

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM536871

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|---|-------------------------------------|---|-------------------------------------|
| SUBMISSION TYPE: | | NEW ASSIGNMENT | |
| NATURE OF CONVEYANCE: | | Release of Grant of Security Interest in United States Trademarks | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Encina Business Credit SPV, LLC | | 08/05/2019 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | RSP IP Company LLC | | |
| Street Address: | 231 Milwaukee Street | | |
| City: | Denver | | |
| State/Country: | COLORADO | | |
| Postal Code: | 80206 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| Name: | Clever Training Operating CO, LLC | | |
| Street Address: | 10360 72nd Street North, Suite 808 | | |
| City: | Seminole | | |
| State/Country: | FLORIDA | | |
| Postal Code: | 33777 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 44 → Limited Liability Company | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3753421 | GREATER BOSTON RUNNING COMPANY | |
| Registration Number: | 3563360 | PRINCETON RUNNING COMPANY | |
| Registration Number: | 3747992 | TEXAS RUNNING COMPANY | |
| Registration Number: | 4233255 | NEW YORK RUNNING COMPANY | |
| Registration Number: | 4278906 | RUN ON! | |
| Registration Number: | 4352801 | RUNNING INSTITUTE OF TEXAS | |
| Registration Number: | 3942172 | BLUEMILE | |
| Registration Number: | 2524832 | RUNNING SPOT | |
| Registration Number: | 4425485 | SIT TO FIT | |
| Registration Number: | 4505362 | WHERE FIT HAPPENS | |
| Registration Number: | 4673783 | | |
| Registration Number: | 4865344 | BOULDER RUNNING COMPANY | |
| Registration Number: | 4865345 | BOULDER RUNNING COMPANY | |

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| Property Type | Number | Word Mark |
|----------------------|----------|----------------------------|
| Registration Number: | 2928811 | I RUN THIS TOWN |
| Registration Number: | 5753502 | RUN BOULDER |
| Registration Number: | 4816273 | RUNNING FIT |
| Registration Number: | 4816272 | RUNNING FIT |
| Registration Number: | 4243481 | CAPITAL RUNWALK |
| Registration Number: | 4521400 | RUN TEXAS |
| Registration Number: | 4760655 | RUN COLORADO |
| Registration Number: | 4760654 | RUN COLORADO |
| Registration Number: | 4220145 | RUN COLORADO |
| Registration Number: | 4417372 | RUN CALIFORNIA |
| Registration Number: | 4417352 | RUN NEW MEXICO |
| Registration Number: | 4419846 | RUN COLORADO |
| Registration Number: | 4416687 | JACKRABBIT |
| Registration Number: | 4252723 | |
| Registration Number: | 4092506 | NYC RUNNING SHOW |
| Registration Number: | 4483678 | NOT SOMEDAY... TODAY |
| Registration Number: | 4358834 | BOULDER FOR MEN |
| Registration Number: | 4358833 | BOULDER |
| Registration Number: | 5020289 | RUN REWARDS |
| Serial Number: | 86754600 | |
| Serial Number: | 86754602 | |
| Registration Number: | 5481811 | JACKRABBIT.COM |
| Registration Number: | 4492775 | NEW JERSEY RUNNING COMPANY |
| Registration Number: | 5418839 | |
| Registration Number: | 5418837 | |
| Registration Number: | 4236910 | CLEVER TRAINING |
| Registration Number: | 4236890 | CLEVER TRAINING |
| Registration Number: | 4747023 | |
| Registration Number: | 4486596 | SURF OUTFITTER |
| Registration Number: | 4719489 | SPLASH BOUTIQUE |
| Registration Number: | 4719490 | SPLASH BOUTIQUE |

CORRESPONDENCE DATA

Fax Number: 2027393001

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.

