

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM548226

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Beauty Bakerie Cosmetics Brand, Inc.		10/31/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Montage Capital II, L.P.		
Street Address:	900 East Hamilton Avenue, Suite 100		
City:	Campbell		
State/Country:	CALIFORNIA		
Postal Code:	95008		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	5680543	EYESCREAM	
Serial Number:	88113528	BAKING SPRAY	
Serial Number:	88113411	CONTOUR COOKBOOK	
Serial Number:	88151239	INSTABAKE	
Serial Number:	88220668	BAKE-ATION	
Serial Number:	88219924	FLOUREVER	
Serial Number:	88101606	GAME OF CONES	
Serial Number:	88113419	PORE IT UP	
Serial Number:	88113408	BAKEWARE	
Serial Number:	88022254	CAKE POP LIPPIE	
Serial Number:	88113406	EYELASH ICING	
Registration Number:	5267518	FLOUR	
Registration Number:	5287299	CAKE MIX	
Registration Number:	4583642	BEAUTY BAKERIE	
CORRESPONDENCE DATA			
Fax Number:	6506440520		
<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>			

OP \$365.00 5680543

Phone: 6506483802
Email: PATTY@PATTYCHENG.COM
Correspondent Name: PATTY CHENG
Address Line 1: 2625 MIDDLEFIELD RD., #215
Address Line 4: PALO ALTO, CALIFORNIA 94306

NAME OF SUBMITTER: Patty Cheng

SIGNATURE: /s/ Patty Cheng

DATE SIGNED: 11/05/2019

Total Attachments: 5

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AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Amended and Restated Intellectual Property Security Agreement is entered into as of October 31, 2019 by and between Beauty Bakerie Cosmetics Brand, Inc., a Delaware corporation and successor in interest to Beauty Bakerie Cosmetics Brand L.L.C., an Indiana limited liability company (“Borrower”) and Montage Capital II, L.P., a Delaware limited partnership (“Lender”).

RECITALS

Borrower and Lender are parties to that certain Loan and Security Agreement dated as of July 19, 2017 and as amended from time to time (the “Loan Agreement”). Pursuant to the terms of the Loan Agreement, Borrower has granted to Lender a security interest in its personal property, and in connection therewith, Borrower and Lender entered into that certain Intellectual Property Security Agreement dated as of July 19, 2017 (the “Original Agreement”). On or around the date hereof, Borrower and Lender are entering into an amendment to the Loan Agreement and in connection therewith, desire to amend and restate the Original Agreement as terms set forth herein. Capitalized terms used herein are used as defined in the Loan Agreement.

NOW, THEREFORE, Borrower agrees as follows:

AGREEMENT

This Agreement hereby amends and restates the Original Agreement in its entirety, without novation.

To secure its obligations under the Loan Agreement and under any other agreement now existing or hereafter arising between Borrower and Lender, Borrower grants to Lender a security interest in all of Borrower’s right, title and interest in, its intellectual property (including without limitation those copyrights, patents and trademarks listed on Schedules A, B and C hereto) and all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof. Borrower represents and warrants that Schedules A, B, and C attached hereto set forth any and all intellectual property rights in connection to which Borrower has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument. In the event that any signature is delivered by facsimile transmission or by e-mail delivery of a “.pdf” format data file, such signature shall create a valid and binding obligation of the party executing (or on whose behalf such signature is executed) with the same force and effect as if such facsimile or “.pdf” signature page were an original hereof.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have caused this Amended and Restated Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

BORROWER:

Address of Borrower:

9920 Pacific Height, Suite 100
San Diego, CA 92121
Attn: Cashmere Carrillo, CEO; Rod Roberts, CFO

Beauty Bakerie Cosmetics Brand, Inc.

DocuSigned by:
Cashmere Carrillo
By: _____
Name: Cashmere Carrillo
Title: CEO

LENDER:

11/1/2019

Address of Lender:

900 East Hamilton Avenue, Suite 100
Campbell, CA 95008
Attn: Eric Gonzales

Montage Capital II, L.P.
DocuSigned by:
[Signature]
By: _____
Name: Eric Gonzales
Title: Managing Director

11/5/2019

SCHEDULE C

Trademarks

If None, check this box:

<u>Description</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Application Date / Registration Date</u>
BAKING SPRAY	88113528		September 12, 2018
CONTOUR COOKBOOK	88113411		September 12, 2018
INSTABAKE	88151239		October 11, 2018
BAKE-ATION	88220668		December 7, 2018
FLOUREVER	88219924		December 7, 2018
GAME OF CONES	88101606		August 31, 2018
EYESCREAM	88028196	5680543	December 4, 2018
PORE IT UP	88113419		December 4, 2018
BAKEWARE	88113408		September 12, 2018
CAKE POP LIPPIE	88022254		December 4, 2018
EYELASH ICING	88113406		September 12, 2018
FLOUR	87126989	5267518	August 15, 2017
CAKE MIX	87042393	5287299	September 12, 2017
GELATO	87035558		May 12, 2016*
EYESCREAM	87034006		May 12, 2016*
BROWNIE	87034005		May 12, 2016*
BEAUTY BAKERIE	86143940	4583642	August 12, 2014

*Indicates dead, abandoned or cancelled trademark