

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM702720

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS (THIRD AMENDED AND RESTATED SECURITY AGREEMENT)		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AMERICAN CRUISE LINES, INC.		06/20/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., as Collateral Agent		
Street Address:	135 S. LaSalle Street		
Internal Address:	Mail Code: IL4-135-09-61		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5278444	UNIQUELY AMERICAN RIVER CRUISES	
Serial Number:	97026257	AMERICAN SERENADE	
Serial Number:	97026237	AMERICAN SYMPHONY	
CORRESPONDENCE DATA			
Fax Number:	7043311159		
<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:	7043311000		
Email:	PTO_TMconfirmation@mvalaw.com, maryelizabethzaldivar@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	100 North Tryon Street		
Address Line 2:	Suite 4700, ATTN: IP DEPARTMENT		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	327000.012016		
NAME OF SUBMITTER:	John Slaughter		
SIGNATURE:	/john slaughter/		
DATE SIGNED:	01/18/2022		

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Total Attachments: 3

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Third Amended and Restated Security Agreement dated as of June 20, 2019 (as the same may be amended, restated, amended and restated, modified or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications shown on Schedule 1 to the Collateral Agent for the ratable benefit of the Secured Parties. The undersigned Grantor delivers this notice as of January 18, 2022.

The undersigned Grantor and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

AMERICAN CRUISE LINES, INC.,
a Delaware corporation

By: Susan K. Feiner
Name: SUSAN K. FEINER
Title: TREASURER

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: Elizabeth Uribe
Name: Elizabeth Uribe
Title: Assistant Vice President

NOTICE OF GRANT OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY

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TRADEMARK
REEL: 007561 FRAME: 0272

Schedule 1

**American Cruise Lines, Inc.
(Delaware Corporation)**

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
UNIQUELY AMERICAN RIVER CRUISES	5278444	08/29/2017

Trademark Applications

Mark	Appl. No.	Filing Date
AMERICAN SERENADE	97026257	09/14/2021
AMERICAN SYMPHONY	97026237	09/14/2021