

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM546919

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
THL CORPORATE FINANCE, INC., AS ADMINISTRATIVE AGENT		10/24/2019	Corporation:
RECEIVING PARTY DATA			
Name:	POOF-SLINKY FUNDEX LLC		
Street Address:	10 GLENVILLE STREET		
City:	GREENWICH		
State/Country:	CONNECTICUT		
Postal Code:	06831		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3173934	WHAT'S IN NED'S HEAD	
Registration Number:	4118715	HIT THE DECK	
Registration Number:	3966453	DON'T TIP THE WAITER	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	pto@sillscummis.com		
Correspondent Name:	Stanley Seuradge		
Address Line 1:	101 Park Avenue		
Address Line 4:	New York, NEW YORK 10178		
NAME OF SUBMITTER:	Stanley Seuradge		
SIGNATURE:	/Stanley Seuradge/		
DATE SIGNED:	10/28/2019		
Total Attachments: 8			
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS AND COPYRIGHT**

(Don't Tip the Waiter, Hit the Deck & What's in Ned's Head)

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS & COPYRIGHT**, dated as of October 24th, 2019 (this "Release"), is made by Bank of America, N.A. ("BofA"), Glenn J. Krevlin, Trustee of Glenn J. Krevlin Revocable Trust Dated July 25, 2007 ("Krevlin"), THL Corporate Finance, Inc., as agent for the holders of the Secured Obligations therein ("THL"), PineBridge Structured Capital Partners III, L.P. ("PineBridge III"), and PineBridge Structured Capital Partners Offshore III-A, L.P. ("PineBridge III-A" and, together with PineBridge III, "PineBridge"), in favor of POOF-Slinky Fundex LLC, a Delaware limited liability company ("Releasee"). Each of BofA, Krevlin, THL and PineBridge are sometimes referred to herein as "Releasor" and, collectively, the "Releasors."

BACKGROUND:

A. Pursuant to that certain Trademark Security Agreement dated as of June 26, 2017, between Releasee and BofA, as agent for the Lenders therein, Releasee granted to BofA, for the benefit of the Lenders therein, a continuing security interest in, and a right to set off against, any and all right, title and interest of Releasee in, to, and under the trademark registrations set forth on Schedule A hereto (the "Released Trademarks"), perfected by way of (a) Delaware Secretary of State Financing Statement no. 20174196405 and, (b) recording the Trademark Security Agreement with the United States Patent and Trademark Office ("USPTO") on July 12, 2017 at Reel 6103 Frame 0291.

B. Pursuant to that certain Security and Pledge Agreement dated as of July 27, 2018, between Releasee and PineBridge, Releasee granted to PineBridge a continuing security interest in, and a right to set off against, any and all right, title and interest of Releasee in, to, and under the Released Trademarks, perfected by way of (a) Delaware Secretary of State Financing Statement no. 20185168683 and, (b) recording of a Notice of Grant of Security Interest in Trademarks with the USPTO on November 13, 2018 at Reel 6536 Frame 0897.

C. Pursuant to that certain Security and Pledge Agreement dated as of June 30, 2014, between Releasee and THL, Releasee granted to THL a continuing security interest in, and a right to set off against, any and all right, title and interest of Releasee in, to, and under the Released Trademarks, perfected by way of (a) Delaware Secretary of State Financing Statement no. 20142587889 and, (b) recording of a Notice of Grant of Security Interest in Trademarks with the USPTO on July 8, 2014 at Reel 5318 Frame 0495.

D. Pursuant to UCC filing no. 20190310107 with the Delaware Secretary of State, THL assigned its security interest in the Released Trademarks to Krevlin, but did not record the same with the USPTO.

E.. In addition to the foregoing, each of BofA, PineBridge and Krevlin hold a security interest in the copyright registration set forth on Schedule A hereto (the "Released Copyright", and together with the Released Trademarks, the "Released Collateral"), pursuant to Delaware

Secretary of State Financing Statement nos. 20174196405, 20185168683, 20190310107, respectively.

F. Releasee wishes to transfer its interest in the Released Collateral to third-parties free and clear of the above-referenced security interests, and each of the undersigned secured parties agrees to release such security interests on the terms and conditions set forth below.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

SECTION 1. Termination and Release. Each Releasor, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the continuing security interest in, and the right to set off against, Releasee's right, title, and interest in, to, and under the Released Trademarks and the Released Copyright; and

(b) authorizes the recordation of this Release with the USPTO and the United States Copyright Office at Releasee's expense.

Except for the security interests in the Released Collateral, the other security interests of BofA, Krevlin and PineBridge in the assets of Releasee shall remain in full force and effect. By its execution of this Release, THL acknowledges that it no longer has any security interests in the assets of Releasee.

SECTION 2. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

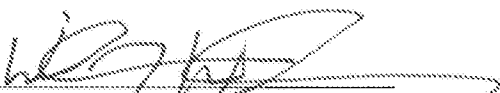
SECTION 3. Counterparts. This Release may be executed in one or more counterparts, each of which shall constitute an original, but all of which when taken together shall constitute one and the same instrument. Delivery of an executed counterpart of a signature page of this Release by facsimile or e-mail transmission in pdf. format or the like shall be as effective as delivery of a "wet ink" executed counterpart of this Release.

(Signature Page to Follow)

IN WITNESS WHEREOF, the parties hereto have caused this Termination and Release of Security Interest (Don't Tip the Waiter, Hit the Deck & What's in Ned's Head) to be duly executed as of the date first set forth above.

RELEASORS:

Bank of America, N.A.

By: 
Name: William J. Wilson
Title: Senior Vice President

Glenn J. Krevlin Revocable Trust Dated
July 25, 2007

By: _____
Name: Glenn J. Krevlin
Title: Trustee

THL Corporate Finance, Inc.

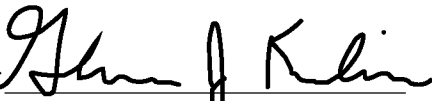
By: _____
Name:
Title:

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RELEASORS:

Bank of America, N.A.

By: _____
Name:
Title:
Glenn J. Krevlin Revocable Trust Dated
July 25, 2007

By: 
Name: Glenn J. Krevlin
Title: Trustee

THL Corporate Finance, Inc.

By: _____
Name:
Title:

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RELEASORS:

Bank of America, N.A.

By: _____

Name:

Title:

Glenn J. Krevlin Revocable Trust Dated
July 25, 2007

By: _____

Name: Glenn J. Krevlin

Title: Trustee

THL Corporate Finance, Inc.

By: _____

Name: Michelle Handy

Title: Managing Director

PineBridge Structured Capital Partners
III, L.P.

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: FT Chong
Title: Managing Director

PineBridge Structured Capital Partners
Offshore III-A L.P.

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: FT Chong
Title: Managing Director

Agreed and Accepted:

RELEASEE:

POOF-Slinky Fundex, LLC

By: 

Name: John Chaple

Title: Chief Financial Officer

Schedule A
Released Collateral

Trademark	Registration No.	Registration Date	Owner	Country
Don't Tip the Waiter	3966453	May 24, 2011	POOF-Slinky Fundex LLC	U.S.A.
Hit the Deck	4118715	March 27, 2012	POOF-Slinky Fundex LLC	U.S.A.
What's in Ned's Head	3173934	November 21, 2006	POOF-Slinky Fundex LLC	U.S.A.

Copyright	Registration No.	Registration Date	Owner	Country
What's In Ned's Head	VA0001404950	March 19, 2007	POOF-Slinky Fundex LLC	U.S.A.