

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM535825

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Prophet Brand Strategy		08/07/2019	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Gladstone Capital Corporation		
Street Address:	1521 Westbranch Drive		
Internal Address:	Suite 100		
City:	McLean		
State/Country:	VIRGINIA		
Postal Code:	22102		
Entity Type:	Corporation: MARYLAND		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	3622734	ALTIMETER	
Registration Number:	3875709	PLAYSTUDIO	
Registration Number:	3038786	PROPHET	
Registration Number:	4305310	SB	
Registration Number:	4300685	SPRINGBOX	
Registration Number:	4300662	SPRINGBOX	
Registration Number:	5312526	PROPHET BRAND RELEVANCE INDEX	
CORRESPONDENCE DATA			
Fax Number:	2027995000		
<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:	2027994000		
Email:	gregory.esau@dlapiper.com		
Correspondent Name:	Gregory Esau		
Address Line 1:	500 Eighth Street, NW		
Address Line 4:	Washington, D.C. 20004		
NAME OF SUBMITTER:	Gregory Esau		
SIGNATURE:	/Gregory Esau/		

CH \$190.00 3622734

DATE SIGNED:	08/08/2019
---------------------	------------

Total Attachments: 3

source=6.TO BE FILED-EXECUTED-Gladstone - Prophet - Grant of Security Interest in Trademarks (August 2019)#page1.tif

source=6.TO BE FILED-EXECUTED-Gladstone - Prophet - Grant of Security Interest in Trademarks (August 2019)#page2.tif

source=6.TO BE FILED-EXECUTED-Gladstone - Prophet - Grant of Security Interest in Trademarks (August 2019)#page3.tif

THIS GRANT OF SECURITY INTEREST IN TRADEMARKS AND THE RIGHTS AND OBLIGATIONS EVIDENCED HEREBY ARE SUBORDINATE IN THE MANNER AND TO THE EXTENT SET FORTH IN THAT CERTAIN SUBORDINATION AND INTERCREDITOR AGREEMENT (THE “SUBORDINATION AGREEMENT”) DATED AS OF AUGUST 7, 2019 AMONG PROPHET BRAND STRATEGY (THE “BORROWER”), GLADSTONE CAPITAL CORPORATION (“SECOND LIEN CREDITOR”), AND COMERICA BANK, AS AGENT (“SENIOR CREDITOR”) FOR THE SENIOR LENDERS (AS DEFINED THEREIN) TO THE INDEBTEDNESS (INCLUDING INTEREST) OWED BY THE BORROWER PURSUANT TO THAT CERTAIN CREDIT AGREEMENT DATED AS OF AUGUST 7, 2019 AMONG THE BORROWER, SENIOR CREDITOR AND SENIOR LENDERS, AS SUCH CREDIT AGREEMENT HAS BEEN AND HEREAFTER MAY BE AMENDED, SUPPLEMENTED OR OTHERWISE MODIFIED FROM TIME TO TIME AND TO INDEBTEDNESS REFINANCING THE INDEBTEDNESS UNDER THAT AGREEMENT IN EACH CASE TO THE EXTENT PERMITTED BY THE SUBORDINATION AGREEMENT; AND EACH HOLDER OF THIS INSTRUMENT, BY ITS ACCEPTANCE HEREOF, IRREVOCABLY AGREES TO BE BOUND BY THE PROVISIONS OF THE SUBORDINATION AGREEMENT.

GRANT OF SECURITY INTEREST IN TRADEMARKS

For valuable consideration, **Prophet Brand Strategy**, a California corporation (“Grantor”), grants to **Gladstone Capital Corporation** (“Secured Party”), with its principal place of business at 1521 Westbranch Drive, Suite 100, McLean, VA 22102, a security interest in all of Grantor’s present and future right, title and interest in and to the following trademarks registered with the United States Patent and Trademark Office:

Registered Trademark	Docket No.	Registration No.	Registered Date
ALTIMETER	064568.00096	3622734	19-May-2009
PLAYSTUDIO	064568.00030	3875709	16-Nov-2010
PROPHET	064568.00037	3038786	10-Jan-2006
SB & Design	064568.00157	4305310	19-Mar-2003
SPRINGBOX & Design	064568.00158	4300685	12-Mar-2013
SPRINGBOX	064568.00159	4300662	12-Mar-2013
PROPHET BRAND RELEVANCE INDEX	064568.00106	5312526	17-Oct-2017

together with all licenses or other rights to use any of the trademarks and all license fees and royalties arising from such use, any and all claims for damages by way of past, present and future infringements of any of the trademarks, and all proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of the trademarks (collectively “Trademark Collateral”).

Grantor has granted the security interest under this instrument pursuant to the terms of a Security Agreement dated as of the date hereof, as amended and/or supplemented (“Security Agreement”) made by

Grantor and Secured Party for the purposes of security as provided in the Security Agreement. Grantor acknowledges and affirms that the rights, privileges and remedies of Secured Party with respect to the security interest in the Trademark Collateral granted in this instrument are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated in this instrument by this reference.

Effective as of August 7, 2019.

[Signature Page Follows]

This Grant of Security Interest in Trademarks is effective as of the day and year set forth above.

Principal Place of Business:

1 Bush Street, 7th Floor
San Francisco, California 94104

Grantor: PROPHET BRAND STRATEGY

By: 

Name: Michael Dunn

Title: Chief Executive Officer

[Signature Page to Gladstone Grant of Security Interest in Trademarks]

RECORDED: 08/08/2019

TRADEMARK
REEL: 006715 FRAME: 0716