

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM629014

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
FIFTH THIRD BANK, NATIONAL ASSOCIATION		02/11/2021	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	TPB International, LLC (formerly known as International Vapor Group, LLC)
Street Address:	5201 Interchange Way
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40229
Entity Type:	Limited Liability Company: DELAWARE
Name:	South Beach Smoke, LLC (merged into International Vapor Group, LLC)
Street Address:	5201 Interchange Way
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40229
Entity Type:	Limited Liability Company: DELAWARE
Name:	VaporFi LLC (merged into International Vapor Group, LLC)
Street Address:	5201 Interchange Way
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40229
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	4910494	DIRECTVAPOR
Registration Number:	4287087	INTERNATIONAL VAPOR GROUP
Registration Number:	4522494	OPTIMA
Registration Number:	4611235	THINK IT. MIX IT. VAPE IT.
Registration Number:	4733289	VAPORFI
Registration Number:	4696065	VAPORFI
Registration Number:	4548633	VAPORFLO

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Property Type	Number	Word Mark
Registration Number:	4420129	SOUTH BEACH SMOKE
Registration Number:	4523684	SOUTH BEACH SMOKE AIR
Registration Number:	4634423	SOUTH BEACH VAPOR
Registration Number:	5420798	SUPERMAX
Registration Number:	5157909	VAIO
Registration Number:	4728889	VAPETENDER
Registration Number:	4893732	VOX
Registration Number:	5157965	VEX
Serial Number:	87947453	TRUEHIT
Serial Number:	87947431	TRUESMOOTH
Serial Number:	87703106	VOD

CORRESPONDENCE DATA

Fax Number: 2028357586

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: 202-835-7500

Email: dcip@milbank.com

Correspondent Name: Javier J. Ramos

Address Line 1: 1850 K Street, NW, Suite 1100

Address Line 2: Milbank, LLP

Address Line 4: Washington, D.C. 20006

ATTORNEY DOCKET NUMBER:	41789.00009
NAME OF SUBMITTER:	Javier J. Ramos
SIGNATURE:	/Javier J. Ramos/
DATE SIGNED:	03/01/2021

Total Attachments: 4

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS dated February 11, 2021 (this “*Release*”) by FIFTH THIRD BANK, NATIONAL ASSOCIATION, a national banking association formerly an Ohio banking corporation, in its capacity as agent for the Lenders and the other Secured Parties as defined in the Security Agreement referred to below (in such capacity, “*Administrative Agent*”) is made in favor of TPB International, LLC, a Delaware limited liability company formerly known as International Vapor Group, LLC, South Beach Smoke, LLC, a Delaware limited liability company, and VaporFi LLC, a Delaware limited liability company (collectively, the “*Grantors*”), with their mailing address at 5201 Interchange Way, Louisville, Kentucky 40229. All initially capitalized terms defined herein have the meanings given to them, directly or by reference, in the Security Agreement (as defined below).

WITNESSETH:

WHEREAS, Grantor, certain other grantors party thereto (if any), and Administrative Agent were parties to a certain Trademark Security Agreement dated October 11, 2018 between Grantors, such other grantors (if any), and Administrative Agent which was recorded in the United States Patent and Trademark Office on October 12, 2018 at Reel 006455, Frame 0202 (the “*Security Agreement*”), pursuant to which Grantor granted, assigned and pledged to Administrative Agent, for the benefit of the Secured Parties, a continuing security interest in, among other things, the Trademark Property (as defined below); and

WHEREAS, Grantors have requested that Administrative Agent release its security interests in the Trademark Property;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

Administrative Agent hereby releases its security interests in, without any representation, warranty, recourse or undertaking by Administrative Agent, all of its right, title and interest, if any, in and to the following (collectively, the “*Trademark Property*”):

(1) all domestic, foreign and multinational trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade dress, trade styles, logos, Internet domain names, other indicia of origin or source identification, and general intangibles of a like nature, whether registered or unregistered, and with respect to any and all of the foregoing:

(i) all registrations and applications for registration thereof including the registrations and applications owned by Grantors and listed on Schedule I attached hereto,

(ii) all extension and renewals thereof,

(iii) all of the goodwill of the business connected with the use of and symbolized by any of the foregoing,

(iv) all rights to sue or otherwise recover for any past, present and future infringement, dilution, or other violation thereof,

(v) all Proceeds of the foregoing, including license fees, royalties, income, payments, claims, damages and proceeds of suit now or hereafter due and/or payable with respect thereto, and

(vi) all other rights of any kind accruing thereunder or pertaining thereto throughout the world.

Administrative Agent hereby re-assigns to Grantor, any right, title and interest it may have in the Trademark Property, without any representation, warranty, recourse or undertaking by Administrative Agent.

The Grantor, or any successor to the Grantor (including any person or entity hereafter having any right, title or interest in or to the Trademark Property) is hereby authorized to record this Release in the United States Patent and Trademark Office.

[REMAINDER OF PAGE LEFT BLANK; SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, Administrative Agent has caused this Release of Security Interest in Trademarks to be duly executed by its duly authorized officer as of the day and year first above written.

FIFTH THIRD BANK, NATIONAL ASSOCIATION, as
Administrative Agent

By Mary-Alicha Weldon
Name Mary-Alicha Weldon
Title Sr. Vice President

[Signature Page]

TRADEMARK
REEL: 007206 FRAME: 0919

**SCHEDULE I
TO
RELEASE OF SECURITY INTEREST IN TRADEMARKS**

TRADEMARK REGISTRATIONS/APPLICATIONS

COMPANY	TRADEMARK	REGISTRATION NO.	REGISTRATION DATE
International Vapor Group, LLC	DIRECTVAPOR	4910494	03/01/2016
International Vapor Group, LLC	INTERNATIONAL VAPOR GROUP	4287087	02/05/2013
International Vapor Group, LLC	OPTIMA	4522494	04/29/2014
International Vapor Group, LLC	THINK IT. MIX IT. VAPE IT.	4611235	09/23/2014
International Vapor Group, LLC	VAPORFI	4733289	04/28/2015
International Vapor Group, LLC	VAPORFI	4696065	03/30/2015
International Vapor Group, LLC	VAPORFLO	4548633	06/10/2014
South Beach Smoke LLC	SOUTH BEACH SMOKE	4420129	10/15/2013
South Beach Smoke LLC	SOUTH BEACH SMOKE AIR	4523684	04/29/2014
South Beach Smoke LLC	SOUTH BEACH VAPOR	4634423	11/04/2014
South Beach Smoke LLC	SUPERMAX	5420798	03/13/2018
VaporFi LLC	VAIO	5157909	03/07/2017
VaporFi LLC	VAPETENDER	4728889	04/28/2015
VaporFi LLC	VOX	4893732	01/26/2016
VaporFi LLC	VEX	5157965	03/07/2017

PENDING TRADEMARKS:

COMPANY	TRADEMARK	SERIAL NUMBER	FILING DATE
International Vapor Group, LLC	TRUEHIT	87947453	06/04/2018
International Vapor Group, LLC	TRUESMOOTH	87947431	06/04/2018
International Vapor Group, LLC	VOD	87703106	11/30/2017