

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM497939

| | | | |
|---|---|-----------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| CITIBLOCS HOLDINGS LLC | | 07/27/2018 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | PINEBRIDGE STRUCTURED CAPITAL PARTNERS III, L.P. | | |
| Street Address: | 399 PARK AVENUE | | |
| Internal Address: | 4TH FLOOR | | |
| City: | NEW YORK | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10022 | | |
| Entity Type: | Limited Partnership: DELAWARE | | |
| Name: | PINEBRIDGE STRUCTURED CAPITAL PARTNERS OFFSHORE III-A, L.P. | | |
| Street Address: | 399 PARK AVENUE | | |
| Internal Address: | 4TH FLOOR | | |
| City: | NEW YORK | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10022 | | |
| Entity Type: | Limited Partnership: CAYMAN ISLANDS | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3975032 | CITIBLOCS | |
| Registration Number: | 3853607 | CITIBLOCS | |
| Registration Number: | 5133568 | CITIBLOCS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3105572193 | | |
| <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: | 310-557-2900 | | |
| Email: | klathrop@proskauer.com | | |
| Correspondent Name: | PROSKAUER ROSE LLP | | |
| Address Line 1: | 2029 CENTURY PARK EAST, SUITE 2400 | | |

CH \$90.00 3975032

Address Line 2: C/O KIMBERLEY A. LATHROP
Address Line 4: LOS ANGELES, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER: 11816.021 Citiblocs

NAME OF SUBMITTER: Kimberley A. Lathrop

SIGNATURE: /Kimberley A. Lathrop/

DATE SIGNED: 11/13/2018

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of July 27, 2018 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and PINEBRIDGE STRUCTURED CAPITAL PARTNERS III, L.P. and PINEBRIDGE STRUCTURED CAPITAL PARTNERS OFFSHORE III-A, L.P. (the "Purchasers"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademark registrations and trademark applications shown below to the Purchasers for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

| <u>Trademark Registration No.</u> | <u>Description of Registered Trademark</u> | <u>Date of Trademark Registration</u> |
|-----------------------------------|--|---------------------------------------|
|-----------------------------------|--|---------------------------------------|

See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

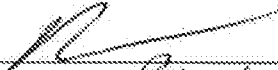
| <u>Trademark Application No.</u> | <u>Description of Trademark Applied for</u> | <u>Date of Trademark Application</u> |
|----------------------------------|---|--------------------------------------|
|----------------------------------|---|--------------------------------------|

See Schedule 1 attached hereto

The undersigned Obligor and the Purchasers, hereby acknowledge and agree that the security interest in the foregoing trademark registrations and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark registration or trademark application (or any subject matter covered thereby).

Very truly yours,

CITIBLOCS HOLDINGS LLC

By: 
Name: Robert E. Olson
Title: CFO Algor Brands

The undersigned Obligor and the Purchasers, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any patent or patent application (or any subject matter covered thereby).

Very truly yours,

CITIBLOCS HOLDINGS LLC

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

PINEBRIDGE STRUCTURED CAPITAL PARTNERS III, L.P., as a Purchaser

By: PineBridge Structured Capital General Partner III, L.P., its general Partner

By: PineBridge Structured Capital General Partner III, LLC, its general Partner

By: PineBridge Investments LLC, its sole member

By: 
Name: Scott Gallin
Title: Managing Director

PINEBRIDGE STRUCTURED CAPITAL PARTNERS OFFSHORE III-A, L.P., as a Purchaser

By: PineBridge Structured Capital General Partner III, L.P., its general Partner

By: PineBridge Structured Capital General Partner III, LLC, its general Partner

By: PineBridge Investments LLC, its sole member

By: 
Name: Scott Gallin
Title: Managing Director

SCHEDULE 1

| MARK | COUNTRY NAME | SERIAL NUMBER | FILING DATE | REG. NUMBER | REG. DATE |
|-----------|--------------------------|---------------|--------------|-------------|--------------|
| CITIBLOCS | United States of America | 77671100 | Feb 16, 2009 | 3975032 | Jun 7, 2011 |
| CitiBlocs | United States of America | 77978257 | Feb 16, 2009 | 3853607 | Sep 28, 2010 |
| CITIBLOCS | United States of America | 87086068 | Jun 28, 2016 | 5133568 | Jan 31, 2017 |