

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM529752

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
TOPHATMONOCLE CORP.		06/26/2019	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BANK OF MONTREAL		
<b>Street Address:</b>	100 King Street West, 18th Floor		
<b>City:</b>	Toronto		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	M5X 1A1		
<b>Entity Type:</b>	Corporation: CANADA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5211677	TOP HAT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4168656636		
<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>			
<b>Phone:</b>	416.865.2965		
<b>Email:</b>	bnakano@grllp.com		
<b>Correspondent Name:</b>	Robert Nakano		
<b>Address Line 1:</b>	22 Adelaide St W.		
<b>Address Line 2:</b>	Bay Adelaide Centre - East Tower		
<b>Address Line 4:</b>	Toronto, CANADA M5H 4E3		
<b>NAME OF SUBMITTER:</b>	Robert Nakano		
<b>SIGNATURE:</b>	/Bob Nakano/		
<b>DATE SIGNED:</b>	06/28/2019		
<b>Total Attachments: 3</b>			
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source=Confirmation of Security Interest in Tophatmonocle Corp Intellectual Property#page3.tif			

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**CONFIRMATION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**

This Confirmation of Security Interest in Intellectual Property dated June 28th, 2019 (this "Confirmation") is made by Tophatmonocle Corp. a corporation incorporated under the laws of Ontario (the "Debtor") having an address at 151 Bloor Street West, Suite 200, Toronto, Ontario, M5S 1S4, Canada.

**WHEREAS**, the Debtor owns the intellectual property identified in Schedule 1 of this Confirmation, as well as all registrations and applications for intellectual property identified therein and any underlying goodwill associated therewith (collectively, the "**Intellectual Property**").

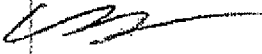
**WHEREAS**, the Debtor has executed a General Security Agreement dated as of June 28th, 2019 (as amended, restated, amended and restated, replaced or otherwise modified from time to time, the "**Security Agreement**") in favour of Bank of Montreal (the "**Lender**") having an address at 100 King Street West, 18th Floor, Toronto, ON M5X 1A1 pursuant to which the Debtor has granted to the Lender a security interest in certain property, including the Intellectual Property.

**NOW THEREFORE**, in consideration of the mutual covenants and agreements set forth in the Security Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Debtor hereby confirms that it has granted a continuing security interest in the Intellectual Property to the Lender.

IN WITNESS WHEREOF, the Debtor has executed the Confirmation as of the date first written above.

**TOPHATMONOCLE CORP.**

151 Bloor Street West, Suite 200, Toronto, Ontario, M5S  
1S4, Canada

Per:   
Name: VECHESLAV SILAGADZE  
Title: CEO

**BANK OF MONTREAL**

100 King Street West, 18th Floor  
Toronto, ON  
M5X 1A1

Per:   
Name: Joshua Seager  
Title: Director

**TRADEMARK**

**REEL: 006689 FRAME: 0600**

**SCHEDULE 1**

**THE INTELLECTUAL PROPERTY**

<b>TRADEMARK</b>	<b>REG. NUMBER</b>	<b>DATE OF REG.</b>
Trademark for "Top Hat" - Canada	TMA951,203	Oct 3, 2016
Trademark for "Top Hat" -- United State	5,211,677	May 30, 2017