Phone: 202-739-5866

Email: felicia.gordon@morganlewis.com

Correspondent Name: Morgan, Lewis & Bockius LLP

Address Line 1: 1111 Pennsylvania Avenue, NW

TRADEMARK

REEL: 006723 FRAME: 0490

| | |
|---|------------------------|
| Address Line 4: | Washington, D.C. 20004 |
| ATTORNEY DOCKET NUMBER: | 066397.05-0685. |
| NAME OF SUBMITTER: | Felicia D. Gordon |
| SIGNATURE: | /Felicia D. Gordon/ |
| DATE SIGNED: | 08/16/2019 |
| Total Attachments: 4 source=JackRabbit - Trademark Release (Encina)#page1.tif source=JackRabbit - Trademark Release (Encina)#page2.tif source=JackRabbit - Trademark Release (Encina)#page3.tif source=JackRabbit - Trademark Release (Encina)#page4.tif | |

**RELEASE OF GRANT OF SECURITY INTEREST IN
UNITED STATES TRADEMARKS**

This **RELEASE OF GRANT OF SECURITY INTERESTS IN UNITED STATES TRADEMARKS** (this "*Release Agreement*") is dated as of August 5, 2019, by ENCINA BUSINESS CREDIT SPV, LLC ("*Lender*"). Capitalized terms used and not otherwise defined in this Release Agreement shall have the meaning set forth in the Trademark Security Agreement (as defined below).

WHEREAS, RSG IP COMPANY, LLC, a Delaware limited liability company ("*RSGIP*"), and CLEVER TRAINING OPERATING CO, LLC, a Delaware limited liability company ("*CTO*", and together with RSGIP, collectively, the "*Grantor*"), executed and delivered a Trademark Security Agreement, dated as of May 23, 2018 (as amended, restated, supplemented or otherwise modified prior to the date hereof, the "*Trademark Security Agreement*"), granting the Lender a security interest in and lien on certain trademarks and trademark applications described therein, which was recorded with the United States Patent and Trademark Office ("*USPTO*") on May 23, 2018, at Reel 6334, Frame 0806; and

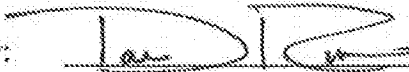
WHEREAS, the Grantor has requested that the Lender cancel and terminate the Trademark Security Agreement and release, discharge and terminate all liens and security interests granted to the Lender under the Trademark Security Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lender hereby (a) cancels and terminates, and releases the Grantor from, the Trademark Security Agreement, (b) releases, terminates and discharges all liens and security interests and all right, title and interest in, to and under the Trademark Collateral, including the trademark registrations and applications identified in Schedule A hereto, and all goodwill associated therewith, (c) reassigns to the Grantor any and all right, title, or interest that it may have in, to, or under the Trademark Collateral, including the trademark registrations and applications identified in Schedule A hereto, and all goodwill associated therewith, and (d) authorizes and requests that this Release Agreement be recorded at the USPTO.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Release Agreement by its duly authorized officer as of the date first above written.

