

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM622170

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	SECURITY INTEREST
RESUBMIT DOCUMENT ID:	900585952

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
THE BRUERY LLC		12/16/2020	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	AVIDBANK
Street Address:	1732 N. 1st Street, 6th Floor
City:	San Jose
State/Country:	CALIFORNIA
Postal Code:	95112
Entity Type:	Corporation: CALIFORNIA

PROPERTY NUMBERS Total: 63

Property Type	Number	Word Mark
Registration Number:	5038051	SHARE THIS
Registration Number:	5000915	THE WANDERER
Registration Number:	4961137	BERET
Registration Number:	4804177	THE BRUERY
Registration Number:	4919321	ELEMENTS OF FUNK
Registration Number:	4869747	THE BRUERY
Registration Number:	4864615	ARBRE
Registration Number:	4795317	BLACK TUESDAY
Registration Number:	4795316	BLACK TUESDAY
Registration Number:	4527331	HUMULUS LAGER
Registration Number:	4702068	LOAKAL RED
Registration Number:	4390594	SAISON DE LENTE
Registration Number:	4382402	SAISON RUE
Registration Number:	4502358	6 GEESE-A-LAYING
Registration Number:	4337574	AUTUMN MAPLE
Registration Number:	4285941	BLACK TUESDAY
Registration Number:	4288776	CHOCOLATE RAIN
Registration Number:	4282896	TART OF DARKNESS

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4291700	SMOKING WOOD
Registration Number:	4282886	4 CALLING BIRDS
Registration Number:	4282885	3 FRENCH HENS
Registration Number:	4291696	OUDE TART
Registration Number:	4282881	2 TURTLE DOVES
Registration Number:	4282875	PARTRIDGE IN A PEAR TREE
Registration Number:	4272130	MISCHIEF
Registration Number:	4905377	8 MAIDS-A-MILKING
Registration Number:	4660012	7 SWANS-A-SWIMMING
Registration Number:	5123703	SO HAPPENS IT'S TUESDAY
Registration Number:	4673911	RESERVE SOCIETY
Registration Number:	4773793	BRUERY TERREUX
Registration Number:	4778286	TERREUX
Registration Number:	4701232	BLUE BBLs
Registration Number:	4701227	BEFUDDLEMENT
Registration Number:	4601549	GREY MONDAY
Registration Number:	4601275	SANS PAGAIE
Registration Number:	4601232	FILMISHMISH
Registration Number:	4601231	RUEUZE
Registration Number:	4556097	SOUR IN THE RYE
Registration Number:	4556087	RUGBRØD
Registration Number:	4556086	HOTTENROTH
Registration Number:	4567313	THE BRUERY
Registration Number:	4567312	THE BRUERY
Registration Number:	4567287	HOARDERS SOCIETY
Registration Number:	4567285	PRESERVATION SOCIETY
Registration Number:	6180733	WIT THE FUNK
Registration Number:	6171216	UNWIND (YOU EARNED THIS HOPPY PILS)
Registration Number:	6086753	ALOHA FRIDAY
Registration Number:	6033448	12 DRUMMERS DRUMMING
Registration Number:	6019962	RETREAT (THIS IS A DOUBLE HAZY IPA)
Registration Number:	6009326	RUEKELLER
Registration Number:	5902546	GOSES ARE RED
Registration Number:	5775684	RELAX (IT'S JUST A HAZY IPA)
Registration Number:	5763646	10 LORDS-A-LEAPING
Registration Number:	5582441	FRUCHT
Registration Number:	5331581	SUMMA VITIS
Registration Number:	5331580	OFFSHOOT

Property Type	Number	Word Mark
Registration Number:	5218572	MOCHA WEDNESDAY
Registration Number:	5191398	TWELVE DAYS OF CHRISTMAS
Registration Number:	5191397	9 LADIES DANCING
Serial Number:	87062351	OR XATA
Registration Number:	6180783	RETREAT
Serial Number:	90173381	JUST A TWIST
Serial Number:	90173369	JUST A KISS

