

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM497204

<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>
BEL USA LLC		11/02/2018	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Kayne Senior Credit III Loanco, LLC, as Administrative Agent		
<b>Street Address:</b>	150 North Riverside, Suite 2010		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60606		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 8</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88036399	DISCOUNT MUGS	
<b>Serial Number:</b>	87766594	B	
<b>Serial Number:</b>	87462125	DISCOUNTMUGS	
<b>Serial Number:</b>	87460331	DISCOUNT MUGS	
<b>Serial Number:</b>	85433938	BEL PROMO	
<b>Serial Number:</b>	85439730	DISCOUNT MUGS	
<b>Serial Number:</b>	85767630	DISCOUNT PROMOS	
<b>Serial Number:</b>	85777683	DISCOUNT PENS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128637848		
<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>	3128637248		
<b>Email:</b>	sharon.elkin@goldbergkohn.com		
<b>Correspondent Name:</b>	Sharon Elkin - Paralegal		
<b>Address Line 1:</b>	Goldberg Kohn Ltd., 55 E. Monroe, Suite		
<b>Address Line 2:</b>	55 E. Monroe, Suite 3300		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60603		
<b>ATTORNEY DOCKET NUMBER:</b>	7023.051		

OP \$215.00 88036399

<b>NAME OF SUBMITTER:</b>	Sharon S. Elkin
<b>SIGNATURE:</b>	/sse/
<b>DATE SIGNED:</b>	11/07/2018
<b>Total Attachments: 3</b> source=BEL USA LLC Trademark Security Agreement #page1.tif source=BEL USA LLC Trademark Security Agreement #page2.tif source=BEL USA LLC Trademark Security Agreement #page3.tif	

## **TRADEMARK SECURITY AGREEMENT**

November 2, 2018

WHEREAS, BEL USA LLC, a Delaware limited liability company (the "Assignor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered in the United States Patent and Trademark Office (collectively, the "Trademarks");

WHEREAS, the Assignor, has entered into a Security Agreement, dated November 2, 2018 (the "Security Agreement"), in favor of Kayne Senior Credit III Loanco, LLC, in its capacity as Administrative Agent for certain lenders and the other holders of Secured Obligations (as defined in the Security Agreement) (the "Assignee");

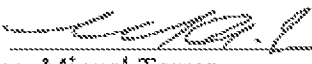
WHEREAS, pursuant to the Security Agreement, the Assignor has collaterally assigned to the Assignee and granted to the Assignee for the benefit of the lenders and the other holders of Secured Obligations a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Trademark Collateral"), to secure the payment, performance and observance of the Secured Obligations:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby grant to the Assignee for the benefit of the lenders and the other holders of Secured Obligations a continuing security interest in the Trademark Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first set forth above.

BEL USA LLC

By:   
Name: Miguel Torres  
Title: Vice President (Finance), Controller, Secretary  
and Treasurer

**SCHEDULE 1A TO IP SECURITY AGREEMENT**

Trademarks and Trademark Applications:

<b>Mark</b>	<b>Filing Date / Registration Date</b>	<b>Application No. / Registration No.</b>	<b>Owner of Record</b>
DISCOUNT MUGS	Filing Date: 6/13/2018	88036399	BEL USA LLC
B	Filing Date: 1/23/2018	87766594	BEL USA LLC
DISCOUNTM UGS	Filing Date: 5/24/2017	87462125	BEL USA LLC
DISCOUNT MUGS	Filing Date: 5/23/2017	87460331	BEL USA LLC
BEL PROMO	Filing Date: 9/28/2011	85433938	BEL USA LLC
DISCOUNT MUGS	Filing Date: 10/5/2011	85439730	BEL USA LLC
DISCOUNT PROMOS	Filing Date: 10/31/2012	85767630	BEL USA LLC
DISCOUNT PENS	Filing Date: 11/13/2012	85777683	BEL USA LLC