

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM488361

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Texas Capital Bank, National Association, as Administrative Agent		08/31/2018	National Banking Association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	North American Beverages, LLC		
<b>Street Address:</b>	720 Jewell Dr.		
<b>City:</b>	Waco		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	76712		
<b>Entity Type:</b>	Limited Liability Company: TEXAS		
<b>Name:</b>	Thomas Kemper Acquisition Co., Inc.		
<b>Street Address:</b>	6500 River Place Boulevard		
<b>Internal Address:</b>	Building 1, Suite 450		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78730		
<b>Entity Type:</b>	Corporation: TEXAS		
<b>Name:</b>	All Sport, Inc.		
<b>Street Address:</b>	6500 River Place Boulevard		
<b>Internal Address:</b>	Building 1, Suite 450		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78730		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>Name:</b>	BR Hydrive, LLC		
<b>Street Address:</b>	6500 River Place Boulevard		
<b>Internal Address:</b>	Building 1, Suite 450		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78730		
<b>Entity Type:</b>	Limited Liability Company: TEXAS		
<b>TRADEMARK</b>			

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<b>Name:</b>	Xyience Beverage Company, LLC
<b>Street Address:</b>	6500 River Place Boulevard
<b>Internal Address:</b>	Building 1, Suite 450
<b>City:</b>	Austin
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	78730
<b>Entity Type:</b>	Limited Liability Company: TEXAS

**PROPERTY NUMBERS Total: 39**

Property Type	Number	Word Mark
Registration Number:	3131820	NESBITT'S
Registration Number:	2842988	NESBITT'S
Registration Number:	3680330	BIG RED JAK
Registration Number:	3588614	BIG BLUE
Registration Number:	3782082	BIG ORANGE
Registration Number:	3877714	BIG PINEAPPLE
Registration Number:	3935910	SANS
Registration Number:	4180276	SO SWEET. SO SMOOTH.
Registration Number:	4180275	DELICIOUSLY DIFFERENT
Registration Number:	4498786	BIG MANZANA
Registration Number:	2352076	NUGRAPE
Registration Number:	1694726	BIG PEACH
Registration Number:	1611421	BIG RED
Registration Number:	1628540	BIG RED
Registration Number:	1628539	BIG RED
Registration Number:	0691351	BIG RED
Registration Number:	2081378	ALL SPORT
Registration Number:	1747887	ALL SPORT
Registration Number:	3655676	HYDRATION NATION
Registration Number:	2978019	ALL SPORT PLUS
Registration Number:	1729709	THOMAS KEMPER
Registration Number:	4256516	THOMAS KEMPER
Registration Number:	3353993	BETTER ENERGY
Registration Number:	3331925	HYDRIVE
Registration Number:	4215318	HYDRIVE
Registration Number:	4149424	THE CAFFEINE MADE ME DO IT
Registration Number:	3278061	XENERGY
Registration Number:	3720188	XENERGY
Registration Number:	4361658	XENERGY

Property Type	Number	Word Mark
Registration Number:	4522127	XENERGY
Registration Number:	3701582	XYIENCE
Registration Number:	3159492	XYIENCE
Registration Number:	4019539	XYIENCE
Registration Number:	4034309	XYIENCE
Serial Number:	85678965	XYIENCE
Serial Number:	85678946	XYIENCE
Registration Number:	3703171	XYIENCE XSHOT
Registration Number:	3703170	XYIENCE XSHOT
Serial Number:	86126035	FRUITALITY

**CORRESPONDENCE DATA**

**Fax Number:** 2127352000

*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:** 212.735.5117

**Email:** francine.waldbaum@skadden.com

**Correspondent Name:** Skadden, Arps, Slate, Meagher & Flom LLP

**Address Line 1:** Four Times Square

**Address Line 2:** Francine Waldbaum

**Address Line 4:** New York, NEW YORK 10036-6522

**ATTORNEY DOCKET NUMBER:** 153780/67

**NAME OF SUBMITTER:** Amy Lehrburger

**SIGNATURE:** /Amy Lehrburger/

**DATE SIGNED:** 08/31/2018

**Total Attachments: 5**

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RELEASE OF  
SECURITY INTEREST

This Release of Security Interest (this “Release”) is made and effective as of August 31, 2018, by Texas Capital Bank, National Association, as Administrative Agent (“Administrative Agent”) in favor of the Grantors (as defined below) in connection with the Trademark Security Agreement referred to below.