CORRESPONDENCE DATA

Fax Number:

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: 6506483802

Email: PATTY@PATTYCHENG.COM

Correspondent Name: PATTY CHENG

Address Line 1: 2625 MIDDLEFIELD RD., #215

Address Line 4: PALO ALTO, CALIFORNIA 94306

NAME OF SUBMITTER:	Patty Cheng
SIGNATURE:	/s/ Patty Cheng
DATE SIGNED:	01/25/2021

Total Attachments: 8

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of December 16, 2020 by and among TB ACQUISITION HOLDCO, LLC, a Delaware limited liability company (“Parent”), THE BRUERY INTERMEDIATE LLC, a Delaware limited liability company (“Intermediate LLC”) THE BRUERY LLC, a Delaware limited liability company (“Bruery”) and AVIDBANK, a California corporation (“**Bank**”). Parent, Intermediate and Bruery are each referred to herein as a “**Grantor**” and collectively, as the “**Grantors**”.

RECITALS

Bank has agreed to make certain advances of money and to extend certain financial accommodations to Grantors in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantors dated as of the date hereof and as amended from time to time (the “**Loan Agreement**”). Capitalized terms used herein have the meaning assigned in the Loan Agreement. Bank is willing to make the credit extensions to Grantors, but only upon the condition, among others, that each Grantor shall grant to Bank a security interest in all of such Grantor’s right title, and interest in, to and under all of the Collateral whether presently existing or hereafter acquired

NOW, THEREFORE, each Grantor agrees as follows:

AGREEMENT

To secure performance of Grantors’ obligations under the Loan Agreement, each Grantor grants to Bank a security interest in all of such Grantor’s right, title and interest in such Grantor’s intellectual property (including without limitation those Copyrights, Patents and Trademarks registered in the United States and listed on Exhibits A, B and C hereto), including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits). This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. Each right, power and remedy of Bank provided for herein shall not preclude the simultaneous or later exercise by Bank of any or all other rights, powers or remedies.

Grantors represent and warrant that Exhibits A, B, and C attached hereto set forth any and all intellectual property rights in connection to which any Grantor, as of the date hereof, has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable. Grantors hereby authorize Bank to (a) modify this Agreement unilaterally by amending the exhibits to this Agreement to include any Intellectual Property registered in the United States which a Grantor obtains subsequent to the date of this Agreement, and (b) file a duplicate original of this Agreement containing amended exhibits reflecting such new intellectual property.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument. In the event that any signature to this Agreement is delivered by facsimile transmission or by e-mail delivery of a “.pdf” format data file, such signature shall create a valid and binding obligation of the party executing (or on whose behalf such signature is executed) with the same force and effect as if such facsimile or “.pdf” signature page were an original thereof.


[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed as of the first date written above.


Address of Grantors:

c/o The Bruery LLC
717 Dunn Way
Placentia, CA 92870
Attn: Barty Holmes, CEO

TB ACQUISITION HOLDCO, LLC

By: 
Name: Jonathan Buttlas
Title: Manager

THE BRUERY INTERMEDIATE LLC

By: 
Name: Jonathan Buttlas
Title: Authorized Representative

THE BRUERY LLC

By: _____
Name: _____
Title: _____

Address of Bank:

1732 N. 1st Street, 6th Floor
San Jose, CA 95112
Attn: Kevin Conway
FAX: (408) 200-7399

AVIDBANK

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed as of the first date written above.

Address of Grantors:

c/o The Bruery LLC
717 Dunn Way
Placentia, CA 92870
Attn: Barry Holmes, CEO

TB ACQUISITION HOLDCO, LLC

By: _____

Name: _____

Title: _____

THE BRUERY INTERMEDIATE LLC

By: _____

Name: _____

Title: _____

THE BRUERY LLC

By: [Signature]

Name: Barry Holmes

Title: CEO

Address of Bank:

1732 N. 1st Street, 6th Floor
San Jose, CA 95112
Attn: Kevin Conway
FAX: (408) 200-7399

AVIDBANK

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed as of the first date written above.

