

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM482175

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Buy Here Pay Here, USA		07/13/2018	Limited Liability Company: TENNESSEE
Check Into Cash, Inc.		07/13/2018	Corporation: DELAWARE
Creditcorp		07/13/2018	Corporation: TENNESSEE
RECEIVING PARTY DATA			
Name:	BP FUNDING TRUST, SERIES SPL-V		
Street Address:	44 South Broadway, 11th Floor		
City:	White Plains		
State/Country:	NEW YORK		
Postal Code:	10601		
Entity Type:	a statutory series of BP FUNDING TRUST, a Delaware statutory trust, for itself and for no other series of BP FUNDING TRUST: DELAWARE		
PROPERTY NUMBERS Total: 30			
Property Type	Number	Word Mark	
Registration Number:	3430655		
Registration Number:	5035042	BUY HERE PAY HERE USA	
Registration Number:	2256904	CHECK INTO CASH	
Registration Number:	4702895	LOANBYPHONE	
Registration Number:	2377774		
Registration Number:	4292267	CHECK INTO CASH	
Registration Number:	2266693	CHECK INTO CASH CASH ADVANCE	
Registration Number:	2393356	CHECK INTO CASH CASH ADVANCE CENTERS	
Registration Number:	2386042		
Registration Number:	3037176	QUICK, EASY & CONFIDENTIAL	
Registration Number:	3330327	HELPING YOU IS ALL WE DO	
Registration Number:	3394758	YOUR NEIGHBORHOOD FINANCIAL CONVENIENCE	
Registration Number:	3504881	YOUR ONE STOP MONEY SHOP!	
Registration Number:	4292268	YOUR ONE STOP MONEY SHOP	
Registration Number:	2744655	MONEY MAYDAY	
Registration Number:	4297847	CASHDALES	

OP \$765.00 3430655

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4292865	TITLE FIRST TITLE LOAN
Registration Number:	4551879	
Registration Number:	4603205	DON'T WORRY . . . BE HOPPY
Registration Number:	4614717	HOP INTO CASH
Registration Number:	4713149	UNLOCK THE CASH IN YOUR CAR AT CHECK INT
Registration Number:	4739663	LENDING FROG
Registration Number:	4773385	UNLOCK THE CASH IN YOUR CAR
Registration Number:	4801097	TOMORROW CAN BE PAYDAY
Serial Number:	87494896	U.S. MONEY
Registration Number:	4756527	
Registration Number:	3598271	
Registration Number:	3525179	CHECK INTO CA\$H
Registration Number:	3525178	CHECK INTO CASH
Registration Number:	4714970	CREDITCORP

CORRESPONDENCE DATA

Fax Number: 4048817777

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: 404-881-7000

Email: kelly.branch@alston.com

Correspondent Name: Sam Gunn

Address Line 1: 1201 West Peachtree Street

Address Line 4: Atlanta, GEORGIA 30309

NAME OF SUBMITTER:	Sam Gunn
SIGNATURE:	/Sam Gunn/
DATE SIGNED:	07/13/2018

Total Attachments: 6

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GRANT OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, Buy Here Pay Here, USA, a Tennessee limited liability company, Check Into Cash, Inc., a Delaware corporation, and Creditcorp, a Tennessee corporation (each, a “*Grantor*” and collectively the “*Grantors*”) owns the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith, in each case set forth on Schedule A attached hereto; and

WHEREAS, BP FUNDING TRUST, SERIES SPL-V, a statutory series of BP FUNDING TRUST, a Delaware statutory trust, for itself and for no other series of BP FUNDING TRUST, as Administrative Agent (the “*Grantee*”), desires to acquire a security interest in, and lien on, all of each Grantor’s right, title and interest in and to such Grantor’s trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith; and

WHEREAS, each Grantor is willing to grant to the Grantee a security interest in and lien upon the trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith described on Schedule A.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, and subject to the terms and conditions of the Security Agreement, dated as of July 13, 2018, among the Grantors, their affiliates and the Grantee (as amended from time to time, the “*Security Agreement*”), each Grantor hereby grants to the Grantee a security interest in, and a lien upon, all of such Grantor’s right, title and interest in and to (i) the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith (the “*Marks*”) set forth on Schedule A attached hereto, together with (ii) all Proceeds (as such term is defined in the Security Agreement) of the Marks, (iii) all of the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks or unfair competition regarding the same.

