

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM529304

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT FOR SECURITY -- TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GenCanna Global USA, Inc.		06/24/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	MGG Investment Group, LP, as collateral agent		
Street Address:	888 Seventh Avenue		
Internal Address:	43rd Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10106		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	87675192	GENCANNA	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
<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:	212-756-2132		
Email:	scott.kareff@srz.com		
Correspondent Name:	S. Kareff c/o Schulte Roth & Zabel LLP		
Address Line 1:	919 Third Avenue		
Address Line 2:	19th Floor		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	050319-0089		
NAME OF SUBMITTER:	Scott Kareff (050319-0089)		
SIGNATURE:	/kc for sk/		
DATE SIGNED:	06/26/2019		
Total Attachments: 5			
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ASSIGNMENT FOR SECURITY - - TRADEMARKS

WHEREAS, GenCanna Global USA, Inc. (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 attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Pledge and Security Agreement, dated June 24, 2019 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of MGG Investment Group LP, a Delaware limited partnership, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Assignee"); and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Secured Parties (as defined in the Security Agreement) 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 good-will 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 "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee and the Secured Parties a continuing security interest in the 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 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 June 24, 2019.

GENCANNA GLOBAL USA, INC.

By:



Name: Steve Bevan
Title: President

[Trademark Security Agreement]

TRADEMARK
REEL: 006678 FRAME: 0372

SCHEDULE A TO ASSIGNMENT FOR SECURITY

Trademark and Trademark Applications

<u>Company</u>	<u>Country</u>	<u>Trademark</u>	<u>Application or Registration No.</u>	<u>Filing Date</u>	<u>Registration Date</u>	<u>Assignees</u>
GenCanna Global USA, Inc.	US	GENCANNA	Application No. 87/675192	Filing Date: November 7, 2017	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Europe	GENCANNA	Application No. 18053954	April 19, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Australia	GENCANNA	Application No. 2003753	April 17, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Japan	GENCANNA	Application No. 2019-055941	April 22, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Canada	GENCANNA	[TBD]	[TBD]	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Europe	OUTDOOR CANNABIS	Application No. 18053952	April 19, 2019	N/A	GenCanna Global USA, Inc.

GenCanna Global USA, Inc.	Australia	OUTDOOR CANNABIS	Application No. 2003750	April 17, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Japan	OUTDOOR CANNABIS	Application No. 2019-055940	April 22, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Canada	OUTDOOR CANNABIS	[TBD]	[TBD]	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Europe	OC:00	Application No. 18053951	April 19, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Australia	OC:00	Application No. 2003769	April 17, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Japan	OC:00	Application No. 2019-055938	April 22, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Canada	OC:00	[TBD]	[TBD]	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Europe	FARM TO FAMILY	Application No. 18053953	April 19, 2019	N/A	GenCanna Global USA, Inc.

GenCanna Global USA, Inc.	Australia	FARM TO FAMILY	Application No. 2003754	April 17, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Japan	FARM TO FAMILY	Application No. 2019-055939	April 22, 2019	N/A	GenCanna Global USA, Inc.
GenCanna Global USA, Inc.	Canada	FARM TO FAMILY	[TBD]	[TBD]	N/A	GenCanna Global USA, Inc.