

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM583849

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Delaware North Companies Parks & Resorts, Inc.		06/30/2020	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Wilmington Trust, National Association, as Collateral Agent		
Street Address:	1100 North Market Street		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19890		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	4482661	CABINEERING	
Registration Number:	4476253	EXPLORER CABINS	
Registration Number:	4575580	NATURE RULES	
Registration Number:	5323015	THE RIDGELINE HOTEL ESTES PARK	
Registration Number:	5323044	THE RIDGELINE HOTEL ESTES PARK	
Registration Number:	5899048	WELLDERNESS	
Registration Number:	5910380	WELLDERNESS ACTIVE BY NATURE AT THE RIDG	
Registration Number:	5966808	THE RIDGELINE HOTEL	
Registration Number:	5998630	THE RIDGELINE HOTEL	
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>			
Phone:	3129932652		
Email:	heather.poitras@lw.com		
Correspondent Name:	Heather Poitras		
Address Line 1:	330 N Wabash Avenue		
Address Line 2:	Suite 2800		
Address Line 4:	Chicago, ILLINOIS 60611		

CH \$240.00 4482661

ATTORNEY DOCKET NUMBER:	049067-0083 HP
NAME OF SUBMITTER:	Heather Poitras
SIGNATURE:	/hp/
DATE SIGNED:	06/30/2020

Total Attachments: 5

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

THIS SUPPLEMENTAL CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Confirmatory Grant") is made effective as of June 30, 2020, by and from Delaware North Companies Parks & Resorts, Inc., a Delaware corporation (the "Grantor"), to and in favor of Wilmington Trust, National Association, as Collateral Agent for the Secured Parties (as defined in the Security Agreement referenced below) (in such capacities, the "Grantee").

WHEREAS, Delaware North Companies, Incorporated, a Delaware corporation (the "Borrower"), the other Grantors party thereto from time to time, the Lenders, the L/C Issuer and the Grantee have entered into that certain Second Amended and Restated Credit Agreement, dated as of January 14, 2011 (as may be further amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement");

WHEREAS, pursuant to the Note Purchase Agreement, dated as of June 1, 2000 (as amended, restated, supplemented or otherwise modified from time to time, the "Note Agreement"), the Borrower issued and sold, and may, from time to time hereafter issue and sell, certain Notes (as defined therein) to certain holders thereof;

WHEREAS, pursuant to the Credit Agreement and the Note Agreement, the Grantor and certain other Subsidiaries of the Borrower have entered into that certain Pledge and Security Agreement, dated as of June 30, 2020 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"); and

WHEREAS, the Grantor owns the Trademarks (as defined below), which Trademarks are pending or registered with the United States Patent and Trademark Office, and pursuant to the Security Agreement, the Grantor pledged and granted to the Collateral Agent, on behalf of and for the benefit of the Secured Parties, a security interest in all of such Grantor's right title and interest in such Trademarks, and agreed to execute and deliver this Confirmatory Grant for purposes of recording the grant of such security interest in the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms used and not otherwise defined herein shall have the respective meaning given to them in the Security Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the prompt and complete payment and performance of all the Obligations. Upon the payment in full of all Obligations (other than Swap Obligations (as defined in the Credit Agreement) not yet due and payable, Banking Services Obligations (as defined in the Credit Agreement) not yet due and payable, contingent indemnification or similar obligations for which no claim has been made and other Obligations expressly stated to survive such payment and termination), this Confirmatory Grant shall automatically terminate and all rights to the Trademarks shall revert to the Grantor. Upon such termination, the Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to the Grantor all reasonably requested instruments in

writing releasing (and/or evidencing of record the release of) the lien and security interest in the Trademarks acquired under the Security Agreement and this Confirmatory Grant, all at the expense of the Grantor.

(b) The Grantor hereby pledges and grants to the Grantee, on behalf of and for the benefit of the Secured Parties, a security interest in all of the Grantor's right, title and interest, whether now owned or hereafter acquired, in and to (1) all trademarks (including service marks), trade names, trade styles, trade dress and the registrations and applications for registration thereof, including the foregoing listed on Exhibit A, and the goodwill of the business symbolized by each of the foregoing; (2) all licenses of the foregoing, whether as licensee or licensor; (3) all renewals of the foregoing; (4) all income, royalties, damages, and payments now or hereafter due or payable with respect thereto, including, without limitation, damages, claims, and payments for past and future infringements thereof; (5) all rights to sue for past, present, and future infringements and dilutions of the foregoing, including the right to settle suits involving claims and demands for royalties owing; and (6) all rights corresponding to any of the foregoing throughout the world (the "Trademarks").

(c) Notwithstanding anything to the contrary contained above, the security interest created by this Confirmatory Grant shall not extend to Excluded Assets.

3) Grants, Rights, Remedies. This Confirmatory Grant has been executed in conjunction with the security interest granted under the Security Agreement to the Grantee for the benefit of the Secured Parties. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Credit Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern and control.

4) Governing Law. **THIS CONFIRMATORY GRANT SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK.**

5) Counterparts. This Confirmatory Grant may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. Delivery of an executed counterpart of a signature page of this Confirmatory Grant by telecopy, e-mailed .pdf or any other electronic means that reproduces an image of the actual executed signature page shall be effective as delivery of a manually executed counterpart of this Confirmatory Grant.

IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant effective as of the date first written above.

DELAWARE NORTH COMPANIES PARKS &
RESORTS, INC.

as Grantor

By 
Name: Scott P. Socha
Title: President

WILMINGTON TRUST, NATIONAL ASSOCIATION,
as Collateral Agent

By: 
Name: Daniel Greene
Title: Relationship Manager




Signature Page for
Supplemental Confirmatory Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 006985 FRAME: 0080

SUPPLEMENTAL CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

Exhibit A

Trademarks and Trademark Applications

<u>Grantor</u>	<u>Trademarks</u>	<u>Registration / Filing Date</u>	<u>Status</u>	<u>Registration / Serial No.</u>	<u>Jurisdiction</u>
Delaware North Companies Parks & Resorts, Inc.	CABINEERING	February 11, 2014	Registered	4,482,661	United States
Delaware North Companies Parks & Resorts, Inc.	EXPLORER CABINS	January 28, 2014	Registered	4,476,253	United States
Delaware North Companies Parks & Resorts, Inc.	NATURE RULES	July 29, 2014	Registered	4,575,580	United States
Delaware North Companies Parks & Resorts, Inc.	THE RIDGELINE HOTEL ESTES PARK	October 31, 2017	Registered	5,323,015	United States
Delaware North Companies Parks & Resorts, Inc.	THE RIDGELINE HOTEL ESTES PARK 	October 31, 2017	Registered	5,323,044	United States
Delaware North Companies Parks & Resorts, Inc.	WELLDERNESS	October 29, 2019	Registered	5,899,048	United States
Delaware North Companies Parks & Resorts, Inc.	WELLDERNESS ACTIVE BY NATURE AT THE RIDGELINE HOTEL & Design 	November 12, 2019	Registered	5,910,380	United States
Delaware North Companies Parks & Resorts, Inc.	THE RIDGELINE HOTEL	January 21, 2020	Registered	5,966,808	United States
Delaware North Companies Parks & Resorts, Inc.	THE RIDGELINE HOTEL & Design 	February 25, 2020	Registered	5,998,630	United States