This Grant of Security Interest is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in the Security Agreement) of each Grantor and shall be effective as of the date of the Security Agreement.

This Grant of Security Interest has been granted in conjunction with the security interest granted to Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant of Security Interest are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[signature page to follow]

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the 3rd day of July, 2018.

GRANTORS:

Buy Here Pay Here, USA, LLC

By: William S. Lane
Name: William S. Lane
Title: Chief Financial Officer

Check Into Cash, Inc.

By: William S. Lane
Name: William S. Lane
Title: Chief Financial Officer

Creditcorp

By: William S. Lane
Name: William S. Lane
Title: Chief Financial Officer

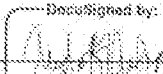
[Signature Page to Trademark and Patent Security Agreement]

TRADEMARK
REEL: 006434 FRAME: 0070

ADMINISTRATIVE AGENT:

BP FUNDING TRUST, SERIES SPL-V, a statutory series of BP Funding Trust, a Delaware statutory trust, for itself and for no other series of BP Funding Trust

By: Basepoint Administrative, LLC,
not in its individual capacity but solely as
Administrator of BP Funding Trust

By:  _____
Name: Andrew Neuberger
Title: Manager

[Signature Page to Trademark and Patent Security Agreement]

Schedule A – Trademarks

Attached.

GRANTOR/OWNER	TRADEMARK	REG./APP. NO.
Buy Here Pay Here, USA, LLC	THREE CURVED STRIPES WITH CAR DRIVING UPWARDS	3,430,655
Buy Here Pay Here, USA, LLC	BUY HERE PAY HERE USA	5,035,042
Check Into Cash, Inc.	CHECK INTO CASH	2,256,904
Check Into Cash, Inc.	LOANBYPHONE	4,702,895
Check into Cash, Inc.	BOB CASH (DESIGN)	2,377,774
Check Into Cash, Inc.	CHECK INTO CASH	4,292,267
Check into Cash, Inc.	CHECK INTO CASH CASH ADVANCE (INCLUDING DESIGN)	2,266,693
Check into Cash, Inc.	CHECK INTO CASH CASH ADVANCE CENTERS (INCLUDING DESIGN)	2,393,356
Check into Cash, Inc.	DOLLAR SIGN WITH RED CHECK MARK (DESIGN)	2,386,042
Check into Cash, Inc.	QUICK, EASY & CONFIDENTIAL	3,037,176
Check into Cash, Inc.	HELPING YOU IS ALL WE DO	3,330,327
Check into Cash, Inc.	YOUR NEIGHBORHOOD FINANCIAL CONVENIENCE CENTER	3,394,758
Check into Cash, Inc.	YOUR ONE STOP MONEY SHOP	3,504,881
Check into Cash, Inc.	YOUR ONE STOP MONEY SHOP	4,292,268
Check Into Cash, Inc.	MONEY MAYDAY	2,744,655
Check Into Cash, Inc.	CASHDALES	4,297,847
Check Into Cash, Inc.	TITLE FIRST TITLE LOAN (LOGO)	4,292,865
Check Into Cash, Inc.	NEWEST VERSION OF BOB CASH	4,551,879

Check Into Cash, Inc.	DON'T WORRY...BE HOPPY	4,603,205
Check Into Cash, Inc.	HOP INTO CASH	4,614,717
Check Into Cash, Inc.	UNLOCK THE CASH IN YOUR CAR AT CHECK INTO CASH!	4,713,149
Check Into Cash, Inc.	LENDING FROG	4,739,663
Check Into Cash, Inc.	UNLOCK THE CASH IN YOUR CAR	4,773,385
Check Into Cash, Inc.	TOMORROW CAN BE PAYDAY	4,801,097
Check Into Cash, Inc.	U.S. MONEY	87/494,896
Check Into Cash, Inc.	FROG & DESIGN	4,756,527
Check Into Cash, Inc.	UNLOCK THE CASH IN YOUR CAR	4,773,385
Check Into Cash, Inc.	DESIGN	3,598,271
Check Into Cash, Inc.	CHECK INTO CASH	3,525,179
Check Into Cash, Inc.	CHECK INTO CASH	3,525,178
Creditcorp Corporation	CHECKMARK WITH DOLLAR SIGN CREDITCORP	4,714,970