

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM601852

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Grant of Security Interest - Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Flo, LLC		10/07/2020	Limited Liability Company: DELAWARE
OTG Experience, LLC		10/07/2020	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Ares Capital Corporation, as Collateral Agent		
<b>Street Address:</b>	245 Park Avenue, 44th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10167		
<b>Entity Type:</b>	Corporation: MARYLAND		
<b>PROPERTY NUMBERS Total: 69</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	5492726	FLO	
Registration Number:	4861218	FLO	
Registration Number:	5038093	FLO 20/20	
Registration Number:	4466511	CIBO EXPRESS GOURMET MARKETS	
Registration Number:	4861235	FOR ALL THE REASONS YOU TRAVEL	
Registration Number:	5043117	MILES SHOP	
Registration Number:	5090404	MILES SHOP	
Registration Number:	5177202	TRAVEL MIX	
Registration Number:	6020897	FLATIRON TAVERN & PROVISIONS	
Registration Number:	5857558	GTBG	
Registration Number:	5872266	GERMANTOWN BIERGARTEN GTBG EST. 2013	
Registration Number:	5783724	SOUTHERN BELLE	
Registration Number:	5655785	NEW YORK SPORTS GRILL	
Registration Number:	5601403	BABA BAR	
Registration Number:	5747769	GERMANTOWN BIERGARTEN	
Registration Number:	5767093	B BREAKFASTBOLI	
Registration Number:	5807895	EL PREMIO TEX-MEX BAR & GRILL	

CH \$1740.00 5492726

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5636847	BLACK HAT WHISKEY ROOM
Registration Number:	5636846	DOUBLER BEER & WHISKEY GARDEN
Registration Number:	5589862	K KAEDAMA
Registration Number:	5742803	BAR RIGHT
Registration Number:	5640890	EGGY WEGGY
Registration Number:	5541116	TSUJIKI FISHROOM
Registration Number:	5589582	FLIP FLOP PANCAKE SHOP
Registration Number:	5525008	AN OTG EXPERIENCE
Registration Number:	5550904	FOR ALL THE REASONS YOU TRAVEL
Registration Number:	5545993	CIBO EXPRESS GOURMET MARKETS
Registration Number:	5525009	OTG
Registration Number:	5539504	CB CUSTOM BURGERS
Registration Number:	5549502	NOOBAR
Registration Number:	5528800	Q
Registration Number:	5469791	TEXAS BBQ Q SMOKEHOUSE
Registration Number:	5671192	SALOTTO
Registration Number:	5452421	LOVE GRILLE
Registration Number:	5602616	WORLDWIDE FRIED CHICKEN
Registration Number:	5541916	HOUSTON WHEEL HOUSE
Registration Number:	5536624	INDEPENDENCE PRIME
Registration Number:	5439362	PREFLIGHT
Registration Number:	5746028	TOMORROW'S AIRPORT FOR TODAY'S PASSENGER
Registration Number:	5618070	BEERHIVE
Registration Number:	5376417	BAMBAM
Registration Number:	5561403	JUST NUTS
Registration Number:	5311903	GAMEAIR
Registration Number:	5438542	OENO
Registration Number:	5464836	CREPERIE JULIETE
Registration Number:	5503339	MÉLANGE BAKERY
Registration Number:	5365305	WANDERLUST BURGER BAR
Registration Number:	5370370	CLASSIFIED
Registration Number:	5370371	LITTLE PURSE
Registration Number:	5443579	NOTORIOUS P.I.G
Registration Number:	5043469	CIBO EXPRESS GOURMET MARKETS
Serial Number:	88829512	BRKLYN BEER GARDEN
Serial Number:	88789227	CIBO EXPRESS
Serial Number:	88673333	BUBALA'S
Serial Number:	88670867	BUBALA

Property Type	Number	Word Mark
Serial Number:	88567878	PASSYUNK STEAKS
Serial Number:	88174621	NOLIB TAVERN
Serial Number:	88136619	STATESIDE
Serial Number:	88098602	ALTO PIZZERIA
Serial Number:	88067913	SLOTSADELPHIA.COM
Serial Number:	88067904	SLOTSADELPHIA
Serial Number:	88040658	SPORTIUM
Serial Number:	87920080	BOULE CAFÉ
Serial Number:	87906383	IN THE MIX
Serial Number:	87885639	GOTHAM CHICKEN CO.
Serial Number:	87820770	MÉLANGE BAKERY & CHOCOLATERIE
Serial Number:	87728513	BUILD A BAGEL
Serial Number:	87656324	TIPSYFISH
Serial Number:	87656334	GROOVY FISH

