

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM493088

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Flight Path IP Limited		10/01/2018	limited company (Ltd.): UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	Santander UK plc		
Street Address:	298 Deansgate		
City:	Manchester		
State/Country:	UNITED KINGDOM		
Postal Code:	M3 4HH		
Entity Type:	Public Limited Company: UNITED KINGDOM		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	5326584	FLIGHT CLUB	
Registration Number:	5299020	FLIGHT CLUB	
Registration Number:	5293782	FLIGHT CLUB	
Registration Number:	5154110	FLIGHT CLUB SOCIAL DARTS	
Registration Number:	5169461	FLIGHT CLUB SOCIAL DARTS	
Registration Number:	5230423	FLIGHT CLUB SOCIAL DARTS	
Registration Number:	5456124	FLIGHT CLUB SOCIAL DARTS	
Serial Number:	86838688	FLIGHT CLUB	
CORRESPONDENCE DATA			
Fax Number:	2485668453		
<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:	2485668452		
Email:	trademark@honigman.com		
Correspondent Name:	Jennifer M. Hetu		
Address Line 1:	39400 WOODWARD AVE		
Address Line 2:	Suite 101		
Address Line 4:	BLOOMFIELD HILLS, MICHIGAN 48304-5151		
ATTORNEY DOCKET NUMBER:	224143-402291		

CH \$215.00 5326584

NAME OF SUBMITTER:	Jennifer M. Hetu, Esq.
SIGNATURE:	/jmh/
DATE SIGNED:	10/08/2018
Total Attachments: 3 source=Signed revised agreement 181001 RGP15743QQ#page1.tif source=Signed revised agreement 181001 RGP15743QQ#page2.tif source=Signed revised agreement 181001 RGP15743QQ#page3.tif	

**CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

This CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (this "Confirmatory Grant"), dated as of 10th October 3, 2018 (the "Effective Date") between Flight Path IP Limited (the "Chargor") in favor of Santander UK plc (the "Lender") as security trustee for each Group Member (as defined in the Debenture Agreement referred to below).

RECITALS:

WHEREAS, Chargor and Lender have entered into the Debenture Agreement dated as of November 3, 2016 (the "Debenture Agreement");

WHEREAS, under the terms of the Debenture Agreement, Chargor has granted to Lender a security interest in and continuing lien on all of such Chargor's right, title and interest in certain U.S. trademarks of the Chargor (as outlined in Exhibit A, the "Trademarks"); and

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to Lender under the Debenture Agreement, and Chargor is recording such with the United States Patent and Trademark Office;

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby granted that:

Section 1. Grant of Security.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of all the obligations of Chargor pursuant to the Debenture Agreement.

(b) Chargor hereby grants to Lender a security interest in all of Chargor's right, title and interest in and to the Trademarks set forth in Exhibit A, together with (i) all extensions or renewals of any of the foregoing, (ii) all of the goodwill of the business associated with the use of and symbolized by the foregoing, (iii) the right to sue for past, present and future infringement or dilution of any of the foregoing or for any injury to goodwill, and (iv) all proceeds of the foregoing, including trademark licenses, royalties, income, payments, claims, damages, and proceeds of suit, provided that no security interest shall be granted in any United States "intent to use" trademark applications to the extent that, and solely during the period in which, the grant of a security interest therein would impair the validity or enforceability of such "intent to use" trademark applications under applicable federal law.

Section 2. Recordation. The Lender has authorized the Chargor to file this confirmatory grant with the United States Patent and Trademark Office and Chargor requests that the United States Patent and Trademark Office record such.

Section 3. Conflict Provision. This Confirmatory Grant has been entered into in conjunction with the provisions of the Debenture Agreement. The rights and remedies of each party hereto with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Debenture Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are in conflict with the Debenture Agreement, the provisions of the Debenture Agreement shall govern.

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**TRADEMARK
REEL: 006500 FRAME: 0552**

IN WITNESS WHEREOF, the Chargor has executed this CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS as of the date written above.

FLIGHT PATH IP LIMITED

By: 

Name: Resso SHEPLEY-SMITH

Title: CFO (DIRECTOR)

**EXHIBIT A TO
CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS**

App. No.	Reg. No.	Mark	Status
86838607	5326584	FLIGHT CLUB	Granted/Registered
86838621	5299020	FLIGHT CLUB	Granted/Registered
86838671	5293782	FLIGHT CLUB	Granted/Registered
86897905	5154110	FLIGHT CLUB SOCIAL DARTS (Logo)	Granted/Registered
86897945	5169461	FLIGHT CLUB SOCIAL DARTS (Logo)	Granted/Registered
86898012	5230423	FLIGHT CLUB SOCIAL DARTS (Logo)	Granted/Registered
86898026	5456124	FLIGHT CLUB SOCIAL DARTS (Logo)	Granted/Registered
86838688		FLIGHT CLUB	Pending/Published