

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM429309

<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>
PRO EM OPERATIONS, LLC		05/31/2017	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CADENCE BANK, N.A.		
<b>Street Address:</b>	2800 Post Oak Boulevard, 38th Floor		
<b>City:</b>	Houston		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	77056		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3679012	THE EVENT RETREAT	
<b>Registration Number:</b>	3717856	PRO EM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Email:</b>	sbayer@nathansommers.com		
<b>Correspondent Name:</b>	Shanna Bayer		
<b>Address Line 1:</b>	2800 Post Oak Boulevard, 61st Floor		
<b>Address Line 4:</b>	Houston, TEXAS 77056		
<b>NAME OF SUBMITTER:</b>	Shanna Bayer		
<b>SIGNATURE:</b>	/s/ Shanna Bayer		
<b>DATE SIGNED:</b>	05/31/2017		
<b>Total Attachments: 3</b>			
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## AMENDED AND RESTATED INTELLECTUAL PROPERTY ASSIGNMENT

THIS AMENDED AND RESTATED INTELLECTUAL PROPERTY ASSIGNMENT is made this 31<sup>st</sup> day of May, 2017, between PRO EM OPERATIONS, LLC, a Delaware limited liability company, having a place of business at 205 Wild Basin Road, South Building 3, Suite 100, Austin, Texas 78746 ("Grantor"), and CADENCE BANK, N.A., a national banking association, having a place of business at 2800 Post Oak Boulevard, 38th Floor, Houston, Texas 77056 ("Lender").

WHEREAS, Grantor owns the Trademarks (herein so called) listed on Schedule A attached hereto, as the same may be amended from time to time;

WHEREAS, PRO EM HOLDINGS, LLC, a Delaware limited liability company, and Lender have entered into that certain Amended and Restated Loan Agreement dated as of May 31, 2017 (as the same may hereafter be amended, restated, modified or supplemented from time to time, the "Loan Agreement");

WHEREAS, pursuant to the terms of the Amended and Restated Security Agreement dated as of May 31, 2017, between Grantor and Lender (the "Security Agreement"), Grantor has granted to Lender a security interest in all of its trademarks owned or at any time hereafter acquired by Grantor or in which Grantor now has or at any time in the future may acquire any right, title, or interest in or to, as collateral to secure the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. Grantor does hereby grant to Lender a security interest in the following property, wherever arising or located (the "IP Collateral"): all of Grantor's right, title and interest in and to the Trademarks now owned or at any time hereafter acquired by Grantor or in which Grantor now has or at any time in the future may acquire any right, title, interest or license to, including all proceeds and products of any and all of the foregoing.
2. Grantor does hereby further acknowledge and affirm that the rights and remedies of Lender with respect to its security interests in the IP Collateral made and granted herein are more fully set forth in the Loan Agreement and the Security Agreement, the terms and provisions of which are incorporated by reference herein, and include, without limitation, all rights and remedies of a secured party under the Uniform Commercial Code as adopted by the State of Texas as in effect from time to time.

*[SIGNATURE PAGE FOLLOWS]*

IN WITNESS WHEREOF, Grantor has caused this AMENDED AND RESTATED INTELLECTUAL PROPERTY ASSIGNMENT to be duly executed and delivered as of the date first above written.

PRO EM OPERATIONS, LLC

By: 

Brady Castro

Chief Executive Officer

SIGNATURE PAGE TO AMENDED AND RESTATED INTELLECTUAL PROPERTY  
ASSIGNMENT-TRADEMARKS

TRADEMARK  
REEL: 006072 FRAME: 0962

**SCHEDULE A**

Registered Trademarks					
Country	Word Mark	Owner	Registration No.	Serial No.	Registration Date
USA	The Event Retreat	Grantor	3679012	77636256	September 8, 2009
USA	Pro EM	Grantor	3717856	77669673	December 1, 2009

Pending Trademark Applications				
Country	Word Mark	Owner	Serial No.	Filing Date
NONE	NONE	NONE	NONE	NONE