

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM697904

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF A SECURITY INTEREST -TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Brand Castle, LLC		12/27/2021	Limited Liability Company: OHIO
RECEIVING PARTY DATA			
Name:	Cerberus Business Finance Agency, LLC		
Street Address:	875 Third Avenue		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	3226508	CRAFTY COOKING KITS	
Registration Number:	3114649	CRAFTY COOKING KITS	
Registration Number:	3107293	BRAND CASTLE	
Registration Number:	4527341	IN THE MIX	
Registration Number:	3534480	PAINT-A-COOKIE	
Registration Number:	3328297	IN THE MIX	
Registration Number:	3328296	GORGEOUS	
Registration Number:	5605327	SISTERS SG GOURMET FROM SCRATCH	
Registration Number:	5599532	BRAND CASTLE	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
<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:	2127562132		
Email:	scott.kareff@srz.com		
Correspondent Name:	S. KAREFF C/O SCHULTE ROTH & ZABEL LLP		
Address Line 1:	919 THIRD AVENUE		
Address Line 2:	25TH FLOOR		
Address Line 4:	NEW YORK, NEW YORK 10022		

CH \$240.00 3226508

ATTORNEY DOCKET NUMBER:	014951.1817
NAME OF SUBMITTER:	(014951.1817)
SIGNATURE:	/rr for sk/
DATE SIGNED:	12/27/2021

Total Attachments: 3

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GRANT OF A SECURITY INTEREST – TRADEMARKS

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of December 27, 2021, by Brand Castle, LLC ("Grantor"), in favor of Cerberus Business Finance Agency, LLC, in its capacity as collateral agent for itself and the other Secured Parties (together with its successors and assigns in such capacity, "Grantee").

WHEREAS, the Grantor has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated October 25, 2018 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Grantee; and

WHEREAS, pursuant to the Security Agreement, the Grantor has assigned to the Grantee and granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby pledge, convey, sell, assign, transfer and set over unto the Grantee and grants to the Grantee for the benefit of the Grantee and Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.

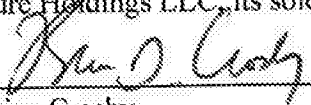
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IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first set forth above.

BRAND CASTLE, LLC

By: TC Signature Purchaser LLC, its sole member

By: TC Signature Holdings LLC, its sole member

By: 

Name: Brian Crosby

Title: President and Chief Executive Office

SCHEDULE A TO GRANT OF A SECURITY INTEREST

Trademark	Country	Owner	Status	App. Number	App. Date	Reg. Number	Reg. Date
CRAFTY COOKING KITS (Stylized)	US	BRAND CASTLE, LLC	Registered	76/657,332	Mar. 23, 2006	3226508	Apr. 10, 2007
CRAFTY COOKING KITS	US	BRAND CASTLE, LLC	Registered	76/575,491	Feb. 17, 2004	3114649	Jul. 11, 2006
BRAND CASTLE	US	BRAND CASTLE, LLC	Registered	76/575,489	Feb. 17, 2004	3107293	Jun. 20, 2006
IN THE MIX & Design	US	BRAND CASTLE, LLC	Registered	76/714,317	Jun. 06, 2013	4527341	May 13, 2014
PAINT-A-COOKIE	US	BRAND CASTLE, LLC	Registered	76/682,407	Sep. 28, 2007	3534480	Nov. 18, 2008
IN THE MIX	US	BRAND CASTLE, LLC	Registered	76/675,276	Apr. 10, 2007	3328297	Nov. 06, 2007
GORGEOUS	US	BRAND CASTLE, LLC	Registered	76/675,275	Apr. 10, 2007	3328296	Nov. 06, 2007
SISTERS SG GOURMET FROM SCRATCH (Stylized) & Design	US	BRAND CASTLE, LLC	Registered	87/810,723	Feb. 26, 2018	5605327	Nov. 13, 2018
BRAND CASTLE & Design	US	BRAND CASTLE, LLC	Registered	87/811,074	Feb. 26, 2018	5599532	Nov. 06, 2018