

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM547628

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WHAT DO YOU MEME, LLC		10/31/2019	Limited Liability Company:
BUZZED GAMES LLC		10/31/2019	Limited Liability Company:

RECEIVING PARTY DATA

Name:	ISRAEL DISCOUNT BANK OF NEW YORK
Street Address:	511 FIFTH AVENUE
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	Chartered Bank: NEW YORK

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Serial Number:	88126772	CAN YOU ROLL DOUBLES
Serial Number:	88103655	INCOHEARENT
Serial Number:	88630525	FILL IN THE BLANKS; THE _____ PARTY GAM
Serial Number:	88621031	SLIDE IN THE DMS
Serial Number:	88605584	ICONIC FLOAT
Serial Number:	88588919	FOR THE BOYS
Serial Number:	88563887	READ BETWEEN THE LINES
Serial Number:	88450419	WHAT'S YOUR SIGN? THE OFFICIAL HOROSCOPE
Serial Number:	88077129	NEW PHONE WHO DIS?
Serial Number:	88032225	PARTYBOWL
Serial Number:	87541939	WHAT DO YOU MEME?
Registration Number:	5822610	4-BIDDEN WORDS
Registration Number:	5789273	FOR THE GIRLS
Serial Number:	87792063	MEME
Registration Number:	5272188	WHAT DO YOU MEME?
Serial Number:	88605835	THESE QUESTIONS WILL GET YOU HIGH
Serial Number:	88515191	DUCKING HIGH
Serial Number:	88488666	HIGHDEAS

CH \$515.00 88126772

Property Type	Number	Word Mark
Serial Number:	88411802	WARNING: THIS IS THE DRINKING GAME THAT
Serial Number:	88267262	BUZZED

CORRESPONDENCE DATA

Fax Number: 4048853900

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: 4048853155

Email: austin.padgett@troutmansanders.com

Correspondent Name: Austin Padgett

Address Line 1: 600 Peachtree St. NE, Suite 3000

Address Line 4: Atlanta, GEORGIA 30308

ATTORNEY DOCKET NUMBER:	247372.25 TM Recordation
NAME OF SUBMITTER:	Austin Padgett
SIGNATURE:	/Austin Padgett/
DATE SIGNED:	11/01/2019

Total Attachments: 7

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT (this “*IP Security Agreement*”) is dated as of the 31st day of October, 2019, and executed by WHAT DO YOU MEME, LLC, a Delaware limited liability company (“*Borrower*”), BUZZED GAMES LLC, a Delaware limited liability company (“*Guarantor*”; Borrower and Guarantor are sometimes hereinafter referred to individually as a “*Grantor*” and collectively as the “*Grantors*”), in favor of ISRAEL DISCOUNT BANK OF NEW YORK (the “*Secured Party*”).

Capitalized terms used and not otherwise defined herein shall have the meanings assigned to them in that certain Credit Agreement dated of even date herewith (as amended, restated, amended and restated, replaced, extended, supplemented, or otherwise modified from time to time, the “*Credit Agreement*”), among the Grantors and the Secured Party.

Subject to the terms of the Security Agreement, each Grantor has granted, and hereby grants to the Secured Party a continuing security interest in, lien on and right of set-off against, all of such Grantor’s right, title and interest in and to (a) the United States patents and patent applications described on Schedule 1 attached hereto and made a part hereof, (b) the United States trademarks and trademark applications described on Schedule 2 attached hereto and made a part hereof, and (c) the United States copyrights and copyright applications described on Schedule 3 attached hereto and made a part hereof, in each case, to secure the payment and performance of the Obligations. Each Grantor hereby authorizes the Commissioner for Patents, the Commissioner for Trademarks and Register of Copyrights and any other governmental officials to record and register this IP Security Agreement upon request by the Secured Party.

This IP Security Agreement shall be construed in accordance with and governed by the laws of the State of New York, except as otherwise required by mandatory provisions of law and except to the extent that remedies provided by the laws of any jurisdiction other than New York are governed by the laws of such jurisdiction.

