

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM559138

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
POPSUGAR INC.		01/16/2020	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Pacific Western Bank		
Street Address:	406 Blackwell Street		
Internal Address:	Suite 240		
City:	Durham		
State/Country:	NORTH CAROLINA		
Postal Code:	27701		
Entity Type:	STATE CHARTERED BANK: CALIFORNIA		
PROPERTY NUMBERS Total: 46			
Property Type	Number	Word Mark	
Registration Number:	5823673	#TWINNING	
Registration Number:	5615445	POPSUGAR	
Registration Number:	5528920	TRENDRANK	
Registration Number:	5515637	POPSUGAR	
Registration Number:	5333543	BEAUTY JUNKIE	
Registration Number:	5244219	GLOW BY POPSUGAR	
Registration Number:	5201512	POWER YOUR HAPPY	
Registration Number:	5049913	POPDOCS	
Registration Number:	5301982	POWER YOUR HAPPY	
Registration Number:	5194049	CLASS FITSUGAR	
Registration Number:	5061895	GET THE DISH	
Registration Number:	5060484	KNOCK KNOCK WITH RACHEL ANTONOFF	
Registration Number:	5049114	EAT THE TREND	
Registration Number:	5049113	WE SPY STYLE	
Registration Number:	4925938	POPSUGAR MOMMY'S HELPER	
Registration Number:	4892173	POPSUGAR WEDDINGS	
Registration Number:	4853967	POPSUGAR	
Registration Number:	4844130	POPSUGAR	

CH \$1165.00 5823673

Property Type	Number	Word Mark
Registration Number:	4805483	FIND YOUR HAPPY
Registration Number:	4767797	POPSUGAR
Registration Number:	4759418	POPSUGAR
Registration Number:	4759416	POPSUGAR
Registration Number:	4759410	POPSUGAR
Registration Number:	4759409	POPSUGAR
Registration Number:	4759408	POPSUGAR
Registration Number:	4747805	POPSUGAR
Registration Number:	4753013	THE BAKERY
Registration Number:	4620572	POPSUGAR
Registration Number:	4657423	POPSUGAR ACTIVE
Registration Number:	3870664	INSANELY ADDICTIVE
Registration Number:	4517118	POPSUGAR
Registration Number:	4519985	THE CIRCLE OF MOMS MONEY SAVER
Registration Number:	4452284	POPSUGAR MUST HAVE BOX
Registration Number:	4337868	THE CIRCLE OF MOMS COOKBOOK
Registration Number:	4434824	POPSUGAR MUST HAVE
Registration Number:	4552297	PICT
Registration Number:	3334918	POPSUGAR
Registration Number:	4035482	CIRCLE OF MOMS
Registration Number:	3847200	CIRCLE OF MOMS
Registration Number:	3847199	CIRCLE OF MOMS
Registration Number:	3749412	ONSUGAR
Registration Number:	3693689	SHOPSENSE
Serial Number:	88050204	POPSUGAR PLAY/GROUND
Serial Number:	88168977	GLOW
Serial Number:	87717738	POPSUGAR
Serial Number:	87274938	POPSUGAR

CORRESPONDENCE DATA

Fax Number: 9192823941

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: 919-314-3086

Email: diligencereview@square1bank.com

Correspondent Name: PACIFIC WESTERN BANK

Address Line 1: 406 BLACKWELL STREET

Address Line 2: SUITE 240

Address Line 4: DURHAM, NORTH CAROLINA 27701

NAME OF SUBMITTER:	Nicholas Nance
SIGNATURE:	/NicholasNance- TKF/
DATE SIGNED:	01/27/2020
Total Attachments: 8 source=IPSA-Popsugar Inc#page1.tif source=IPSA-Popsugar Inc#page2.tif source=IPSA-Popsugar Inc#page3.tif source=IPSA-Popsugar Inc#page4.tif source=IPSA-Popsugar Inc#page5.tif source=IPSA-Popsugar Inc#page6.tif source=IPSA-Popsugar Inc#page7.tif source=IPSA-Popsugar Inc#page8.tif	

INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of January 16, 2020 by and between **PACIFIC WESTERN BANK** ("**Bank**") and **POPSUGAR INC.** a Delaware corporation ("**Grantor**").

RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodations to Grantor (the "Loans") in the amounts and manner set forth in that certain Amended and Restated Loan and Security Agreement, dated November 29, 2017, among Bank, Grantor and the various other "Borrowers" party thereto from time to time (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used, but not otherwise defined herein, are used as defined in the Loan Agreement).

B. Extension of credit by the Bank pursuant to the Loan Agreement is subject to the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks and Patents to secure the obligations of Grantor under the Loan Agreement.

C. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement and all other agreements now existing or hereafter arising between Grantor and Bank, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure all of its present and future indebtedness, liabilities and obligations under the Loan Agreement and under any other agreement now existing or hereafter arising between Bank and Grantor, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto), and including without limitation 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 (collectively, "Intellectual Property Collateral").

