

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM440969

<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>
PLR IP Holdings, LLC		05/01/2017	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank Hapoalim B.M.		
<b>Street Address:</b>	1177 Avenue of the Americas		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10036		
<b>Entity Type:</b>	Corporation: ISRAEL		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86910173	POLAROID	
<b>Serial Number:</b>	87220361		
<b>Serial Number:</b>	87220367		
<b>Serial Number:</b>	87297681	POLAROID POP	
<b>Serial Number:</b>	87297672	POLAROID POP	
<b>Serial Number:</b>	87121929	POLAROID SWING	
<b>Serial Number:</b>	87121928	POLAROID SWING	
<b>Serial Number:</b>	87121927	POLAROID SWING	
<b>Serial Number:</b>	87121925	POLAROID SWING	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3124643111		
<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>Phone:</b>	312-464-3100		
<b>Email:</b>	chicagopto@loeb.com		
<b>Correspondent Name:</b>	Nerissa Coyle McGinn c/o Loeb & Loeb LLP		
<b>Address Line 1:</b>	321 N. Clark Street, Suite 2300		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60654		
<b>NAME OF SUBMITTER:</b>	Nerissa Coyle McGinn		

OP \$240.00 86910173

<b>SIGNATURE:</b>	/Nerissa Coyle McGinn/
<b>DATE SIGNED:</b>	08/28/2017
<b>Total Attachments: 5</b> source=Trademark Assignment of Security With Schedule A#page1.tif source=Trademark Assignment of Security With Schedule A#page2.tif source=Trademark Assignment of Security With Schedule A#page3.tif source=Trademark Assignment of Security With Schedule A#page4.tif source=Trademark Assignment of Security With Schedule A#page5.tif	

## TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, PLR IP Holdings, LLC, a limited liability company formed under the laws of the State of Delaware, located at 4350 Baker Road, Minnetonka, MN 55343 (the "Company"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications under the numbers shown in the attached Schedule A; and

WHEREAS, the Company is obligated to Bank Hapoalim B.M. (the "Bank") pursuant to (i) a certain Promissory Note, dated as of March 14, 2013 between the Bank and the Company (as amended, restated, supplemented or otherwise modified from time to time) and (ii) a certain Intellectual Property Security Agreement, dated as of March 14, 2013, made by the Company in favor of the Bank (as has been or may be amended, modified, restated or supplemented from time to time, the "IP Security Agreement"); and

WHEREAS, pursuant to the IP Security Agreement, the Company has granted to the Bank a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

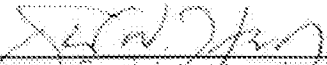
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby assign unto the Bank and grant to the Bank a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Secured Obligations as defined in the IP Security Agreement and in accordance with the terms and provisions thereof.

[Remainder of this page intentionally left blank]

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


Dated: May 1, 2017

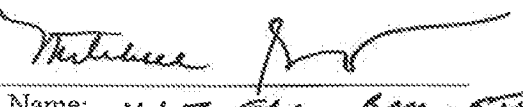
PLR IP HOLDINGS, LLC

By:   
Name: Scott W. Hardy  
Title: President & CEO

ACCEPTED and ACKNOWLEDGED by:

BANK HAPOALIM B.M.

By:   
Name: JAMES P. SURLESS  
Title: VICE PRESIDENT

By:   
Name: MICHELLE BARAN  
Title: EVP.

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated May 1, 2017, by and between PLR IP Holdings, LLC and Bank Hapoalim B.M.

I. TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>COUNTRY</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
Polaroid Classic Border Logo (2016)	Australia	1773888	May 30, 2016
POLAROID	EUTM	015284888	October 7, 2016
Polaroid Classic Border Logo	EUTM	014940076	May 18, 2016
POLAROID POP	EUTM	016278707	May 5, 2017
POLAROID SWING	EUTM	015710429	December 28, 2016
POLAROID	United Kingdom	3194831	April 7, 2017
POLAROID & 9 Pixel Design (in series - color and black and white)	United Kingdom	00003194833	January 27, 2017
POLAROID SWING	United Kingdom	3177725	October 28, 2016

## II. TRADEMARK APPLICATIONS

<u>MARK</u>	<u>COUNTRY</u>	<u>SERIAL NUMBER</u>	<u>APPLICATION DATE</u>
POLAROID	United States of America	86910173	February 17, 2016
Polaroid Classic Border Logo (2016)	United States of America	87220361	October 30, 2016
Polaroid Classic Border Logo (2016)	United States of America	87220367	October 30, 2016
POLAROID POP	United States of America	87297681	January 11, 2017
POLAROID POP	United States of America	87297672	January 11, 2017
POLAROID SWING	United States of America	87121929	July 30, 2016
POLAROID SWING	United States of America	87121928	July 30, 2016
POLAROID SWING	United States of America	87121927	July 30, 2016
POLAROID SWING	United States of America	87121925	July 30, 2016
POLAROID	Angola	50408	September 23, 2016
Polaroid Classic Border Logo	Australia	1834609	March 28, 2017
POLAROID	Botswana	BWM201600380	May 4, 2016
POLAROID	Canada	1808733	November 9, 2016
POLAROID & Pixel Design	Canada	1808730	November 9, 2016
POLAROID	China	19126110	February 22, 2016
POLAROID	China	19201848	March 3, 2016
POLAROID	EUTM	16004343	November 3, 2016
POLAROID & Pixel Design	EUTM	016004351	November 3, 2016
Polaroid Classic Border Logo (2016)	EUTM	016217267	January 3, 2017
POLAROID	Ghana	2255/2016	December 9, 2016
Pixel Design (in series - color and black and white)	Hong Kong	304001651	December 22, 2016

<u>MARK</u>	<u>COUNTRY</u>	<u>SERIAL NUMBER</u>	<u>APPLICATION DATE</u>
POLAROID & 9 Pixel Design (in series - color and black and white)	Hong Kong	304000427	December 21, 2016
POLAROID (in series - upper case and lower case letters)	Hong Kong	304000436	December 21, 2016
POLAROID SX-70	Japan	2016-32510	March 24, 2016
POLAROID	OAPI	3201601316	April 22, 2016