

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM608213

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Royal Bank of Canada		10/29/2020	Chartered Bank: CANADA

RECEIVING PARTY DATA

Name:	Basic Fun, Inc.
Street Address:	301 Yamato Road, Suite 2112
City:	Boca Raton
State/Country:	FLORIDA
Postal Code:	33431
Entity Type:	Corporation: DELAWARE
Name:	TBDUM, LLC
Street Address:	301 Yamato Road, Suite 2112
City:	Boca Raton
State/Country:	FLORIDA
Postal Code:	33431
Entity Type:	Limited Liability Company: DELAWARE
Name:	TGS Acquisition LLC
Street Address:	301 Yamato Road, Suite 2112
City:	Boca Raton
State/Country:	FLORIDA
Postal Code:	33431
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 59

Property Type	Number	Word Mark
Registration Number:	4528075	B
Registration Number:	4528180	THE B BRIDGE DIRECT INC.
Registration Number:	2571304	GOOD STUFF
Registration Number:	2023171	BASIC FUN
Registration Number:	3172499	GIGGLATOR
Registration Number:	2852097	PONTIKI
Registration Number:	2928355	XTS

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Property Type	Number	Word Mark
Registration Number:	2700475	YANK MY FINGER
Registration Number:	1636997	GOOD STUFF
Registration Number:	2028251	WE PUT THE WORLD'S GREATEST TOYS IN THE
Registration Number:	2029749	WE PUT THE WORLD'S GREATEST TOYS IN THE
Registration Number:	2814052	TINY TOTES
Registration Number:	4099431	BRIDGE DIRECT
Registration Number:	4760700	C3
Registration Number:	4760721	C3 CONSTRUCTION
Registration Number:	4261881	INKOOS
Registration Number:	5050478	MAKE 2 WEAR
Registration Number:	4744271	STACK DOWN UNIVERSE
Registration Number:	4744270	STACK DOWN
Registration Number:	4632123	BLO N' GLO
Registration Number:	4486014	WILD WALLS
Registration Number:	4319722	GEL COLONY
Registration Number:	4305958	DREAM FAIRY
Registration Number:	4137014	SCURRY AND SCARE
Registration Number:	4162598	FIREWORKS LIGHT SHOW
Registration Number:	4140356	SHOOTING STARS IN MY ROOM
Registration Number:	4305957	IN MY ROOM
Registration Number:	4309775	FIRE AND ICE VOLCANO
Registration Number:	4305956	HORRIBLE PETS
Registration Number:	4105263	SOLAR SYSTEM IN MY ROOM
Registration Number:	4102139	T-REXCAVATOR
Registration Number:	4105262	RAINBOW IN MY ROOM
Registration Number:	3304265	MOON IN MY ROOM
Registration Number:	3185104	GEL COLONY
Registration Number:	3089992	HYDRO GREENHOUSE
Registration Number:	3085328	BUG JUG
Registration Number:	2858040	UNCLE MILTON
Registration Number:	4133574	UNCLE MILTON
Registration Number:	3987795	UNCLE MILTON
Registration Number:	3611967	STAR PLANETARIUM
Registration Number:	2960195	DINO XCAVATOR
Registration Number:	2818232	AQUASAURS
Registration Number:	2710964	STAR THEATER
Registration Number:	2792162	BACK 2 NATURE
Registration Number:	2626799	STAR PLANETARIUM

Property Type	Number	Word Mark
Registration Number:	2448271	BUTTERFLY RAIN FOREST
Registration Number:	2448268	BUTTERFLY JUNGLE
Registration Number:	2483143	PLANET FROG
Registration Number:	2432227	SCOPE IT OUT
Registration Number:	2327915	
Registration Number:	2209162	ANT FARM VILLAGE
Registration Number:	2214709	ANTVILLE
Registration Number:	2131372	SURF FROGS
Registration Number:	2144076	
Registration Number:	1568280	GIANT
Registration Number:	0863461	ANT FARM
Serial Number:	86460959	BUN BUN
Serial Number:	87107272	E Z PODDERY QUICK, FUN, MESS FREE!
Serial Number:	86529750	TALKBOY

CORRESPONDENCE DATA

Fax Number: 3035838224

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: 303-583-8224

Email: rrice@polsinelli.com,jditullio@polsinelli.com,jolsen@polsinelli.com

Correspondent Name: Rachel Rice; Polsinelli PC

Address Line 1: 1401 Lawrence Street, Suite 2300

Address Line 4: Denver, COLORADO 80202

ATTORNEY DOCKET NUMBER:	073875-648514
NAME OF SUBMITTER:	Rachel Rice
SIGNATURE:	/Rachel A. Rice/
DATE SIGNED:	11/11/2020

Total Attachments: 12

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RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

This RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT, dated as of October 29, 2020 (this "Release"), is made by Royal Bank of Canada, as administrative agent and collateral agent (in such capacity and together with its successors and assigns, the "Administrative Agent") for the Secured Parties (as defined in the Collateral Agreement referred to below) in favour of Basic Fun, Inc., TBDUM, LLC, and TGS Acquisition LLC (collectively and with all successors thereof, the "Grantor").