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.


Grantor represents and warrants that Exhibits A, B, and C attached hereto set forth any and all intellectual property rights of Grantor which are registered with or subject to an application filed with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

SIGNATURE PAGE FOLLOWS

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

Grantor:

POPSUGAR INC.

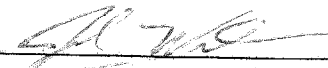
By 
Name: Sean Macnew
Title: Chief Financial Officer

Address of Grantor:

568 Broadway, Floor 10
New York, NY 10012

Bank:

PACIFIC WESTERN BANK

By 
Name: John Weston
Title: SVP

Address of Bank:

406 Blackwell Street, Suite 240
Durham, NC 27701
Attn: Loan Documentation Department

[Signature Page—Intellectual Property Security Agreement]

EXHIBIT A
COPYRIGHTS

Description	Registration Number	Registration Date
POWER YOUR HAPPY: Work Hard, Play Nice and Build Your Dream Life.	TX0008355144	12/23/16

EXHIBIT B

PATENTS

Description	Application Number/ Patent Number	Filing Date
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None.

EXHIBIT C
TRADEMARKS

Description	Registration/ Serial Number	Registration/ Filing Date
#TWINNING	88255245	01/09/19
	5823673	07/30/19
POPSUGAR PLAY/GROUND	88050204	07/24/18
GLOW	88168977	10/25/18
POPSUGAR	87717738	12/12/17
POPSUGAR	87274938	12/20/16
POPSUGAR	87851714	03/27/18
	5615445	11/27/18
TRENDRANK	87713996	12/08/17
	5528920	07/31/18
POPSUGAR	87977654	12/20/16
	5515637	07/10/18
BEAUTY JUNKIE	87323113	02/03/17
	5333543	11/14/17
GLOW BY POPSUGAR	87062708	06/07/16
	5244219	07/18/18
POWER YOUR HAPPY	87010902	04/22/16
	5201512	05/09/17
POPDOCS	87026627	05/05/16
	5049913	09/27/16
POWER YOUR HAPPY	86658851	06/11/15
	5301982	10/03/17
CLASS FITSUGAR	86909997	02/17/16
	5194049	05/02/17
GET THE DISH	86608980	04/24/15
	5061895	10/18/16
KNOCK KNOCK WITH RACHEL ANTONOFF	86648751	06/02/15
	5060484	10/11/16

Description	Registration/ Serial Number	Registration/ Filing Date
EAT THE TREND	86910004	02/17/16
	5049114	09/27/16
WE SPY STYLE	86910000	02/17/16
	5049113	09/27/16
POPSUGAR MOMMY'S HELPER	86637823	05/21/15
	4925938	03/29/16
POPSUGAR WEDDINGS	86637805	05/21/15
	4892173	01/26/16
POPSUGAR	86423551	10/14/14
	4853967	11/17/15
POPSUGAR	86423597	10/14/14
	4844130	11/03/15
FIND YOUR HAPPY	86439287	10/30/14
	4805483	09/01/15
POPSUGAR	86423622	10/14/14
	4767797	07/07/15475
POPSUGAR	86423652	10/14/14
	4759418	06/23/15
POPSUGAR	86423619	10/14/14
	4759416	06/23/15
POPSUGAR	86423555	10/14/14
	4759410	06/23/15
POPSUGAR	86423530	10/14/14
	4759409	06/23/15
POPSUGAR	86423525	10/14/14
	4759408	06/23/15
POPSUGAR	86423696	10/14/14
	4747805	06/02/15
THE BAKERY	86234181	03/27/14
	4753013	06/09/15

Description	Registration/ Serial Number	Registration/ Filing Date
POPSUGAR	86218907 4620572	03/12/14 10/14/14
POPSUGAR ACTIVE	86082622 4657423	10/04/13 12/16/14
INSANELY ADDICTIVE	85019344 3870664	04/21/10 11/02/10
POPSUGAR	85848557 4517118	02/13/13 04/22/14
THE CIRCLE OF MOMS MONEY SAVER	85738987 4519985	09/26/12 04/29/14
POPSUGAR MUST HAVE BOX	85713419 4452284	08/27/12 12/17/13
THE CIRCLE OF MOMS COOKBOOK	85713407 4337868	08/27/12 05/21/13
POPSUGAR MUST HAVE	85713400 4434824	08/27/12 11/19/13
PICT	85675662 4552297	07/12/12 06/17/14
POPSUGAR	78897280 3334918	05/31/06 11/13/07
CIRCLE OF MOMS	77808386 4035482	08/19/09 10/04/11
CIRCLE OF MOMS	77808375 3847200	08/19/09 09/14/10
CIRCLE OF MOMS	77808334 3847199	08/19/09 09/14/10
ONSUGAR	77776742 3749412	07/08/09 02/16/10
SHOPSENSE	77497915 3693689	06/12/08 10/06/09