

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM561468

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MNG-RW Acquisition LLC		02/06/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Cerberus Business Finance, LLC, as collateral agent		
Street Address:	875 Third Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3092685	BORDERWATERS	
Registration Number:	5050680	BIG FISH WORKS	
Registration Number:	4867400	BIG FISH MEDIA GROUP	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
<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>			
Phone:	212-756-2132		
Email:	scott.kareff@srz.com		
Correspondent Name:	S. Kareff c/o Schulte Roth & Zabel LLP		
Address Line 1:	919 Third Avenue		
Address Line 2:	25th Floor		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	014951-1667		
NAME OF SUBMITTER:	Scott Kareff (014951-1667)		
SIGNATURE:	/kc for sk/		
DATE SIGNED:	02/10/2020		
Total Attachments: 4			
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TRADEMARK

REEL: 006861 FRAME: 0134

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

February 6, 2020

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, MNG-RW Acquisition LLC, a Delaware limited liability company (the “Grantor”), hereby grants to Cerberus Business Finance, LLC, as Collateral Agent, with principal offices at 875 Third Avenue, New York, New York 10022, (the “Grantee”), a continuing security interest in all of such Grantor’s right, title and interest in, to and under to the Trademarks (as such term is defined in the Security Agreement referred to below), including without limitation the Trademarks set forth on Schedule A attached hereto.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement among each Grantor, the other assignors from time to time party thereto and the Grantee, dated as of October 20, 2016 (as amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). Upon the occurrence of the termination of the Security Agreement pursuant to Section 9.5 thereof this Grant shall automatically and immediately terminate and the Grantee shall execute, acknowledge, and deliver to each Grantor an instrument in writing releasing the security interest in the Trademarks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of date first above written.

MNG-RW ACQUISITION LLC, as Grantor

By: Michael Koren
Name: Michael Koren
Title: CFO

CERBERUS BUSINESS FINANCE, LLC,
as Collateral Agent and Grantee

By:



Name: Daniel E. Wolf

Title: Chief Executive Officer

SCHEDULE A
TRADEMARKS

Trademark	App/Reg. No.	App. Date	Reg. Date	Country/State	Owner	Goods/Services	Status
SOTAHOMES and Design	RN: MN 898161500037		August 11, 2016	United States (States – MN)	MNG-RW ACQUISITION LLC	(Int'l Class: 35) advertising and business	Registered
SOTAJOBBS and Design	RN: MN 899999500026		August 29, 2016	United States (States - MN)	MNG-RW ACQUISITION LLC	(Int'l Class: 35) advertising and business	Registered
BORDERWATERS	RN: 3092685 SN: 78591488	March 21, 2005	May 16, 2006	United States (Federal)	MNG-RW ACQUISITION LLC	(Int'l Class: 16) visitor's guide pertaining to the border region of northern minnesota and northwest ontario (Int'l Class: 25) clothing; namely sweatshirts, t-shirts, denim shirts, vests, caps and visors (Int'l Class: 41) providing an online visitor's guide pertaining to the border region of northern minnesota and northwest ontario	Renewed
BIG FISH WORKS	RN: 5050680 SN: 86608806	April 24, 2015	September 27, 2016	United States (Federal)	MNG-RW ACQUISITION LLC	(Int'l Class: 35) advertising services, namely, promoting the goods and services of others through creative advertising development and placement (Int'l Class: 35) advertising services, namely, promoting the goods and services of others through creative advertising development and placement	Registered
BIG FISH MEDIA GROUP	RN: 4867400 SN: 85818083	January 8, 2013	December 8, 2015	United States (Federal)	MNG-RW ACQUISITION LLC	(Int'l Class: 35) advertising services, namely, promoting the goods and services of others through creative advertising development and placement	Registered

* Supplemental Register Only.

[See attached for additional Trademarks]