RECITALS

**WHEREAS**, the Grantors (as defined below), Administrative Agent and other signatories thereto are parties to that certain Security Agreement, dated as of September 23, 2014 (such agreement, together with all amendments and restatements thereto, the “Security Agreement”);

**WHEREAS**, pursuant to that certain Trademark Security Agreement dated as of September 23, 2014, among North American Beverages, LLC, Thomas Kemper Acquisition Co., Inc., All Sport, Inc., BR Hydrive, LLC and Xyience Beverage Company, LLC (collectively, “Grantors”), and Administrative Agent (as amended, restated, supplemented or otherwise modified from time to time, the “Trademark Security Agreement”; capitalized terms used herein and not otherwise defined herein shall have the respective meanings set forth in the Trademark Security Agreement), Grantors have mortgaged, pledged and hypothecated to, and granted to Administrative Agent a security interest in, for its benefit and the benefit of each other Secured Party, all right, title and interest of each such Grantor in and to the Trademark Collateral, including, without limitation, the Trademarks referred to on Schedule A attached hereto (the “Scheduled Trademarks”), to secure the Obligations;

**WHEREAS**, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office in Trademark Reel 5370, Frame 0241 on September 29, 2014; and

**WHEREAS**, the Obligations have been satisfied and Administrative Agent has agreed to release all of its security interest in the Trademark Collateral.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Administrative Agent hereby agrees as follows:

Release of Security Agreements

Section 1. Administrative Agent hereby terminates, releases and discharges all of its right, title and interest in, to and under the Trademark Collateral (including, without limitation, all liens on and security interests in the Trademark Collateral), including without limitation, the Scheduled Trademarks and related rights and property.

Section 2. Administrative Agent hereby authorizes and requests that the United States Commissioner of Patents and Trademarks and any other applicable officer in any successor office or any similar office in any other country record this Release.

Section 3. Administrative Agent hereby agrees to duly execute and deliver to the Grantors any further documents and to do such other acts that the Grantors (or their respective agents or designees) reasonably request, at the Grantors’ sole cost and expense, in order to confirm this Release and the Grantors’ right, title and interest in the Trademark Collateral.

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EXECUTED as of the date first written above.

TEXAS CAPITAL BANK, NATIONAL ASSOCIATION,  
as Administrative Agent

By: 

Name: Joel Landis

Title: Executive Vice President

Schedule A

Registered Trademarks and Applications Therefor

	<u>Debtor</u>	<u>Word Mark</u>	<u>Country</u>	<u>Live/ Dead</u>	<u>Serial Number</u>	<u>Filing Date</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
1	North American Beverages, LLC	NESBITT'S	U.S. Federal	LIVE	78196208	12/19/2002	3131820	8/22/2006
2	North American Beverages, LLC	NESBITT'S	U.S. Federal	LIVE	78196213	12/19/2002	2842988	5/18/2004
3	North American Beverages, LLC	BIG RED JAK	U.S. Federal	LIVE	77189296	5/24/2007	3680330	9/8/2009
4	North American Beverages, LLC	BIG BLUE	U.S. Federal	LIVE	77385043	1/31/2008	3588614	3/10/2009
5	North American Beverages, LLC	BIG ORANGE	U.S. Federal	LIVE	77577095	9/23/2008	3782082	4/27/2010
6	North American Beverages, LLC	BIG PINEAPPLE	U.S. Federal	LIVE	77772072	7/1/2009	3877714	11/16/2010
7	North American Beverages, LLC	SANS	U.S. Federal	LIVE	85070480	6/24/2010	3935910	3/22/2011
8	North American Beverages, LLC	SO SWEET. SO SMOOTH.	U.S. Federal	LIVE	85240642	2/11/2011	4180276	7/24/2012
9	North American Beverages, LLC	DELICIOUSLY DIFFERENT	U.S. Federal	LIVE	85240588	2/11/2012	4180275	7/24/2012
10	North American Beverages, LLC	BIG MANZANA	U.S. Federal	LIVE	85649818	6/12/2012	4498786	3/18/2014
11	North American Beverages, LLC	NUGRAPE	U.S. Federal	LIVE	75785800	8/26/1999	2352076	5/23/2000
12	North American Beverages, LLC	BIG PEACH	U.S. Federal	LIVE	74175535	6/10/1991	1694726	6/16/1992