Address of Grantors:

e/o The Bruery LLC
717 Dunn Way
Placentia, CA 92870
Attn: Barry Holmes, CEO

TB ACQUISITION HOLDCO, LLC

By: _____

Name: _____

Title: _____

THE BRUERY INTERMEDIATE LLC

By: _____

Name: _____

Title: _____

THE BRUERY LLC

By: _____

Name: _____

Title: _____

Address of Bank:

1732 N. 1st Street, 6th Floor
San Jose, CA 95112
Attn: Kevin Conway
FAX: (408) 200-7399

AVIDBANK

By: 

Name: Kevin Conway

Title: VP

EXHIBIT A

Copyrights

Please Check Box if No Copyrights Exist

<u>Name of Owner</u>	<u>Title</u>	<u>Registration Number</u>	<u>Registration Date</u>
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EXHIBIT B

Patents

Please Check Box if No Patents Exist

<u>Name of Owner</u>	<u>Title</u>	<u>Application Number / Patent Number</u>	<u>Application Date / Issue Date</u>
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EXHIBIT C

Trademarks

Name of Owner	Description	Serial Number	Registration Number	<u>Application Date / Registration Date</u>
The Bruery LLC	JUST A TWIST	90173381		9/11/20
The Bruery LLC	JUST A KISS	90173369		9/11/20
The Bruery LLC	ESCAPE [IT'S YOUR EVERYDAY WEST COAST IPA]	88813031		*
The Bruery LLC	RETREAT	88243281	6180783	10/20/20
The Bruery LLC	WIT THE FUNK	88164661	6180733	10/20/20
The Bruery LLC	UNWIND (YOU EARNED THIS HOPPY PILS)	88714446	6171216	10/6/20
The Bruery LLC	BRITE IDEAS	88778758		1/30/20
The Bruery LLC	ALOHA FRIDAY	88402791	6086753	6/23/20
The Bruery LLC	12 DRUMMERS DRUMMING	88624226	6033448	4/14/20
The Bruery LLC	BRITE	88505922		*
The Bruery LLC	RETREAT (THIS IS A DOUBLE HAZY IPA)	88243293	6019962	3/24/20
The Bruery LLC	RUEKELLER	88304608	6009326	3/10/20
The Bruery LLC	BAKERY	88402916		*
The Bruery LLC	GOSES ARE RED	88402826	5902546	11/5/19
The Bruery LLC	RELAX (IT'S JUST A HAZY IPA)	88243358	5775684	6/11/19
The Bruery LLC	10 LORDS-A-LEAPING	88243319	5763646	5/28/19
The Bruery LLC	LAGERVILLE	88298328		*
The Bruery LLC	FRUCHT	87063490	5582441	10/9/18
The Bruery LLC	SUMMA VITIS	87367790	5331581	11/7/17
The Bruery LLC	OFFSHOOT	87367767	5331580	11/7/17
The Bruery LLC	10 LORDS-A-LEAPING	87247490		*
The Bruery LLC	THE ORDER	87175366		*
The Bruery LLC	VINDICTIVE	87171012		*
The Bruery LLC	MOCHA WEDNESDAY	87247477	5218572	6/7/17
The Bruery LLC	TWELVE DAYS OF CHRISTMAS	87247488	5191398	4/25/17
The Bruery LLC	9 LADIES DANCING	87247483	5191397	4/25/17
The Bruery LLC	OR XATA	87062351		6/7/16
The Bruery LLC	SO HAPPENS IT'S TUESDAY	87062357	5123703	1/17/17
The Bruery LLC	RESERVE SOCIETY	86115956	4673911	1/20/15
The Bruery LLC	BRUERY TERREUX	86229422	4773793	7/14/15
The Bruery LLC	TERREUX	86229420	4778286	7/21/15
The Bruery LLC	BLUE BBLs	86190437	4701232	3/10/15
The Bruery LLC	BEFUDDLEMENT	86189809	4701227	3/10/15
The Bruery LLC	GREY MONDAY	86211112	4601549	9/9/14
The Bruery LLC	SANS PAGAIE	86190521	4601275	9/9/14
The Bruery LLC	FILMISHMISH	86189797	4601232	9/9/14
The Bruery LLC	RUEUZE	86189781	4601231	9/9/14
The Bruery LLC	SOUR IN THE RYE	86189753	4556097	7/24/14
The Bruery LLC	RUGBRØD	86179202	4556087	6/24/14
The Bruery LLC	HOTTENROTH	86179185	4556086	6/24/14
The Bruery LLC	THE BRUERY	86117192	4567313	7/14/14
The Bruery LLC	THE BRUERY	86117175	4567312	7/15/14
The Bruery LLC	HOARDERS SOCIETY	86115957	4567287	7/15/14
The Bruery LLC	PRESERVATION SOCIETY	86115953	4567285	7/15/14
The Bruery LLC	MASH	86556988		*