#### CORRESPONDENCE DATA

**Fax Number:** 6173417701

*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:** 617-951-8132

**Email:** linda.salera@morganlewis.com

**Correspondent Name:** Linda A. Salera, Senior Paralegal

**Address Line 1:** One Federal Street

**Address Line 2:** c/o Morgan, Lewis & Bockius LLP

**Address Line 4:** Boston, MASSACHUSETTS 02110

**NAME OF SUBMITTER:** Linda A. Salera

**SIGNATURE:** /Linda A. Salera/

**DATE SIGNED:** 10/08/2020

#### Total Attachments: 7

source=Ares-OTG - Grant of Security Interest - Trademarks (Amendment No. 7) (Executed)#page1.tif  
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GRANT OF SECURITY INTEREST – TRADEMARKS

October 7, 2020

WHEREAS, Flo, LLC, a Delaware limited liability company, has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the “Schedule A Trademarks”);

WHEREAS, OTG Experience, LLC, a Delaware limited liability company, has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule B, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the “Schedule B Trademarks”);

WHEREAS, the Flo, LLC and OTG Experience, LLC are collectively referred to herein as the “Grantors”, and the Schedule A Trademarks and the Schedule B Trademarks are collectively referred to herein as the “Trademarks”;

WHEREAS, each Grantor has entered into that certain Security Agreement, dated December 11, 2012 (as amended, restated, supplemented, modified, reaffirmed or otherwise changed from time to time, the “Security Agreement”), in favor of Ares Capital Corporation, a Maryland corporation (as successor in interest by assignment from Highbridge Principal Strategies, LLC), as Collateral Agent for itself and the Secured Parties (as defined in the Security Agreement) (in such capacity, together with its successors and assigns, if any, the “Grantee”); and

WHEREAS, pursuant to the Security Agreement, each Grantor has granted to the Grantee, and granted to the Grantee for the benefit of the Secured Parties (each such term as defined in the Security Agreement), a continuing security interest in all right, title and interest of such Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the “Collateral”), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor does hereby grant to the Grantee and grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral owned by each Grantor to secure the prompt payment, performance and observance of the Secured Obligations.

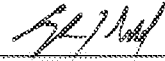
Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security

Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

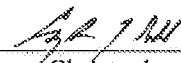
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IN WITNESS WHEREOF, each Grantor has caused this Grant of Security Interest – Trademarks to be duly executed as of the above-written date.

**FLO, LLC**, as Grantor

By:   
Name: Christopher J. Redd  
Title: Vice President

**OTG EXPERIENCE, LLC**, as Grantor

By:   
Name: Christopher J. Redd  
Title: Vice President

Signature Page to Grant of Security Interest – Trademarks

**TRADEMARK**  
**REEL: 007068 FRAME: 0762**

SCHEDULE A TO GRANT OF A SECURITY INTEREST

APPLICATION / REGISTRATION NUMBER	REGISTRATION / APPLICATION DATE	TRADEMARK	STATUS
5,492,726	6/12/2018	FLO	Registered
4,861,218	11/24/2015	FLO	Registered
5,038,093	9/6/2016	FLO 20/20	Registered

