

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM497956

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
POOF-SUMMIT 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: 7			
Property Type	Number	Word Mark	
Registration Number:	3241068	BACKYARD SAFARI	
Registration Number:	3407675	BOOM BLASTERS	
Registration Number:	4440963	COVERT FORCE	
Registration Number:	3572981	GARDEN GIRLZ	
Registration Number:	4973845	KEEP SAFE DIARY	
Registration Number:	4237926	TEST PILOT	
Registration Number:	3462868	ZILLIONZ	
CORRESPONDENCE DATA			
Fax Number:	3105572193		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

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using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 310-557-2900
Email: klathrop@proskauer.com
Correspondent Name: PROSKAUER ROSE LLP
Address Line 1: 2029 CENTURY PARK EAST, SUITE 2400
Address Line 2: C/O KIMBERLEY A. LATHROP
Address Line 4: LOS ANGELES, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER:	11816.021 POOF-Summit
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NAME OF SUBMITTER:	Kimberley A. Lathrop
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SIGNATURE:	/Kimberley A. Lathrop/
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DATE SIGNED:	11/13/2018
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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 <u>Schedule 1</u> attached hereto	

TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Application</u>
	See <u>Schedule 1</u> 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,

POOF-SUMMIT HOLDINGS, LLC

By: 

Name:

Robert E. Olson

Title:

CEO, Alaya Group

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,

POOF-SUMMIT HOLDINGS, LLC

By: _____
Name: _____
Title: _____

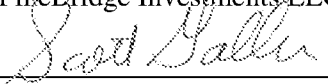
Acknowledged and Accepted:

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
BACKYARD SAFARI	United States of America	76652208	Dec 20, 2005	3241068	May 15, 2007
BOOM BLASTERS	United States of America	76652209	Dec 20, 2005	3407675	Apr 8, 2008
COVERT FORCE	United States of America	85620153	May 8, 2012	4440963	Nov 26, 2013
GARDEN GIRLZ	United States of America	76672755	Feb 15, 2007	3572981	Feb 10, 2009
KEEP SAFE DIARY	United States of America	86376829	Aug 26, 2014	4973845	Jun 7, 2016
TEST PILOT	United States of America	76708589	Aug 1, 2011	4237926	Nov 6, 2012
ZILLIONZ	United States of America	76672767	Feb 15, 2007	3462868	Jul 8, 2008