WHEREAS, BASIC FUN CANADA HOLDINGS, INC. and BASIC FUN, LTD., as borrowers (the "Borrowers") have entered into a Credit Agreement dated as of August 3, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), among the Borrowers, BASIC FUN HOLDCO, LLC ("Holdings"), the Subsidiaries of Holdings party thereto from time to time, the LENDERS party thereto from time to time, and the Administrative Agent;

WHEREAS, pursuant to the terms of the Credit Agreement, the Grantor and the other grantors party thereto executed and delivered that certain U.S. Guarantee and Collateral Agreement, dated as of August 3, 2017, to the Administrative Agent (as amended, supplemented, restated or otherwise modified from time to time, the "Collateral Agreement") for the benefit of the Secured Parties (capitalized terms used and not defined herein have the meanings given such terms in the Collateral Agreement and the Credit Agreement, as applicable);

WHEREAS, under the terms of the Collateral Agreement, the Grantor granted a security interest in certain property, including, without limitation, certain Intellectual Property of the Grantor, to the Administrative Agent for the benefit of the Secured Parties in that certain Intellectual Property Security Agreement (the "Intellectual Property Security Agreement") dated August 3, 2017, and recorded at the United States Patent and Trademark Office on August 15, 2017 at: Reel 6130 Frame 0569, Reel 6130 Frame 0584, and Reel 6130 Frame 0634 for trademarks; and at Reel 043300 Frame 0587 and Reel 043300 Frame 0679 for patents; and

WHEREAS, Administrative Agent now wishes to release the security interests granted in the Intellectual Property Security Agreement.

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent and Grantor agree as follows:

SECTION 1. Defined Terms. Capitalized terms used herein without definition shall have the meanings ascribed to such terms in the Collateral Agreement or Intellectual Property Security Agreement.

SECTION 2. Termination and Release. Administrative Agent hereby:

(a) terminates the Intellectual Property Security Agreement;

(b) terminates, cancels, forever discharges, and releases the security interest in all right, title, and interest in and to the Intellectual Property Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto;

(c) represents and warrants that it has full authority to execute and deliver this Release; and

(d) authorizes the recordation of this Release with any government office, including but not limited to the Canadian Intellectual Property Office, United States Patent and Trademark Office and the United States Copyright Office, at Grantor's expense.

SECTION 3. Further Assurances. Administrative Agent, upon Grantor's written request and at Grantor's expense, agrees to duly execute, acknowledge, procure and deliver any further reasonable documents and to do such other reasonable acts as may be reasonably requested by Grantor to the extent necessary to effect the security interest release contemplated herein. To the extent that any other filings with any other governmental authority have been made with respect to any of the Intellectual Property Collateral, Administrative Agent will, upon Grantor's request and at Grantor's expense, execute and deliver a reasonable release of such Intellectual Property Collateral or other reasonable instrument requested by Grantor that will terminate any such filing with respect to the Intellectual Property Collateral and/or release any interest in the Intellectual Property Collateral conveyed therein.

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IN WITNESS WHEREOF, the undersigned has caused this Release to be duly executed and delivered as of the date first above written.

ROYAL BANK OF CANADA,
as Administrative Agent

By: _____



Name: Susan Khokher
Title: Manager, Agency

Schedule A

Trademark	Serial Number	Filing	Registration	Registration
B (and Design)	85879743	March 19, 2013	4528075	May 13, 2014
BRIDGE DIRECT	77774615	July 6, 2009	4099431	February 14, 2014
C3	85859881	February 26, 2013	4760700	June 23, 2015
CS CONSTRUCTION (and Design)	85877248	March 15, 2013	4760721	June 23, 2015
INKOOS	85236724	February 8, 2011	4261881	December 18, 2012
MAKE 2 WEAR	86504983	January 15, 2015	5050478	September 27, 2016
STACK DOWN	86011478	July 16, 2013	4744270	May 26, 2015
STACK DOWN UNIVERSE (and Design)	86529750	July 16, 2013	4744271	May 26, 2015
THE B BRIDGE DIRECT INC. (and Design)	85910419	April 22, 2013	4528180	May 13, 2014
GOOD STUFF and Design	76261872	May 25, 2001	2571304	May 21, 2002
BASIC FUN	74690203	June 2, 1995	2023171	December 17, 1996


GIGGLATOR	78666060	July 8, 2005	3172499	November 14, 2006
PONTIKI	78250498	May 15, 2003	2852097	June 8, 2004
XTS	78321337	October 30, 2003	2928355	February 22, 2005
YANK MY FINGER & Design	78121278	April 12, 2002	2700475	March 25, 2003
GOOD STUFF	74036231	March 9, 1990	1636997	March 5, 1991
WE PUT THE WORLD'S GREATEST TOYS IN THEPALM OF YOUR HAND	74676965	May 19, 1995	2028251	January 07, 1997
WE PUT THE WORLD'S GREATEST TOYS IN THE PALM OF YOUR HAND	74707688	July 28, 1995	2029749	January 14, 1997
TINY TOTES	78079426	August 15, 2001	2814052	February 10, 2004
B (and Design)	85879743	March 19, 2013	4528075	May 13, 2014
BRIDGE DIRECT	77774615	July 6, 2009	4099431	February 14, 2012