13	North American Beverages, LLC	BIG RED	U.S. Federal	LIVE	73414488	2/22/1983	1611421	8/28/1990
14	North American Beverages, LLC	BIG RED	U.S. Federal	LIVE	73403777	11/24/1982	1628540	12/18/1990
15	North American Beverages, LLC	BIG RED	U.S. Federal	LIVE	73403132	11/18/1982	1628539	12/18/1990
16	North American Beverages, LLC	BIG RED	U.S. Federal	LIVE	72038159	10/1/1957	691351	1/12/1960
17	All Sport, Inc.	ALL SPORT	U.S. Federal	LIVE	75134256	7/15/1996	2081378	7/22/1997
18	All Sport, Inc.	ALL SPORT	U.S. Federal	LIVE	74118261	11/19/1990	1747887	1/19/1983
19	All Sport, Inc.	HYDRATION NATION	U.S. Federal	LIVE	77473311	5/13/2008	3655676	7/14/2009
20	All Sport, Inc.	ALL SPORT PLUS	U.S. Federal	LIVE	76582634	3/24/2004	2978019	7/26/2005
21	Thomas Kemper Acquisition Company, Inc.	THOMAS KEMPER	U.S. Federal	LIVE	74212452	10/10/1991	1729709	11/3/1992
22	Thomas Kemper Acquisition Company, Inc.	THOMAS KEMPER & DESIGN	U.S. Federal	LIVE	85516594	01/13/2012	4256516	12/11/2012
23	BR HYDdrive, LLC	BETTER ENERGY	U.S. Federal	LIVE	78841616	3/20/06	3353993	12/11/07
24	BR HYDdrive, LLC	HYDRIVE	U.S. Federal	LIVE	78795831	1/20/06	3331925	11/6/07
25	BR HYDdrive, LLC	HYDRIVE	U.S. Federal	LIVE	85424356	9/16/11	4215318	9/25/12
26	BR HYDdrive, LLC	THE CAFFEINE MADE ME DO IT	U.S. Federal	LIVE	85424368	9/16/11	4149424	5/29/12
27	Xyience Beverage Company, LLC	XENERGY - 32	U.S. Federal	LIVE	78/978554	5/1/2006	3278061	8/7/2007
28	Xyience Beverage Company, LLC	XENERGY - 32	U.S. Federal	LIVE	78/873870	5/1/2006	3720188	12/1/2009
29	Xyience Beverage Company, LLC	XENERGY - 32	U.S. Federal	LIVE	77/841455	10/5/2009	4361658	7/2/2013
30	Xyience Beverage Company, LLC	XENERGY - 5	U.S. Federal	LIVE	77/094011	1/29/2007	4522127	4/29/2014

31	Xyience Beverage Company, LLC	XYIENCENCE - 32	U.S. Federal	LIVE	77/711932	4/10/2009	3701582	10/27/2009
32	Xyience Beverage Company, LLC	XYIENCENCE - 5	U.S. Federal	LIVE	76/604146	7/27/2004	3159492	10/17/2006
33	Xyience Beverage Company, LLC	XYIENCENCE & Barcode Design - 32	U.S. Federal	LIVE	85/239531	2/10/2011	4019539	8/30/2011
34	Xyience Beverage Company, LLC	XYIENCENCE & Barcode Design - 5	U.S. Federal	LIVE	85/239517	2/10/2011	4034309	10/4/2011
35	Xyience Beverage Company, LLC	XYIENCENCE & Bottom Barcode Design - 32	U.S. Federal	LIVE	85/678965	7/17/2012	N/A	N/A
36	Xyience Beverage Company, LLC	XYIENCENCE & Bottom Barcode Design - 5	U.S. Federal	LIVE	85/678946	7/17/2012	N/A	N/A
37	Xyience Beverage Company, LLC	XYIENCENCE XSHOT - 32	U.S. Federal	LIVE	77/577208	9/23/2008	3703171	10/27/2009
38	Xyience Beverage Company, LLC	XYIENCENCE XSHOT - 5	U.S. Federal	LIVE	77/577206	9/23/2008	3703170	10/27/2009
39	North American Beverages, LLC	Fruitality	U.S. Federal	LIVE	86126035	11/21/2013	N/A	N/A