Name of Owner	Description	Serial Number	Registration Number	Application Date/ Registration Date
The Bruery LLC	WINEIFICATION	86556979		*
The Bruery LLC	TRANSMOGRIFY	86831345		*
The Bruery LLC	SHARE THIS	86868461	5038051	9/6/16
The Bruery LLC	THE WANDERER	86215136	5000915	7/19/16
The Bruery LLC	JARDINIER	86493811		*
The Bruery LLC	BERET	86493863	4961137	5/17/16
The Bruery LLC	THE BRUERY	86557007	4804177	9/1/15
The Bruery LLC	ELEMENTS OF FUNK	86493866	4919321	3/15/16
The Bruery LLC	THE BRUERY	86557052	4869747	12/15/15
The Bruery LLC	ARBRE	86556978	4864615	12/1/15
The Bruery LLC	CHRONOLOGY	86493867		*
The Bruery LLC	BLACK TUESDAY	86557058	4795317	8/18/15
The Bruery LLC	BLACK TUESDAY	86557055	4795316	8/18/15
The Bruery LLC	OLD RICHLAND	86189767		*
The Bruery LLC	HUMULUS LAGER	86179208	4527331	5/6/14
The Bruery LLC	LOAKAL RED	85657297	4702068	3/17/15
The Bruery LLC	SAISON DELENTE	85656979	4390594	*
The Bruery LLC	SAISON RUE	85657298	4382402	8/27/13
The Bruery LLC	6 GEESE-A-LAYING	85656682	4502358	3/25/14
The Bruery LLC	AUTUMN MAPLE	85657001	4337574	5/21/13
The Bruery LLC	BLACK TUESDAY	85657272	4285941	2/5/13
The Bruery LLC	CHOCOLATE RAIN	85657255	4288776	2/12/13
The Bruery LLC	TART OF DARKNESS	85657217	4282896	1/29/13
The Bruery LLC	SMOKING WOOD	85657176	4291700	2/19/13
The Bruery LLC	4 CALLING BIRDS	85657105	4282886	1/29/13
The Bruery LLC	3 FRENCH HENS	85657096	4282885	1/29/13
The Bruery LLC	OUDE TART	85657091	4291696	2/19/13
The Bruery LLC	2 TURTLE DOVES	85657056	4282881	1/8/13
The Bruery LLC	PARTRIDGE IN A PEAR TREE	85657020	4282875	1/29/13
The Bruery LLC	MISCHIEF	85632994	4272130	1/8/13
The Bruery LLC	8 MAIDS-A-MILKING	85656735	4905377	2/23/16
The Bruery LLC	12 DRUMMERS DRUMMING	85656774		*
The Bruery LLC	10 LORDS-A-LEAPING	85656757		*
The Bruery LLC	9 LADIES DANCING	85656751		*
The Bruery LLC	11 PIPERS PIPING	85656764		*
The Bruery LLC	7 SWANS-A-SWIMMING	85656731	4660012	12/23/14
The Bruery LLC	5 GOLDEN RINGS	85656671		*
The Bruery LLC	WHITE OAK	85657205		*