

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM605658

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BUTTON UP MUSIC ROW HOTEL OWNER LLC		10/20/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	JPMORGAN CHASE BANK, NATIONAL ASSOCIATION		
Street Address:	383 Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10179		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Serial Number:	88894792	A	
Serial Number:	88894824	ANALOG	
Serial Number:	88865586	A ANALOG	
Serial Number:	88855751	ANALOG	
Serial Number:	88902486	MANE & RYE DINERANT	
Serial Number:	88902495	MANE & RYE DINERANT	
Registration Number:	5737662	A	
Registration Number:	6141912	HUTTON HOTEL	
Registration Number:	3562742	HUTTON HOTEL	
Registration Number:	5518159	HH	
Registration Number:	5651010	WESTEND KITCHEN & BAR	
CORRESPONDENCE DATA			
Fax Number:	8043447999		
<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:	18047888331		
Email:	HWRITM@HuntonAK.com		
Correspondent Name:	Stephen Demm, Hunton Andrews Kurth LLP		
Address Line 1:	Riverfront Plaza, East Tower		

CH \$290.00 88894792

Address Line 4:	Richmond, VIRGINIA 23219-4074
ATTORNEY DOCKET NUMBER:	064226.0000146
NAME OF SUBMITTER:	Stephen P. Demm
SIGNATURE:	/Stephen P. Demm/
DATE SIGNED:	10/29/2020
Total Attachments: 6 source=Button Up to JPM Security Agreement a#page1.tif source=Button Up to JPM Security Agreement a#page2.tif source=Button Up to JPM Security Agreement a#page3.tif source=Button Up to JPM Security Agreement a#page4.tif source=Button Up to JPM Security Agreement a#page5.tif source=Button Up to JPM Security Agreement a#page6.tif	

TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT, dated as of October 20, 2020, is by BUTTON UP MUSIC ROW HOTEL OWNER LLC, a Delaware limited liability company (“Grantor”), in favor of JPMORGAN CHASE BANK, NATIONAL ASSOCIATION, a banking association chartered under the laws of the United States of America (“Creditor”).

RECITALS

Pursuant to that certain Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing, dated as of October 20, 2020 made by Grantor to the trustee named therein for the benefit of Creditor (“Deed of Trust”), Grantor granted Creditor a first priority security interest in and to the “Collateral” (as defined in the Deed of Trust), including the “Trademarks” (as defined in the Deed of Trust), “Copyrights” (as defined in the Deed of Trust”) and the “Other Intellectual Property” (as defined in the Deed of Trust); and

Pursuant to the Deed of Trust, Creditor is authorized to record the above-described security interest against any applications or registrations for or relating to the Trademarks, and Grantor is required to assist Creditor in recording the security interest, including but not limited to executing additional documents;

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby agrees as follows:

1. **GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL.** Grantor grants to Creditor a continuing first priority security interest in all of Grantor’s right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the “Trademark Collateral”):

(a) all of its trademarks, trademark applications, and trademark registrations consisting of or related to the Trademarks, including those set forth in Schedule I hereto; provided, that, for any intent-to-use applications for which an amendment to allege use or a statement of use has not yet been filed, the security interest extends to Grantor’s business or to that portion of Grantor’s business to which the marks in the intent-to-use applications pertain;

(b) all reissues, continuations, renewals or extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, the Trademark Collateral;

(d) any claim by Grantor against third parties for past, present or future (i) infringement of the Trademark Collateral or (ii) injury to the goodwill associated with the Trademark Collateral; and

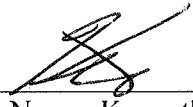
(e) to the extent not otherwise included, all proceeds and products of the foregoing and all accessions to, substitutions and replacements for and rents and profits of each of the foregoing.

2. AGREEMENT. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted pursuant to the Deed of Trust. Grantor acknowledges and affirms that the rights and remedies of Creditor with respect to the security interest in the Trademark Collateral made and granted in this Agreement are more fully set forth in the Deed of Trust, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. For the avoidance of doubt, upon the occurrence and during the continuance of an Event of Default (as set forth in the Deed of Trust), Grantor will assign all Trademark Collateral to Creditor.

IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

GRANTOR:

**BUTTON UP MUSIC ROW HOTEL OWNER
LLC**, a Delaware limited liability company

By:  _____


Name: Kenneth Copeland

Title: Authorized Signatory

ACCEPTED AND ACKNOWLEDGED BY:

**JPMORGAN CHASE BANK, NATIONAL
ASSOCIATION**, a banking association chartered
under the laws of the United States of America




By: _____


Name: Jennifer Lewin
Title: Vice President

**SCHEDULE I
TO
TRADEMARK SECURITY AGREEMENT**

TRADEMARK REGISTRATIONS AND APPLICATIONS

Trademark	U.S. App. / Reg. No.	Filing / Reg. Date
	App. No. 88894792	April 30, 2020
ANALOG	App. No. 88894824	April 30, 2020
	App. No. 88865586	April 9, 2020
ANALOG	App. No. 88855751	April 1, 2020
MANE & RYE DINERANT	App. No. 88902486	May 6, 2020
	App. No. 88902495	May 6, 2020
	Reg. No. 5737662	April 30, 2019
HUTTON HOTEL	Reg. No. 6141912	September 1, 2020
HUTTON HOTEL	Reg. No. 3562742	January 13, 2009

Trademark	U.S. App. / Reg. No.	Filing / Reg. Date
	Reg. No. 5518159	July 17, 2018
	Reg. No. 5651010	January 8, 2019
	Tennessee File No. 53771	March 13 2018