

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM483946

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MASTERWORK ELECTRONICS, INC.		07/27/2018	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	SILVER POINT FINANCE, LLC, as Agent		
Street Address:	2 Greenwich Plaza		
City:	Greenwich		
State/Country:	CONNECTICUT		
Postal Code:	06830		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2465263	MASTERWORK ELECTRONICS	
Registration Number:	2477432	MASTERWORK ELECTRONICS	
CORRESPONDENCE DATA			
Fax Number:	2149326499		
<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:	2149326400		
Email:	sshernandez@mcguirewoods.com		
Correspondent Name:	Aisha Noor		
Address Line 1:	2000 MCKINNEY AVENUE, SUITE 1400		
Address Line 2:	MCGUIREWOODS LLP		
Address Line 4:	DALLAS, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	2071517-0007		
NAME OF SUBMITTER:	Stephanie Hernandez		
SIGNATURE:	/Stephanie Hernandez/		
DATE SIGNED:	07/30/2018		
Total Attachments: 4			
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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

July 27, 2018

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, MASTERWORK ELECTRONICS, INC., a California corporation ("Grantor"), having its principal office at 630 Martin Avenue, Suite 200, Rohnert Park, California 94928, hereby grants to SILVER POINT FINANCE, LLC, in its capacity as Agent, (in such capacity, "Grantee"), having its principal office at 2 Greenwich Plaza, Greenwich, CT 06830, a security interest in (a) all of Grantor's right, title and interest in and to the United States trademarks set forth on Schedule A attached hereto (collectively, the "Marks", and each, a "Mark"), (b) all proceeds and products of each Mark, (c) the goodwill of the businesses with which each Mark is associated and (d) all causes of action arising prior to or after the date hereof for infringement of each Mark or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of the Obligations, as such term is defined in that certain CREDIT AGREEMENT, dated as of the date hereof (as amended, modified, restated and/or supplemented from time to time, the "Credit Agreement"). Upon termination of the Credit Agreement and the payment in full of the Obligations (as defined in the Credit Agreement), Grantee shall execute, acknowledge and deliver to Grantor, upon Grantor's request, an instrument in writing releasing the security interest in the Marks acquired under this Grant.

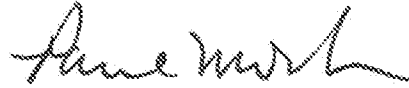
This Grant has been granted in conjunction with the security interest granted to Grantee under the Credit Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are as set forth in the Credit Agreement. In the event that any provisions of this Grant are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

[Remainder of this page intentionally left blank.]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date set forth above.

GRANTOR:

MASTERWORK ELECTRONICS, INC.

By: 

Name: Paul Morben

Title: President, Chief Executive Officer and
Secretary

GRANTEE:

SILVER POINT FINANCE, LLC

By: _____

Name: Michael A. Gatto

Title: Authorized Signatory

(Signature Page to Grant of Security Interest in Trademarks)

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date set forth above.

GRANTOR:

MASTERWORK ELECTRONICS, INC


By: _____

Name:

Title:

GRANTEE:

SILVER POINT FINANCE, LLC

By:  _____


Name: Michael A. Gatto

Title: Authorized Signatory

Handwritten initials or mark.

Schedule A to Grant of Security Interest in United States Trademarks

TRADEMARKS

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
	2,465,263	July 3, 2001
MASTERWORK ELECTRONICS	2,477,432	August 14, 2001