

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM608835

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Buffalo Games, LLC		11/13/2020	Limited Liability Company: NEW YORK
RECEIVING PARTY DATA			
Name:	U.S. Bank National Association, for itself and as administrative agent for the Lenders		
Street Address:	800 Nicollet Mall		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	5975340	BUFFALO GAMES	
Registration Number:	5823193	CHUCKLE & ROAR	
Registration Number:	6032777	MEGA MAZE	
Registration Number:	6027917	SHAPE MAKERS	
Serial Number:	88737506	WHOA DOUGH	
CORRESPONDENCE DATA			
Fax Number:	6123408827		
<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:	6124926842		
Email:	IP.Docket@dorsey.com		
Correspondent Name:	Jeffrey R. Cadwell		
Address Line 1:	Dorsey & Whitney LLP		
Address Line 2:	50 South Sixth Street, Suite 1500		
Address Line 4:	Minneapolis, MINNESOTA 55402-1498		
ATTORNEY DOCKET NUMBER:	059235-11021		
NAME OF SUBMITTER:	Jeffrey R. Cadwell		
SIGNATURE:	/Jeffrey R. Cadwell/		

OP \$140.00 5975340

DATE SIGNED:	11/16/2020
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Total Attachments: 4
source=Buffalo Games 20 Trademark Security Agreement (Buffalo Games) Executed#page1.tif
source=Buffalo Games 20 Trademark Security Agreement (Buffalo Games) Executed#page2.tif
source=Buffalo Games 20 Trademark Security Agreement (Buffalo Games) Executed#page3.tif
source=Buffalo Games 20 Trademark Security Agreement (Buffalo Games) Executed#page4.tif

CONFIRMATORY GRANT OF SECURITY INTEREST IN TRADEMARKS

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN TRADEMARKS (this "Confirmatory Grant") is made effective as of November 13, 2020, by and from the grantor party hereto (the "Grantor"), to and in favor of U.S. BANK NATIONAL ASSOCIATION, a national banking association (the "Secured Party"), for itself and as administrative agent for the Lenders (as defined in the Credit Agreement referenced below).

WHEREAS, Grantor, BGI GROUP, INC., a Delaware corporation ("Parent"), BUFFALO HOLDING CORP., a Delaware corporation ("Holdco"), EDARON, LLC, a Delaware limited liability company ("Edaron"), EDARON REH, LLC, a Delaware limited liability company ("Edaron REH"), CEACO, LLC, a Massachusetts limited liability company to be converted into a Massachusetts corporation and renamed CEACO, INC. ("Ceaco" and together with Grantor, Holdco, Edaron, and Edaron REH, each a "Borrower," and collectively, the "Borrowers"), the Lenders, and the Secured Party are parties to that certain Amended and Restated Credit Agreement dated as of November 13, 2020 (as amended, restated, supplemented, or otherwise modified from time to time, the "Credit Agreement") pursuant to which the Lenders agree, among other things, to extend to the Borrowers certain credit accommodations.

WHEREAS, the Grantor has granted security interests to the Secured Party under the Amended and Restated Pledge and Security Agreement and Irrevocable Proxy dated as of November 13, 2020 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement");

WHEREAS, the Grantor owns the trademarks (the "Trademarks") listed on Exhibit A, which are registered or applied for with the United States Patent and Trademark Office; and

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to the Secured Party under the Security Agreement. The rights and remedies of the Secured Party 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 Loan Documents, all terms and provisions of which are incorporated herein by reference. If any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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 not defined herein shall have the respective meaning given to them in the Credit Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the performance and payment of (i) all the Obligations and (ii) all of the obligations and liabilities of the Guarantors under the Guaranty. Upon the payment in full of all Obligations (other than contingent indemnification obligations), the Secured Party shall promptly, upon such satisfaction,

execute, acknowledge, and deliver to the Grantor (at the Grantor's expense) all reasonably requested instruments releasing the security interest in the Trademarks.

(b) The Grantor hereby grants to the Secured Party a security interest in all of the Trademarks set forth in Exhibit A now owned or from time to time after the date hereof owned or acquired by the Grantor;

(c) Unless and until an Event of Default occurs and is continuing, the Grantor shall retain the legal and equitable title to the Trademarks, and shall have the right to use and register the Trademarks in the ordinary course of the business of the Grantor.

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

BUFFALO GAMES, LLC

By: 

Name: Jeremy Ballaro

Title: Director of Finance and Administration

Confirmatory Grant of Security Interest

TRADEMARK
REEL: 007106 FRAME: 0515

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

Exhibit A - SCHEDULE OF TRADEMARKS

United States Trademarks:

Mark	Jurisdiction	Serial Number	Filing Date	Reg. Number	Reg. Date
BUFFALO GAMES	United States	88352168	March 22, 2019	5975340	Feb. 4, 2020
CHUCKLE & ROAR	United States	88061562	Aug. 1, 2018	5823193	July 30, 2019
MEGA MAZE	United States	88606967	Sept. 6, 2019	6032777	April 14, 2020
SHAPE MAKERS	United States	88605445	Sept. 5, 2019	6027917	April 7, 2020
WHOA DOUGH	United States	88737506	Dec. 23, 2019	n/a	n/a