

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM716735

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Royal Bank of Canada		03/11/2022	Corporation:
RECEIVING PARTY DATA			
Name:	Great Canadian Railtour Company Ltd.		
Street Address:	#1100-980 Howe Street		
City:	Vancouver		
State/Country:	CANADA		
Postal Code:	V6Z 0C8		
Entity Type:	Corporation: CANADA		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	6155974	ALL ABOARD AMAZING	
Registration Number:	6010571	CREATORS OF LIFE CHANGING EXPERIENCES	
Registration Number:	5809725	GOLDLEAF SERVICE	
Registration Number:	5248443	SILVERLEAF SERVICE	
Registration Number:	5809726	GOLDLEAF DELUXE SERVICE	
Registration Number:	5823994	ROCKY MOUNTAINEER RAILTOURS	
Registration Number:	5754168	ROCKY MOUNTAINEER VACATIONS	
Registration Number:	6392134	PLATINUMLEAF SERVICE	
Registration Number:	4330257	COASTAL PASSAGE	
Registration Number:	4066304	ROCKY MOUNTAINEER SILVERLEAF SERVICE	
Registration Number:	4054222		
Registration Number:	4009906	JOURNEY THROUGH THE CLOUDS	
Registration Number:	4009907	FIRST PASSAGE TO THE WEST	
Registration Number:	4012927	RAINFOREST TO GOLD RUSH	
Registration Number:	4009865		
Registration Number:	4032015	FRASER THE BEAR	
Registration Number:	2100715	ROCKY MOUNTAINEER	
Registration Number:	2446613	ROCKY MOUNTAINEER GOLDLEAF SERVICE	
Serial Number:	90411125	ROCKIES TO THE RED ROCKS	

OP \$490.00 6155974

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: 4168657502**Email:** kdutka@torys.com**Correspondent Name:** Katherine Dutka**Address Line 1:** 79 Wellington St. W., Suite 3000**Address Line 4:** Toronto, CANADA M5K 1N2

NAME OF SUBMITTER:	Katherine Dutka
---------------------------	-----------------

SIGNATURE:	/Katherine Dutka/
-------------------	-------------------

DATE SIGNED:	03/25/2022
---------------------	------------

Total Attachments: 6

source=RBC IP Security Release GCRC - USPTO#page1.tif

source=RBC IP Security Release GCRC - USPTO#page2.tif

source=RBC IP Security Release GCRC - USPTO#page3.tif

source=RBC IP Security Release GCRC - USPTO#page4.tif

source=RBC IP Security Release GCRC - USPTO#page5.tif

source=RBC IP Security Release GCRC - USPTO#page6.tif

**DISCHARGE OF SECURITY AGREEMENTS
WITH RESPECT TO INTELLECTUAL PROPERTY**

TO: UNITED STATES PATENT AND TRADEMARK OFFICE

RE: Second amended and restated credit agreement dated for reference September 30, 2020, as amended by a first amendment agreement dated for reference April 16, 2021, a letter amending agreement dated May 26, 2021, a second amendment agreement dated for reference June 28, 2021, and as further amended by a third amendment to credit agreement dated for reference January 31, 2022 (as further amended or amended and restated from time to time, the "**Credit Agreement**"), by and among GCRC Holdings Ltd., as borrower (the "**Borrower**"), Great Canadian Railtour Company Ltd. ("**GCRC**") and the other Guarantors party thereto, as guarantors, Royal Bank of Canada and The Toronto-Dominion Bank as lenders (collectively, the "**Lenders**") and the Royal Bank of Canada as administration agent (the "**Agent**").

Capitalized terms used but not defined herein have the meanings ascribed thereto in the Credit Agreement.

The Agent certifies and confirms that, in accordance with and subject to the terms of the General Release and Discharge, dated as of March 10, 2022 by and among the Agent and the Lenders (the "**Release and Discharge**"), the Borrower has repaid in full all of its obligations and liabilities to the Agent and the Lenders under and in respect of, and otherwise in accordance with, the Credit Facility Documents (the "**Obligations**"), such Obligations secured by, *inter alia*, those certain intellectual property security agreements dated as of April 25, 2013 (the "**First IP Security Agreement**"), January 22, 2016 (the "**Second IP Security Agreement**"), September 30, 2020 (the "**Third IP Security Agreement**"), and April 16, 2021 (the "**Fourth IP Security Agreement**") (collectively the "**IP Security Agreements**") granted by GCRC in favour of the Agent providing for a grant of a security interest in all of GCRC's right, title and interest to the collateral described in the IP Security Agreements, including the trademarks and service mark registrations, applications and licenses as described in Schedule A hereto (collectively, the "**Intellectual Property**").

The First IP Security Agreement was recorded with the United States Patent and Trademark Office at Reel 5019, Frame 0016 on May 1, 2013

The Second IP Security Agreement was recorded with the United States Patent and Trademark Office at Reel 5722, Frame 0574 on February 2, 2016.

The Third IP Security Agreement was recorded with the United States Patent and Trademark Office at Reel 7072, Frame 0633 on October 7, 2020.

The Fourth IP Security Agreement was recorded with the United States Patent and Trademark Office at Reel 7263, Frame 0071 on April 19, 2021.

FOR VALUABLE CONSIDERATION, the Agent hereby:

1. Without representation or warranty of any kind and without any recourse, irrevocably releases, terminates and forever discharges in full (without any further action by any person) GCRC from the IP Security Agreements and the security interests, liens, hypothecs, right, title and interest of the Agent in, to and under the Intellectual Property; and

CAN_DMS: \144410233\4

**TRADEMARK
REEL: 007671 FRAME: 0043**

2. Without representation or warranty of any kind and without any recourse, grants, releases, remises, reconveys, transfers, assigns, discharges and forever quitclaims and surrenders to GCRC the Intellectual Property in which the Agent held a security interest pursuant to the IP Security Agreements.


Royal Bank of Canada is executing this Discharge of Security Agreements with respect to the Intellectual Property not in its individual or corporate capacity, but solely in its capacity as the Agent under the Credit Agreement.

This Discharge of Security Agreements with respect to the Intellectual Property may be delivered by facsimile, PDF or other means of electronic transmission and shall be governed by the laws of the Province of British Columbia and the federal laws of Canada applicable therein.

[Signature page follows.]

Dated this 11th day of March, 2022.

ROYAL BANK OF CANADA
as Administration Agent.

By: 
Name: Susan Khokher
Title: Manager, Agency