**United States Trademark Summary**

<b>Mark:</b>	<b>Reg/SN:</b>	<b>IC:</b>
BROX	86440043	9, 16, 28, 41
EMOBOTS	86424927	9, 16, 25, 41
EMOTIBOTS	86332727	9, 16, 25, 41
BEZ	86440037	9, 16, 25, 28, 41
EMOTIBOTZ	86333877	16, 25, 28
BEZZIE	86440021	9, 16, 28, 41
BLUE MAN GROUP DARE TO LIVE IN FULL COLOR	5111060	9, 16, 25, 41
BLUE MAN GROUP	3030215	6, 9, 16, 20, 25 & 28
BLUE MAN GROUP	3597340	6, 9, 12, 15, 16, 18, 21, 22, 25 & 28
BLUE MAN GROUP	3394341	3, 16, 18, 20, 25 & 26
BLUE MAN GROUP	2741259	9
BLUE MAN GROUP	2617550	9
BLUE MAN GROUP	2677611	25
BLUE MAN GROUP	2680625	14
BLUE MAN GROUP	2677610	21
BLUE MAN GROUP	2450660	41
BLUE MAN GROUP	2438222	9, 16 & 25

**Domain Name Summary**

<b>Domain Name:</b>	<b>Date:</b>	<b>Registrant:</b>
blu.mn	4/13/2017	BLUE MAN IP, LLC
blueman.com.au	4/24/2017	BLUE MAN IP, LLC
droidbuilders.com.au	2/4/2017	BLUE MAN IP, LLC
letsbuildit.com.au	2/10/2017	BLUE MAN IP, LLC
blueman.com.ru	1/29/2017	BLUE MAN PRODUCTIONS, LLC
bluemangroup.biz	4/3/2017	BLUE MAN PRODUCTIONS, LLC
bluemangroup.com.ru	4/20/2017	BLUE MAN PRODUCTIONS, LLC
bluemantools.com	1/30/2017	BLUE MAN PRODUCTIONS, LLC
yourattention.biz	3/9/2017	BLUE MAN PRODUCTIONS, LLC
2avs.com	1/28/2017	ASTOR MEDIA SERVICES LLC
800bigbear.com	2/26/2017	ASTOR MEDIA SERVICES LLC
alpinevillagesuites.com	3/27/2017	ASTOR MEDIA SERVICES LLC
alyeskacconnection.com	4/14/2017	ASTOR MEDIA SERVICES LLC
bearlakeresortrentals.com	4/23/2017	ASTOR MEDIA SERVICES LLC
bergmanneng.com	2/4/2017	ASTOR MEDIA SERVICES LLC
bestcabinsinbigbear.com	3/6/2017	ASTOR MEDIA SERVICES LLC
bestswingvocals.com	4/13/2017	ASTOR MEDIA SERVICES LLC

