

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM590178

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PEARL SEAS CRUISES LLC		06/20/2019	Limited Liability Company: MARSHALL ISLANDS
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., as Collateral Agent		
Street Address:	101 N. Tryon Street		
Internal Address:	One Independence Center		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28255		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	88787239	PEARL SEAS CRUISES	
CORRESPONDENCE DATA			
Fax Number:	7043311159		
<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:	7043311000		
Email:	PTO_TMconfirmation@mvalaw.com, maryelizabethzaldivar@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	100 North Tryon Street		
Address Line 2:	Suite 4700, ATTN: IP DEPARTMENT		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	327000.012016		
NAME OF SUBMITTER:	John Slaughter		
SIGNATURE:	/john slaughter/		
DATE SIGNED:	08/04/2020		
Total Attachments: 4			
source=NGSI-T - Pearl Seas Cruises LLC to Bank of America, N.A., as Collateral Agent#page1.tif			

OP \$40.00 88787239

source=NGSI-T - Pearl Seas Cruises LLC to Bank of America, N.A., as Collateral Agent#page2.tif

source=NGSI-T - Pearl Seas Cruises LLC to Bank of America, N.A., as Collateral Agent#page3.tif

source=NGSI-T - Pearl Seas Cruises LLC to Bank of America, N.A., as Collateral Agent#page4.tif

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Security Agreement dated as of June 20, 2019 (as the same may be amended, restated, amended and restated, modified or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications shown on Schedule 1 to the Collateral Agent for the ratable benefit of the Secured Parties. The undersigned Grantor delivers this notice as of July 28, 2020.

The undersigned Grantor and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

PEARL SEAS CRUISES LLC,
a limited liability company existing under the laws of the
Marshall Islands

By: Susan K Renner
Name: SUSAN K RENNER
Title: TREASURER

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: _____
Name:
Title:

NOTICE OF GRANT OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY

TRADEMARK
REEL: 007014 FRAME: 0778

The undersigned Grantor and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

PEARL SEAS CRUISES LLC,
a limited liability company existing under the laws of the
Marshall Islands

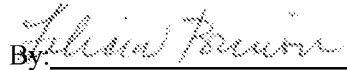
By: _____

Name:

Title:

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By:  _____

Name: Felicia Brinson

Title: Assistant Vice President

Schedule 1

**Pearl Seas Cruises LLC
(Marshall Islands Limited Liability Company)**

U.S. Trademarks

Trademark Application

Mark	Reg. No.	Reg. Date
PEARL SEAS CRUISES and Design	88787239	02/06/2020