SCHEDULE B TO GRANT OF A SECURITY INTEREST

APPLICATION / REGISTRATION NUMBER	REGISTRATION / APPLICATION DATE	TRADEMARK	STATUS
4,466,511	12/20/2011	CIBO EXPRESS GOURMET MARKETS	Registered
4,861,235	11/24/2015	FOR ALL THE REASONS YOU TRAVEL	Registered
5,043,117	9/13/2016	MILES SHOP	Registered
5,090,404	11/29/2016	MILES SHOP	Registered
5,177,202	4/4/2017	TRAVEL MIX	Registered
6020897	3/24/2020	FLATIRON TAVERN & PROVISIONS	Registered
5857558	9/10/2019	GTBG	Registered
5872266	10/01/2019	GERMANTOWN BIERGARTEN GTBG EST. 2013	Registered
5783724	6/18/2019	SOUTHERN BELLE	Registered
5655785	1/15/2019	NEW YORK SPORTS GRILL	Registered
5601403	11/6/2018	BABA BAR	Registered
5747769	5/7/2019	GERMANTOWN BIERGARTEN	Registered
5767093	6/4/2019	B BREAKFASTBOLI	Registered
5807895	7/16/2019	EL PREMIO TEX-MEX BAR & GRILL	Registered
5636847	12/25/2018	BLACK HAT WHISKEY ROOM	Registered
5636846	12/25/2018	DOUBLER BEER & WHISKEY GARDEN	Registered
5589862	10/23/2018	K KAEDAMA	Registered
5742803	5/7/2019	BAR RIGHT	Registered
5640890	1/1/2019	EGGY WEGGY	Registered
5541116	8/14/2018	TSUJIKI FISHROOM	Registered
5589582	10/23/2018	FLIP FLOP PANCAKE SHOP	Registered



5525008	7/24/2018	AN OTG EXPERIENCE	Registered
5550904	8/28/2018	FOR ALL THE REASONS YOU TRAVEL	Registered
5545993	8/21/2018	CIBO EXPRESS GOURMET MARKETS	Registered
5525009	7/24/2018	OTG	Registered
5539504	8/14/2018	CB CUSTOM BURGERS	Registered
5549502	8/28/2018	NOOBAR	Registered
5528800	7/31/2018	Q	Registered
5469791	5/15/2018	TEXAS BBQ Q SMOKEHOUSE	Registered
5671192	2/5/2019	SALOTTO	Registered
5452421	4/24/2018	LOVE GRILLE	Registered
5602616	11/6/2018	WORLDWIDE FRIED CHICKEN	Registered
5541916	8/14/2018	HOUSTON WHEEL HOUSE	Registered
5536624	8/7/2018	INDEPENDENCE PRIME	Registered
5439362	4/3/2018	PREFLIGHT	Registered
5746028	5/7/2019	TOMORROW'S AIRPORT FOR TODAY'S PASSENGER	Registered
5618070	11/27/2018	BEERHIVE	Registered
5376417	1/9/2018	BAMBAM	Registered
5561403	9/11/2018	JUST NUTS	Registered
5311903	10/17/2017	GAMEAIR	Registered
5438542	4/3/2018	OENO	Registered
5464836	5/8/2018	CREPERIE JULIETE	Registered
5503339	6/26/2018	MELANGE BAKERY	Registered
5365305	12/26/2017	WANDERLUST BURGER BAR	Registered
5370370	1/2/2018	CLASSIFIED	Registered
5370371	1/2/2018	LITTLE PURSE	Registered
5443579	4/10/2018	NOTORIOUS P.I.G	Registered
5043469	9/20/2016	CIBO EXPRESS GOURMET MARKETS	Registered
88829512	3/11/2020	BRKLYN BEER GARDEN	Pending
88789227	2/7/2020	CIBO EXPRESS	Pending

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88673333	10/30/2019	BUBALA'S	Pending
88670867	10/29/2019	BUBALA	Pending
88567878	8/6/2019	PASSYUNK STEAKS	Pending
88174621	10/30/2018	NOLIB TAVERN	Published (Pending)
88136619	9/28/2018	STATESIDE	Published (Pending)
88098602	8/30/2018	ALTO PIZZERIA	Published (Pending)
88067913	8/7/2018	SLOTSADELPHIA.COM	Published (Pending)
88067904	8/7/2018	SLOTSADELPHIA	Published (Pending)
88040658	7/17/2018	SPORTIUM	Pending
87920080	5/14/2018	BOULE CAFE	Pending
87906383	5/3/2018	IN THE MIX	Published (Pending)
87885639	4/20/2018	GOTHAM CHICKEN CO.	Published (Pending)
87820770	3/5/2018	MELANGE BAKERY & CHOCOLATERIE	Pending
87728513	12/20/2017	BUILD A BAGEL	Published (Pending)
87656324	10/23/2017	TIPSYFISH	Published (Pending)
87656334	10/23/2017	GROOVY FISH	Published (Pending)