

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM502423

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BANK OF AMERICA, N.A.		12/13/2018	NATIONAL ASSOCIATION: UNITED STATES
RECEIVING PARTY DATA			
Name:	TICKETSATWORK - PLUM BENEFITS, LLC		
Street Address:	19495 BISCAYNE BLVD., SUITE 300		
City:	AVENTURA		
State/Country:	FLORIDA		
Postal Code:	33180		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	WORKING ADVANTAGE - TAWPB, LLC		
Street Address:	19495 BISCAYNE BLVD., SUITE 300		
City:	AVENTURA		
State/Country:	FLORIDA		
Postal Code:	33180		
Entity Type:	Limited Liability Company: FLORIDA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	3337472	PLUMBENEFITS	
Registration Number:	3684476	PLUMBENEFITS	
Registration Number:	3337473	PLUM BENEFITS	
Registration Number:	3684474	PLUM BENEFITS	
Registration Number:	4603975	TICKETSATWORK.COM	
Registration Number:	4603974	TICKETSATWORK.COM FUN.WITH BENEFITS.	
CORRESPONDENCE DATA			
Fax Number:	6508385109		
<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:	650-838-3743		
Email:	JLIK@SHEARMAN.COM		
Correspondent Name:	BENJAMIN PETERSEN		

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TRADEMARK

Address Line 1: 1460 EL CAMINO REAL, 2ND FLOOR
Address Line 2: SHEARMAN & STERLING LLP
Address Line 4: MENLO PARK, CALIFORNIA 94025

ATTORNEY DOCKET NUMBER: 37051/92

NAME OF SUBMITTER: BENJAMIN PETERSEN

SIGNATURE: /BENJAMIN PETERSEN/

DATE SIGNED: 12/18/2018

Total Attachments: 4

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TRADEMARK SECURITY AGREEMENT RELEASE

This TRADEMARK SECURITY AGREEMENT RELEASE (the “**Release**”) dated December 13, 2018, is made by BANK OF AMERICA, N.A., in its capacity as Administrative Agent (in such capacity, the “**Administrative Agent**”) for each of the Secured Parties in favor of TICKETSATWORK – PLUM BENEFITS, LLC and WORKING ADVANTAGE – TAWPB, LLC (each a “**Grantor**” and collectively the “**Grantors**”).

WHEREAS, pursuant to that certain Credit Agreement dated as of December 8, 2016 (as amended by that certain Amendment No. 1 dated as of December 31, 2017, and as amended by that certain Amendment No. 2 dated as of March 30, 2018, the “**Credit Agreement**”), among EBG ENTERTAINMENT, LLC, a Delaware limited liability company, ENTERTAINMENT BENEFITS GROUP, LLC, a Delaware limited liability company (the “**Borrower**”), the Administrative Agent, and each lender from time to time party thereto (collectively, the “**Lenders**”), the Lenders agreed to provide to the Borrower a term loan facility and a revolving credit facility;

WHEREAS, pursuant to the terms of the Credit Agreement and that certain Security Agreement, dated as of December 8, 2016, among the Grantors and the Administrative Agent (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the “**Security Agreement**”), the Grantors agreed to grant a continuing security interest in and to the Collateral, including the Trademark Collateral (as defined below) in order to secure the prompt and complete payment, observance and performance of, among other things, the Secured Obligations;

WHEREAS, as a condition precedent to the Secured Parties’ obligations to make and maintain such extensions of credit, the Grantors executed and delivered to the Administrative Agent that certain Trademark Security Agreement, dated as of June 15, 2018 (the “**Trademark Security Agreement**”) pursuant to which the Grantors granted to the Administrative Agent for the ratable benefit of the Secured Parties a security interest in and to certain intellectual property of the Grantors;

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on June 19, 2018 at Reel 6357 and Frame 0580; and

WHEREAS, in accordance with the provisions of the Credit Agreement and the Trademark Security Agreement, the Administrative Agent now desires to release its security interest in and to the Trademark Collateral (as defined below).

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

1. Defined Terms. All capitalized terms used herein and not otherwise defined herein shall have the respective meanings assigned to such terms in the Security Agreement, and to the extent that any capitalized terms are not defined herein or in the Security Agreement, such terms shall have the respective meanings assigned to them in the Credit Agreement.

2. Release of Grant of Security. The Administrative Agent hereby releases to each Grantor its security interest in all of such Grantor's right, title and interest in and to the following (the "*Trademark Collateral*"):

(i) all of such Grantor's trademarks, trade names, service marks, trade dress, registered trademarks, trademark applications, registered service marks and service mark applications, including (i) the Trademarks listed on Schedule I; (ii) all renewals thereof, (iii) all income, royalties, damages and payments now and hereafter due or payable under and with respect thereto, including payments under all licenses entered into in connection therewith and damages and payments for past or future infringements or dilutions thereof, (iv) the goodwill of each Grantor's rights corresponding thereto throughout the world; (v) the right to sue for past, present and future infringements thereof; and (vi) all of each Grantor's rights corresponding thereto throughout the world.

3. Recordation. The Administrative Agent authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Release.

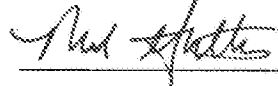
4. Governing Law. **THE VALIDITY OF THIS RELEASE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.**

5. Construction. Unless the context of this Release or any other Loan Document clearly requires otherwise, references to the plural include the singular, references to the singular include the plural, and the terms "includes" and "including" are not limiting. The words "hereof," "herein," "hereby," "hereunder," and similar terms in this Release or any other Loan Document refer to this Release or such other Loan Document, as the case may be, as a whole and not to any particular provision of this Release or such other Loan Document, as the case may be. Section, subsection, clause, schedule, and exhibit references herein are to this Release unless otherwise specified. Any reference herein to any Person shall be construed to include such Person's successors and permitted assigns. Any requirement of a writing contained herein or in any other Loan Document shall be satisfied by the transmission of a record.

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IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date first set forth above.

Bank of America, N.A.,
as Administrative Agent

By: 

Name: Mark Guthrie

Title: Senior Vice President

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT RELEASE

Trademark Registrations/Applications

Trademark	Issue Date	Reg. No.	Filing Date	App. No.	Owner
PLUMBENEFITS	13-NOV-2007	3337472	29-APR-2005	78978967	TicketsAtWork – Plum Benefits, LLC
PLUM BENEFITS	15-SEP-2009	3684476	29-APR-2005	78620366	TicketsAtWork – Plum Benefits, LLC
PLUM BENEFITS	13-NOV-2007	3337473	19-APR-2005	78978968	TicketsAtWork – Plum Benefits, LLC
PLUMBENEFITS	15-SEP-2009	3684474	19-APR-2005	78612018	TicketsAtWork – Plum Benefits, LLC
TICKETSATWORK.COM	September 16, 2014	4603975	November 30, 2012	85791821	TicketsAtWork – Plum Benefits, LLC
TICKETSATWORK.COM FUN.WITH BENEFITS.	July 1, 2014	4603974	November 30, 2012	85791704	TicketsAtWork – Plum Benefits, LLC