ENCINA BUSINESS CREDIT SPV, LLC, as
Lender

By: 
Name: DANIEL RASI
Title: DIRECTOR


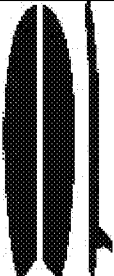

SCHEDULE A – TRADEMARKS

RSG IP Company, LLC

| Mark | Registration Status | App Number | Registration Number | Registration Date |
|---|----------------------------|-------------------|----------------------------|--------------------------|
| GREATER BOSTON RUNNING COMPANY | Registered | 77/454348 | 3753421 | 2/23/2010 |
| PRINCETON RUNNING COMPANY | Registered | 77/352657 | 3563360 | 1/20/2009 |
| TEXAS RUNNING COMPANY | Registered | 77/977361 | 3747992 | 2/9/2010 |
| NEW YORK RUNNING COMPANY | Registered | 85/559095 | 4233255 | 10/30/2012 |
| RUN ON! | Registered | 85/631603 | 4278906 | 1/22/2013 |
| RUNNING INSTITUTE OF TEXAS | Registered | 85/662884 | 4352801 | 6/18/2013 |
| BLUEMILE | Registered | 85/043795 | 3942172 | 4/5/2011 |
| RUNNING SPOT | Registered | 76/178768 | 2524832 | 1/1/2002 |
| SIT TO FIT | Registered | 85/886885 | 4425485 | 10/29/2013 |
| WHERE FIT HAPPENS | Registered | 86/047150 | 4505362 | 4/1/2014 |
| Running Spot Design | Registered | 86/025031 | 4673783 | 1/20/2015 |
| BOULDER RUNNING COMPANY | Registered | 86/343973 | 4865344 | 12/8/2015 |
| BOULDER RUNNING COMPANY & Mountain Design | Registered | 86/343998 | 4865345 | 12/8/2015 |
| I RUN THIS TOWN | Registered | 78/329278 | 2928811 | 3/1/2005 |
| RUN BOULDER | Allowed | 86/350026 | 5753502 | 5/14/2019 |
| RUNNING FIT | Registered | 86/389105 | 4816273 | 9/22/2015 |
| RUNNING FIT and Design | Registered | 86/389055 | 4816272 | 9/22/2015 |
| CAPITAL RUNWALK | Registered | 85/500729 | 4243481 | 11/13/2012 |
| RUN TEXAS | Registered | 86/065767 | 4521400 | 4/29/2014 |
| RUN COLORADO | Registered | 85/787419 | 4760655 | 6/23/2015 |
| RUN COLORADO | Registered | 85/787413 | 4760654 | 6/23/2015 |
| RUN COLORADO | Registered | 85/171470 | 4220145 | 10/9/2012 |
| RUN CALIFORNIA | Registered | 85/801786 | 4417372 | 10/15/2013 |
| RUN NEW MEXICO | Registered | 85/797895 | 4417352 | 10/15/2013 |
| RUN COLORADO | Registered | 85/787407 | 4419846 | 10/15/2013 |
| JACKRABBIT | Registered | 85/450673 | 4416687 | 10/15/2013 |
| Jackrabbit Old Design | Registered | 85/450712 | 4252723 | 12/4/2012 |
| NYC RUNNING SHOW | Registered | 85/249465 | 4092506 | 1/24/2012 |
| NOT SOMEDAY... TODAY | Registered | 85/816057 | 4483678 | 2/18/2014 |
| BOULDER FOR MEN | Registered | 85/548281 | 4358834 | 6/25/2013 |
| BOULDER | Registered | 85/548263 | 4358833 | 6/25/2013 |
| RUN REWARDS | Registered | 86/667298 | 5020289 | 2/23/2010 |
| Jackrabbit Design (no color) | Allowed | 86/754600 | | |
| Jackrabbit Design (color) | Allowed | 86/754602 | | |

| Mark | Registration Status | App Number | Registration Number | Registration Date |
|----------------------------|---------------------|------------|---------------------|-------------------|
| Jackrabbit.com | Allowed | 87/175844 | 5481811 | 5/29/2019 |
| NEW JERSEY RUNNING COMPANY | Registered | 85/923915 | 4492775 | 3/4/2014 |
| Jackrabbit Design | Registered | 86/983519 | 5556098 | 9/4/2018 |
| Jackrabbit Design | Registered | 86/983519 | 5418839 | 3/6/2018 |
| Jackrabbit Design | Registered | 86/983484 | 5418837 | 3/6/2018 |
| Jackrabbit Design | Registered | 86/983484 | 5556099 | 9/4/2018 |

Clever Training Operating Co, LLC

| Serial Number | Registration Number | Mark | Registration Date | Registration Status |
|---------------|---------------------|--|-------------------|---------------------|
| 85566932 | 4,236,910 |  Clever Training | 11/6/2012 | Registered |
| 85565426 | 4,236,890 | Clever Training | 11/6/2012 | Registered |
| 86402110 | 4,747,023 |  | 6/2/2015 | Registered |
| 86020208 | 4,486,596 | Surf Outfitter | 2/18/2014 | Registered |
| 86355328 | 4,719,489 | Splash Boutique | 4/14/2015 | Registered |
| 86355380 | 4,719,490 |  Splash Boutique | 4/14/2015 | Registered |

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