

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM654798

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BEE INTERNATIONAL, INC.		06/18/2021	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	CALIFORNIA BANK OF COMMERCE
Street Address:	1300 Clay Street, Fifth Floor
City:	Oakland
State/Country:	CALIFORNIA
Postal Code:	94612
Entity Type:	Corporation: CALIFORNIA

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	6285741	DINO SKINZ
Registration Number:	5212239	BLOODY BITES
Registration Number:	5145687	COLOR YOUR MOUTH CANDY
Registration Number:	5141019	SCRIBBLE EGGS
Registration Number:	5141011	CUPID'S HEART CANDY
Registration Number:	5133843	BEE
Registration Number:	5086807	LOVE BEADS
Registration Number:	3933672	CARNIVAL POPS
Registration Number:	2178489	SCRIBBLETS
Registration Number:	2178488	SCRIBBLES
Serial Number:	90610356	TWOZEES

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

TRADEMARK

NAME OF SUBMITTER:	Patty Cheng
SIGNATURE:	/s/ Patty Cheng
DATE SIGNED:	06/18/2021
Total Attachments: 7 source=Bee International - Intellectual Property Security Agreement#page1.tif source=Bee International - Intellectual Property Security Agreement#page2.tif source=Bee International - Intellectual Property Security Agreement#page3.tif source=Bee International - Intellectual Property Security Agreement#page4.tif source=Bee International - Intellectual Property Security Agreement#page5.tif source=Bee International - Intellectual Property Security Agreement#page6.tif source=Bee International - Intellectual Property Security Agreement#page7.tif	

INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of June 18, 2021 by and among BEE INTERNATIONAL, INC., a California corporation (“Grantor”) and CALIFORNIA BANK OF COMMERCE, a California corporation (“Bank”).

RECITALS

Bank has agreed to make certain advances of money and to extend certain financial accommodations to Grantor in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor 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 Grantor, but only upon the condition, among others, that Grantor grant to Bank a security interest in all of Grantor’s right title, and interest in, to and under all of the Collateral whether presently existing or hereafter acquired.

NOW, THEREFORE, Grantor agrees as follows:

AGREEMENT

To secure performance of Grantor’s obligations under the Loan Agreement, Grantor grants to Bank a security interest in all of Grantor’s right, title and interest in Grantor’s intellectual property (including without limitation those Copyrights, Patents and Trademarks 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.

Grantor represents and warrants that Exhibits A, B, and C attached hereto set forth any and all intellectual property rights in connection to which 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. Grantor hereby authorizes Bank to (a) modify this Agreement unilaterally by amending the exhibits to this Agreement to include any Intellectual Property which 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 Grantor:

2020 Piper Ranch Rd., Suite 120
San Diego, CA 92154-6261
Attn: Louis C. Block, President

BEE INTERNATIONAL, INC.

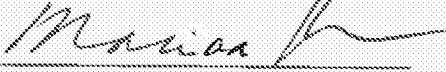
By: *Louis C. Block*
Name: Louis C. Block
Title: President

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 Bank:

1300 Clay Street, Fifth Floor
Oakland, CA 94612
Attn: Larry LaCroix

CALIFORNIA BANK OF COMMERCE

By: 

Name: Marina Kremer

Title: Senior Vice President

EXHIBIT A**Copyrights**

Full Title	Copyright Number	Date
Bee kiddie candie : net wt. 24 oz. (1 lb. 8 oz.)	VA0000349921	1989
Gross Busters : PVC creatures with candy roll : item no. 5008.	VA0000420096	1989
Star captain.	VA0000387706	1989
Tahitian fruit tree : assorted flavors powder candy : net wt. 2.1 oz.	VA0000349928	1989
Musical Christmas stocking : item no. BG83900.	VA0000219104	1986
Bee junk food candy popcorn : item no. 577.	VA0000197657	1985
Candy hotdog.	VA0000191132	1985
Punky Pete : Mod Dog : [no.] 2.	VA0000192608	1985
Baby hippo.	VAu000068418	1984
Cute owl.	VAu000068415	1984
Flying dog.	VAu000068422	1984
Hippo farmer.	VAu000068411	1984
Miss Elephant.	VAu000068419	1984
Mod dog : [no.] 1.	VAu000068420	1984
Mod dog : [no.] 2.	VAu000068421	1984
Pussy cat chef.	VAu000068412	1984
Ranger eagle.	VAu000068414	1984
Sheriff dog.	VAu000068417	1984
Space bunny.	VAu000068413	1984
Sweet seal.	VAu000068416	1984
"Tootie Frootie Kids" box.	VA0000184978	1984
Tootie Frootie Kids : item no. BD500.	VA0000160849	1984

EXHIBIT B

Patents

Title	Application Number / Patent Number	Application Date / Issue Date
House shaped pastry	D867,716	November 26, 2019
House shaped pastry	D792,675	July 25, 2017

[The above listed patents were assigned by the named inventors (Chuck Block and Dan Blanchard) to Grantor.]

EXHIBIT C**Trademarks**

Description	Serial Number	Registration Number	Registration Date / Application Date
TWOZEES	90610356		March 29, 2021
DINO SKINZ	88536558	6285741	March 9, 2021
BLOODY BITES	87089438	5212239	May 30, 2017
COLOR YOUR MOUTH CANDY	87090398	5145687	February 21, 2017
SCRIBBLE EGGS	87089818	5141019	February 14, 2017
CUPID'S HEART CANDY	87089577	5141011	February 14, 2017
BEE	87114949	5133843	January 31, 2017
LOVE BEADS	87086415	5086807	November 22, 2016
DIZZY POP	85468673	4294363	*
JELLY BEAN WERKS	85007762		*
CARNIVAL POPS	77963783	3933672	March 22, 2011
POPARAZZI	77927294	3878110	*
TAFFY WERKS	77599245	3861470	*
ASTRO BLASTER	77847349	3795747	*
JELLY BEAN WERKS	77599138		*
ASTRO BLASTER	77152403		*
HIDE N SEEK	76502380		*
LOVE BEADS	76423506	2700178	*
BEE POCKET TIN	76423505	2783824	*
BEE	76248317	2555698	*
ASTRO BLASTER	75601247		*
WILD BUBBLE	75600409		*
CHICLE CHIPS	75409700	2249149	*
SCRIBBLETS	75327428	2178489	August 4, 1998
SCRIBBLES	75327416	2178488	August 4, 1998
COLORED PEBBLES	74029625		*
STAR CAPTAIN	73830151	1603945	*
SCARY TRICKS 'N TREATS	73805501	1596612	*
GROSS BUSTERS	73796569		*
STRAWBERRY CANDIES	73792707	1607566	*
MIAMI COOLER	73792706	1609285	*
KIDDIE CANDIE	73791684		*
TAHITIAN	73791661	1601176	*
MIAMI COOLER	73791660	1613161	*

Description	Serial Number	Registration Number	Registration Date / Application Date
TREE TRIMMER TREATS	73791659	1671276	*
BEE	73771519	1673533	*
BEE	73769156	1723957	*
	73769155	1615001	*
LICKEM POP	73660989	1589167	*
MARATHON	73660988		*
SATURN	73660901		*
FRUIT CRYSTALS	73660900	1508443	*
DAVID'S	73660899		*
MIAMI ICE	73621993	1554917	*
BEE JUNK FOOD	73544704		*
PUNKY PETE	73544442		*
BEE	73511912		*
	73511717		*
BEE	73508628		*
DUMBELL	73508614		*
YUMMY	73493319	1362245	*
TOOTIE FROOTIE KIDS	73478065	1376044	*

* — indicates dead, abandoned or cancelled trademark