bigbearboating.com	4/19/2017	ASTOR MEDIA SERVICES LLC
bigbearcondos.com	1/30/2017	ASTOR MEDIA SERVICES LLC
bigbearconstruction.com	5/13/2017	ASTOR MEDIA SERVICES LLC
bigbeardomainnamesforsale.com	5/1/2017	ASTOR MEDIA SERVICES LLC
bigbearelectric.com	2/9/2017	ASTOR MEDIA SERVICES LLC
bigbeargetawayguide.com	2/16/2017	ASTOR MEDIA SERVICES LLC
bigbearjetski.com	4/13/2017	ASTOR MEDIA SERVICES LLC
bigbearmountainrealestate.com	3/21/2017	ASTOR MEDIA SERVICES LLC
bigbearnews.net	3/22/2017	ASTOR MEDIA SERVICES LLC
bigbearpirateship.com	4/14/2017	ASTOR MEDIA SERVICES LLC
bigbeartaxlady.com	2/7/2017	ASTOR MEDIA SERVICES LLC
bluesforthezoo.com	5/6/2017	ASTOR MEDIA SERVICES LLC
cmp-online.com	1/24/2017	ASTOR MEDIA SERVICES LLC
corvette-enhancements.com	3/10/2017	ASTOR MEDIA SERVICES LLC
directsigns.com	4/22/2017	ASTOR MEDIA SERVICES LLC
dispatchesfromthemoon.com	3/31/2017	ASTOR MEDIA SERVICES LLC
dmwtours.com	2/9/2017	ASTOR MEDIA SERVICES LLC
erniewatts.com	3/25/2017	ASTOR MEDIA SERVICES LLC
famhsp.com	2/16/2017	ASTOR MEDIA SERVICES LLC
famhsp.net	2/15/2017	ASTOR MEDIA SERVICES LLC
flyingedolphinsrecords.com	2/22/2017	ASTOR MEDIA SERVICES LLC
foxannemedia.com	5/2/2017	ASTOR MEDIA SERVICES LLC
foxhsp.com	4/11/2017	ASTOR MEDIA SERVICES LLC
foxhsp.net	1/17/2017	ASTOR MEDIA SERVICES LLC
getwetjetski.com	4/14/2017	ASTOR MEDIA SERVICES LLC
heidiandeo.com	5/15/2017	ASTOR MEDIA SERVICES LLC
hollowaysmarina.com	4/13/2017	ASTOR MEDIA SERVICES LLC
jasperssmokehouse.com	5/12/2017	ASTOR MEDIA SERVICES LLC
joeyhighland.com	1/31/2017	ASTOR MEDIA SERVICES LLC
kenwillis.com	3/4/2017	ASTOR MEDIA SERVICES LLC
landmarklodge.com	3/5/2017	ASTOR MEDIA SERVICES LLC
licensedhomeimprovement.com	3/23/2017	ASTOR MEDIA SERVICES LLC
lorihighland.com	4/24/2017	ASTOR MEDIA SERVICES LLC
lorihighland.net	4/24/2017	ASTOR MEDIA SERVICES LLC
martinstorage.net	3/9/2017	ASTOR MEDIA SERVICES LLC
mayfaircavaliers.com	1/19/2017	ASTOR MEDIA SERVICES LLC
mightymorodgers.com	2/23/2017	ASTOR MEDIA SERVICES LLC
mountainlakeskincare.com	2/16/2017	ASTOR MEDIA SERVICES LLC
northshorelanding.com	4/14/2017	ASTOR MEDIA SERVICES LLC
northshoremarinas.com	4/15/2017	ASTOR MEDIA SERVICES LLC
offroadadventure.com	5/3/2017	ASTOR MEDIA SERVICES LLC
openskyfestival.com	2/12/2017	ASTOR MEDIA SERVICES LLC
pjbigbear.com	2/20/2017	ASTOR MEDIA SERVICES LLC
sarahsoaps.com	4/24/2017	ASTOR MEDIA SERVICES LLC

snowsummitrentals.com	2/6/2017	ASTOR MEDIA SERVICES LLC
southshorelanding.com	4/18/2017	ASTOR MEDIA SERVICES LLC
southshoremарinas.com	4/14/2017	ASTOR MEDIA SERVICES LLC
welcometobigbear.com	3/6/2017	ASTOR MEDIA SERVICES LLC
windypointinn.com	2/16/2017	ASTOR MEDIA SERVICES LLC
wingwaxers.com	5/8/2017	ASTOR MEDIA SERVICES LLC

**Schedule B**

(Licenses)

<b>Licensor:</b>	<b>Licensee:</b>	<b>Title:</b>
Blue Man IP, LLC	Astor Show Productions, LLC	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Boston Productions, LLC	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Chicago Limited Partnership	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Orlando, LLC	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Touring, LLC	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Vegas, LLC	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Group Publishing, LLC	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Group Records, LLC	Trademark and Copyright License
Christopher Wink, Matthew Goldman, Phillip Stanton and Blue Man Productions, Inc.	UniMan, LLC	Blue Man Group License Agreement Universal Orlando
Blue Man Touring, LLC	BLUENET, LLC	"Blue Man Group" – Touring Production
Blue Man International, LLC	Late Arrivals Limited	License Agreement
Blue Man IP, LLC	Blue Man Group Holdings, LLC	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Group International, LLC	Trademark and Copyright License
Blue Man IP, LLC	Blue Man Productions, LLC	Trademark and Copyright License
Christopher Wink, Matthew Goldman, Phillip Stanton and Blue Man Productions, LLC	Universal City Development Partners, Ltd., Zebra Horse, LLC and Blue Man Orlando, LLC	Second Amendment to UniMan Limited Liability Operating Agreement
Blue Man International, LLC	Stage Holding B.V.	Draft
Blue Man International, LLC	Stage Entertainment B.V.	Blue Max Addendum
Blue Man International, LLC	Stage Entertainment B.V.	Addendum Refresh

Blue Man Group Holdings, LLC and/or its subsidiaries are party to various immaterial agreements in the ordinary course of their business that relate to intellectual property.