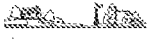
C3	85859881	February 26, 2013	4760700	June 23, 2015
C3 CONSTRUCT ION	85877248	March 15, 2013	4760721	June 23, 2015
INKOOS	85236724	February 8, 2011	4261881	December 18, 2012
MAKE 2 WEAR	86504983	January 15, 2015	5050478	September 27, 2016
STACK DOWN UNIVERSE	86011483	July 16, 2013	4744271	May 26, 2015
STACK DOWN	86011478	July 16, 2013	4744270	May 26, 2015
BUN BUN	86460959	Novemb er 21, 2014		
E Z PODDERY QUICK, FUN, MESS FREE!	87107272	July 18, 2016		
TALKBOY	86529750	February 10, 2015		
BLO N' GLO	86240553	April 2, 2014	4632123	November 4, 2014
WILD WALLS	85739298	Septemb er 26, 2012	4486014	February 18, 2014
GEL COLONY	85539368	February 10, 2012	4319722	April 16, 2013

DREAM FAIRY	85365793	July 7, 2011	4305958	March 19, 2013
SCURRY AND SCARE	85365783	July 7, 2011	4137014	May 1, 2012
FIREWORKS LIGHT SHOW	85365769	July 7, 2011	4162598	June 19, 2012
SHOOTING STARS IN MY ROOM	85365759	July 7, 2011	4140356	May 8, 2012
IN MY ROOM	85365733	July 7, 2011	4305957	March 19, 2013
FIRE AND ICE VOLCANO	85365713	July 7, 2011	4309775	March 26, 2013
HORRIBLE PETS	85365697	July 7, 2011	4305956	March 19, 2013

SOLAR SYSTEM IN MY ROOM	85365613	July 7, 2011	4105263	February 28, 2012
T-REXCAVATOR	85365580	July 7, 2011	4102139	February 21, 2012
RAINBOW IN MY ROOM	85365547	July 7, 2011	4105262	February 28, 2012
MOON IN MY ROOM	78779732	December 22, 2005	3304265	October 2, 2007
GEL COLONY	78740378	October 25, 2005	3185104	December 12, 2006
HYDRO GREENHOUSE	78626137	May 9, 2005	3089992	May 9, 2006
BUG JUG	78626075	May 9, 2005	3085328	April 25, 2006
UNCLE MILTON	78265317	June 20, 2003	2858040	June 29, 2004

UNCLE MILTON	77963809	March 19, 2010	4133574	May 1, 2012
UNCLE MILTON	77963758	March 19, 2010	3987795	July 5, 2011
STAR PLANETARIUM	77572608	September 17, 2008	3611967	April 28, 2009
DINO XCAVATOR	76473696	December 10, 2002	2960195	June 7, 2005
AQUASAURS	76473692	December 10, 2002	2818232	February 24, 2004
STAR THEATER	76375590	February 27, 2002	2710964	April 29, 2003
BACK 2 NATURE	76302075	August 20, 2001	2792162	December 9, 2003
STAR PLANETARIUM	75889030	January 6, 2000	2626799	September 24, 2002

BUTTERFLY RAIN FOREST	75678664	April 7, 1999	2448271	May 1, 2001
BUTTERFLY JUNGLE	75676374	April 7, 1999	2448268	May 1, 2001
PLANET FROG	75676354	April 7, 1999	2483143	August 28, 2001
SCOPE IT OUT	75676330	April 7, 1999	2432227	February 27, 2001
	75477382	April 30, 1998	2327915	March 14, 2000
ANT FARM VILLAGE	75421397	January 22, 1998	2209162	December 8, 1998

ANTVILLE	75421396	January 22, 1998	2214709	December 29, 1998
SURF FROGS	75187392	October 15, 1996	2131372	January 20, 1998
	75150501	August 15, 1996	2144076	March 17, 1998
GIANT	73740819	July 19, 1988	1568280	November 28, 1989
ANT FARM	72268158	April 3, 1967	0863461	January 14, 1969

Patents

Patent	Registration Number	Issued Date
Stuffed Bear with Hooded Sweatshirt	D540891	April 17, 2007
Noise Making Toy	6582274	June 24, 2003
Food Product Dispenser	D371941	July 23, 1996
Pneumatically Launched Folding Wing Glider Toy	7077359	July 18, 2006
Toy Figure with Interchangeable Brain Having Associated Voice Responses	7338340	March 4, 2008
Apparatus and Related Methods for the Controlled Illumination of a Convex Surface	8133058	March 13, 2012
Apparatus and Related Methods for the Controlled Illumination of a Convex Surface	8419439	April 16, 2013