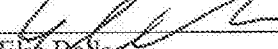
This IP Security Agreement may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed to be an original and all of which taken together shall constitute but one and the same instrument.

The provisions of this IP Security Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns. In the event of any conflict between the terms of this IP Security Agreement and the terms of the Security Agreement, the terms of the Security Agreement shall control.

[Remainder of page intentionally blank; signature page follows.]

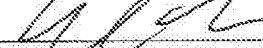
IN WITNESS WHEREOF, each Grantor has caused this Intellectual Property Security Agreement to be duly executed by its duly authorized officer, all as of the date first above written.

WHAT DO YOU MEME LLC

By: 
Name: Elie Dallas
Title: Member

BUZZED GAMES LLC

By: What Do You Meme LLC, its Sole Member

By: 
Name: Elie Dallas
Title: Member

SCHEDULE 1
TO IP SECURITY AGREEMENT

REGISTERED PATENTS AND APPLICATIONS

None.

SCHEDULE 2
TO IP SECURITY AGREEMENT

REGISTERED TRADEMARKS AND APPLICATIONS

Description	Serial Number	Registration Number	Grantor
CAN YOU ROLL DOUBLES	88/126,772 (09/21/2018)		WHAT DO YOU MEME LLC
INCOHEARENT	88/103,655 (09/04/2018)		WHAT DO YOU MEME LLC
FILL IN THE BLANKS; THE _____ PARTY GAME OF ALL TIME	88/630,525 (09/25/2019)		WHAT DO YOU MEME LLC
SLIDE IN THE DMS	88/621,031 (09/18/2019)		WHAT DO YOU MEME LLC
ICONIC FLOAT	88/605,584 (09/05/2019)		WHAT DO YOU MEME LLC
FOR THE BOYS	88/588,919 (08/22/2019)		WHAT DO YOU MEME LLC
READ BETWEEN THE LINES	88/563,887 (08/02/2019)		WHAT DO YOU MEME LLC

Description	Serial Number	Registration Number	Grantor
WHAT'S YOUR SIGN? THE OFFICIAL HOROSCOPE PARTY GAME	88/450,419 (05/29/2019)		WHAT DO YOU MEME LLC
NEW PHONE WHO DIS?	88/077,129 (08/14/2018)		WHAT DO YOU MEME LLC
PARTYBOWL	88/032,225 (07/10/2018)		WHAT DO YOU MEME LLC
WHAT DO YOU MEME?	87/541,939 (07/25/2017)		WHAT DO YOU MEME LLC
4-BIDDEN WORDS		5,822,610 (07/30/2019)	WHAT DO YOU MEME LLC
FOR THE GIRLS		5,789,273 (06/25/2019)	WHAT DO YOU MEME LLC
MEME	87/792,063 (02/09/2018)		WHAT DO YOU MEME LLC
WHAT DO YOU MEME?		5,272,188 (08/22/2017)	WHAT DO YOU MEME LLC

Description	Serial Number	Registration Number	Grantor
THESE QUESTIONS WILL GET YOU HIGH	88/605,835 (09/05/2019)		BUZZED GAMES LLC
DUCKING HIGH	88/515,191 (07/15/2019)		BUZZED GAMES LLC
HIGHDEAS	88/488,666 (06/25/2019)		BUZZED GAMES LLC
WARNING: THIS IS THE DRINKING GAME THAT GETS YOU AND YOUR FRIENDS TIPSY	88/411,802 (05/01/2019)		BUZZED GAMES LLC
BUZZED	88/267,262 (01/18/2019)		BUZZED GAMES LLC

SCHEDULE 3
TO IP SECURITY AGREEMENT

REGISTERED COPYRIGHTS AND APPLICATIONS

Description	Registration Number	Grantor
BUZZED	VA0002144621 (03/28/2019)	WHAT DO YOU MEME LLC
What Do You Meme?	VA0002108563 (04/23/2018)	WHAT DO YOU MEME LLC
What Do You Meme? Version 2	VA0002132180 (06/19/2018)	WHAT DO YOU MEME LLC
What Do You Meme? Version 3	VA0002132172 (06/19/2018)	WHAT DO YOU MEME LLC