

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM471853

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Release of Reel 5339 Frame 0474

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MUFG Union Bank, N.A.		04/23/2018	Bank: UNITED STATES

## RECEIVING PARTY DATA

<b>Name:</b>	Hornblower Group, Inc.
<b>Street Address:</b>	Pier 3, Hornblower Landing
<b>Internal Address:</b>	The Embarcadero
<b>City:</b>	San Francisco
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94111
<b>Entity Type:</b>	Corporation: CALIFORNIA

## PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	3556542	ADVENTURES AT SEA
Registration Number:	3553140	ALCATRAZ CRUISES
Registration Number:	4068010	ALCATRAZ LANDING
Registration Number:	3148575	ALWAYS A PLEASURE
Registration Number:	3804527	BETWEEN THE SEA AND THE SKY
Serial Number:	85103039	FLAGSHIP EVENTS
Registration Number:	2521625	HORNBLOWER
Registration Number:	3523740	HORNBLOWER
Registration Number:	3828926	HORNBLOWER HYBRID
Registration Number:	4094034	HORNBLOWER LANDING
Registration Number:	4800242	HORNBLOWER NIAGARA CRUISES
Registration Number:	4261793	LIGHTS & SIPS
Registration Number:	4526067	NIAGARA FALLS CRUISES
Registration Number:	3593946	RESPECT OUR PLANET
Registration Number:	3001594	SEA CALIFORNIA
Registration Number:	3929912	SIGHTS & SIPS
Registration Number:	3523668	STATUE CRUISES
Registration Number:	4526297	WE CREATE AMAZING EXPERIENCES

CH \$465.00 3556542

**CORRESPONDENCE DATA****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>	185724-3
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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>	04/30/2018
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**Total Attachments: 5**

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**Union Bank, N.A., trademark security interest**

Assignor: Hornblower Group, Inc.

Assignee: Union Bank, N.A.

Execution Date: 12/23/2013

Recordation Date: 08/07/2014

Reel 5339 / Frame 0474

**RELEASE**

MUFG UNION BANK, N.A. (in its own capacity and as successor in interest to Union Bank, N.A.), as administrative agent (in such capacity, "Agent") for the lenders (collectively, the "Lenders") from time to time party to that certain Fifth Amended and Restated Master Loan Agreement (the "Loan Agreement") dated as of June 9, 2016, between, among others, Hornblower Group, Inc., a California corporation ("Grantor"), Agent and Lenders, on its own behalf and on behalf of its agents, affiliates, successors, assigns, shareholders, officers and directors, hereby releases and terminates any and all of its right, title and interest, in and to the Trademarks listed on the attached Exhibit A granted in connection with the Loan Agreement and any other security agreement entered into by Grantor and Agent in connection with the Loan Agreement, including, without limitation, pursuant to:

That certain security interest and mortgage granted pursuant to the Second Amended and Restated Intellectual Property Security Agreement (US), dated as of December 23, 2013 (the "Security Agreement"), made by Grantor in favor of Agent and recorded with the U.S. Patent and Trademark Office on August 7, 2014, at Reel No. 5339, Frame No. 0474, in the "Collateral", as defined therein.

Agent does hereby reassign all right, title and interest of Agent in and to the Trademarks listed on the attached Exhibit A to Grantor. Capitalized terms used but not defined herein shall have the meanings set forth in the Security Agreement. **THIS RELEASE SHALL BE GOVERNED BY THE INTERNAL LAWS OF THE STATE OF CALIFORNIA, WITHOUT REGARD TO CONFLICT OF LAWS PRINCIPLES.**

*[No further text on this page; signature page follows]*

**Union Bank, N.A., trademark security interest**

Assignor: Hornblower Group, Inc.

Assignee: Union Bank, N.A.

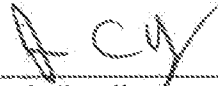
Execution Date: 12/23/2013

Recordation Date: 08/07/2014

Reel 5339 / Frame 0474

IN WITNESS WHEREOF, Agent has duly executed this Release as of April 23, 2018.

MUFG UNION BANK, N.A.,  
as Administrative Agent

By:   
\_\_\_\_\_  
Ryan C. Bradley,  
Managing Director

**Union Bank, N.A., trademark security interest**

Assignor: Hornblower Group, Inc.

Assignee: Union Bank, N.A.



Execution Date: 12/23/2013

Recordation Date: 08/07/2014

Reel 5339 / Frame 0474

EXHIBIT A

Trademarks

	Owner	Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date
1.	Hornblower Group, Inc.	ADVENTURES AT SEA & Design 	77449495	04/16/2008	3556542	01/06/2009
2.	Hornblower Group, Inc.	ALCATRAZ CRUISES & Design 	77398756	02/15/2008	3553140	12/30/2008
3.	Hornblower Group, Inc.	Alcatraz Landing	78654438	06/20/2005	4068010	12/06/2011
4.	Hornblower Group, Inc.	Always A Pleasure	78740005	10/25/2005	3148575	09/26/2006
5.	Hornblower Group, Inc.	BETWEEN THE SEA AND THE SKY	77734008	05/11/2009	3804527	06/15/2010
6.	Hornblower Group, Inc.	FLAGSHIP EVENTS	85103039	08/09/2010		
7.	Hornblower Group, Inc.	HORNBLOWER	75771287	08/09/1999	2521625	12/25/2001
8.	Hornblower Group, Inc.	HORNBLOWER	77412299	03/04/2008	3523740	10/28/2008
9.	Hornblower Group, Inc.	HORNBLOWER HYBRID	77564584	09/08/2008	3828926	08/03/2010
10.	Hornblower Group, Inc.	HORNBLOWER LANDING	77560085	09/02/2008	4094034	01/31/2012

**Union Bank, N.A., trademark security interest**

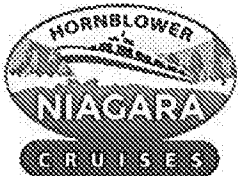


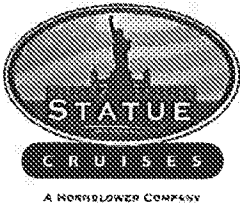
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	Owner	Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date
11.	Hornblower Group, Inc.	HORNBLOWER NIAGARA CRUISES & Design 	86024572	07/31/2013	4800242	08/25/2015
12.	Hornblower Group, Inc.	LIGHTS & SIPS	85123891	09/07/2010	4261793	12/18/2012
13.	Hornblower Group, Inc.	NIAGARA FALLS CRUISES & Design 	85194122	12/09/2010	4526067	05/06/2014
14.	Hornblower Group, Inc.	RESPECT OUR PLANET & Design 	77391050	02/07/2008	3593946	03/24/2009
15.	Hornblower Group, Inc.	Sea California	78461151	08/03/2004	3001594	09/27/2005
16.	Hornblower Group, Inc.	SIGHTS & SIPS	77919171	01/25/2010	3929912	03/08/2011
17.	Hornblower Group, Inc.	STATUE CRUISES & Design 	77394661	02/12/2008	3523668	10/28/2008

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	Owner	Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date
18.	Hornblower Group, Inc.	<u>WE CREATE</u> <u>AMAZING</u> <u>EXPERIENCES</u>	<u>85595196</u>	04/11/2012	<u>4526297</u>	05/06/2014