

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM703779

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CONSTELLIS, LLC		01/20/2022	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	ECLIPSE BUSINESS CAPITAL LLC		
Street Address:	123 N Wacker Drive, Suite 2400		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60686		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	90566872	TDI	
Serial Number:	90566887	TDI	
Serial Number:	90566899	TDI A CONSTELLIS COMPANY	
CORRESPONDENCE DATA			
Fax Number:			
<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:	2023704750		
Email:	ipteam@cogencyglobal.com		
Correspondent Name:	Jennifer Tindie		
Address Line 1:	1025 Connecticut Ave., NW, Suite 712		
Address Line 2:	COGENY GLOBAL INC.		
Address Line 4:	Washington, D.C. 20036		
ATTORNEY DOCKET NUMBER:	1576489		
NAME OF SUBMITTER:	Janet S. Wamsley		
SIGNATURE:	/Janet S. Wamsley/		
DATE SIGNED:	01/21/2022		
Total Attachments: 5 source=Scan#page2.tif			

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Notice of Grant of Security Interest in Trademarks (ABL)

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS, dated as of January 20, 2022 (this “Notice”), made by CONSTELLIS, LLC, a Delaware limited liability company (the “Pledgor”), in favor of ECLIPSE BUSINESS CAPITAL LLC f/k/a ENCINA BUSINESS CREDIT, LLC, as Agent (as defined below).

Reference is made to the Loan and Security Agreement, dated as of September 30, 2020 (as amended, restated, supplemented or otherwise modified from time to time, the “Loan Agreement”), among NEW CONSTELLIS BORROWER, LLC, a Delaware limited liability company and the other Borrowers (including the Pledgor) party thereto (each a “Borrower” and collectively, the “Borrowers”), NEW CONSTELLIS INTERMEDIATE LLC, a Delaware limited liability company and the other Loan Party Obligors party thereto from time to time, the Lenders party thereto from time to time and ECLIPSE BUSINESS CAPITAL LLC f/k/a ENCINA BUSINESS CREDIT, LLC, as agent (together with its successors and assigns in such capacity, the “Agent”) for the Lenders (as defined therein). The parties hereto agree as follows:

SECTION 1. *Terms.* Capitalized terms used in this Notice and not otherwise defined herein have the meanings specified in the Loan Agreement. The rules of construction specified in Section 1.3 of the Loan Agreement also apply to this Notice.

SECTION 2. *Grant of Security Interest.* As security for the payment and performance, as applicable, in full of the Obligations, the Pledgor pursuant to the Loan Agreement did, and hereby does, assign and pledge to the Agent, its successors and permitted assigns, for the benefit of the Lenders, a continuing security interest in all of the Pledgor’s right, title and interest in, to and under any and all of the following assets now owned or at any time hereafter acquired by the Pledgor or in which the Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, but excluding any Excluded Collateral, the “Trademark Collateral”):

all Trademarks, including those listed on Schedule I;

provided, however, that the foregoing pledge, assignment and grant of security interest will not cover any “intent-to-use” applications for trademark or service mark registrations filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. §1051, unless and until an Amendment to Allege Use or a Statement of Use under Section 1(c) or 1(d) of the Lanham Act has been filed, to the extent, if any, that any assignment of an “intent-to-use” application prior to such filing would violate the Lanham Act.

SECTION 3. *Loan Agreement.* The security interests granted to the Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Agent pursuant to the Loan Agreement. The Pledgor hereby acknowledges and affirms that the rights and remedies of the Agent with respect to the Trademark Collateral are more fully set forth in the Loan Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Notice and the Loan Agreement, the terms of the Loan Agreement shall govern.


SECTION 4. *Counterparts*. This Notice may be executed in two or more counterparts, each of which shall constitute an original but all of which when taken together shall constitute but one contract. Delivery of an executed counterpart to this Notice by facsimile or other electronic transmission shall be as effective as delivery of a manually signed original.

SECTION 5. *Governing Law*. THIS NOTICE AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS NOTICE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS NOTICE SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK, WITHOUT REGARD TO ANY PRINCIPLE OF CONFLICTS OF LAW THAT COULD REQUIRE THE APPLICATION OF ANY OTHER LAW.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice as of the day and year first above written.

CONSTELLIS, LLC

By:  _____

Name: Gearoid Moore

Title: Secretary

[Signature Page to Notice of Grant of Security Interest in Trademarks (ABL)]

TRADEMARK
REEL: 007564 FRAME: 0606

ECLIPSE BUSINESS CAPITAL LLC f/k/a
ENCINA BUSINESS CREDIT, LLC,
as Agent,

By: Tracy Salyers
Name: Tracy Salyers
Title: Authorized Signatory

Schedule I
to Notice of Grant of Security Interest (ABL) in Trademarks

Trademarks Owned by Constellis, LLC

U.S. Trademark Applications

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
TDI & Design (globe)	90/566872	03/08/2021
TDI (Stylized)	90/566887	03/08/2021
TDI A CONSTELLIS COMPANY & Design	90/566899	03/08/2021

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