

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM718146

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MIDCAP FINANCIAL TRUST, as administrative agent		03/31/2022	Trust: DELAWARE
RECEIVING PARTY DATA			
Name:	TERRACARE ASSOCIATES, LLC		
Street Address:	550 S. Hope Street, Suite 1675		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	Limited Liability Company: COLORADO		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3920763	TERRACARE ASSOCIATES	
CORRESPONDENCE DATA			
Fax Number:	6172359493		
<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:	212-841-0406		
Email:	Melissa.karasavidis@ropesgray.com		
Correspondent Name:	Melissa Karasavidis, Ropes & Gray LLP		
Address Line 1:	1211 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036-8704		
ATTORNEY DOCKET NUMBER:	AGW-429		
NAME OF SUBMITTER:	Melissa Karasavidis		
SIGNATURE:	/Melissa Karasavidis/		
DATE SIGNED:	03/31/2022		
Total Attachments: 4			
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**TERMINATION AND RELEASE
OF SECURITY INTERESTS IN TRADEMARK COLLATERAL**

This Termination and Release of Security Interests in Trademark Collateral (the “Intellectual Property Release”) is made as of March 31, 2022, by **MIDCAP FINANCIAL TRUST** as administrative agent (the “Administrative Agent”), in favor of **TERRACARE ASSOCIATES, LLC**, a Colorado limited liability company, **TIERRA VERDE RESOURCES, LLC**, a California limited liability company, **JENSEN LANDSCAPE CONTRACTOR, LLC**, a California limited liability company and **MONARCH LANDSCAPING WA, LLC**, a Delaware limited liability company (collectively, the “Grantors”). Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Trademark Security Agreements defined below.

WITNESSETH:

WHEREAS, pursuant to that certain Credit and Guaranty Agreement, dated as of August 23, 2017 (as amended, restated, amended and restated, replaced, supplemented, or otherwise modified from time to time) and that certain Pledge and Security Agreement, dated as of August 23, 2017, the Grantors entered into that certain Trademark Security Agreement dated as of August 23, 2017 listed on Annex I attached hereto (the “Trademark Security Agreements”), which granted to the Administrative Agent for the benefit of the Secured Parties, a valid and continuing first priority security interest in and Lien on all of the Grantors’ right, title and interest, in, to and under the Trademark Collateral (as defined in the Trademark Security Agreement) and which was recorded with the United States Patent and Trademark Office (the “USPTO”) as specified on Annex I.

WHEREAS, the Administrative Agent acknowledges that the conditions for releasing the security interest in the Trademark Collateral have been met, and the Grantors have requested the Administrative Agent release such security interest.

WHEREAS, the Administrative Agent has agreed to terminate and release its security interest in and to any and all Trademark Collateral, including without limitation all trademark registrations applications listed on Annex II.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and intending to be legally bound, the Administrative Agent, for itself and on behalf of the holders of the Obligations, in association with the security interest under the Trademark Security Agreement, hereby, without recourse and without representation or warranty of any kind (either express or implied), (i) terminate the Trademark Security Agreement, (ii) cancel, release, terminate and discharge any and all of its right, title and interest in the Trademark Collateral of the Grantors and (iii) assign, transfer and convey to the Grantors any and all of its right, title and interest in the Trademark Collateral, as applicable.

The Grantors, or any successor to the Grantors hereby authorize the Administrative Agent to record this Release with the USPTO.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the Administrative Agent has caused this Intellectual Property Release to be executed as of the day and year first written above.

MIDCAP FINANCIAL TRUST,
as Administrative Agent

By: Apollo Capital Management, L.P., its investment
manager

By: Apollo Capital Management GP, LLC, its general
partner

By:  _____

Name: Maurice Amsellem

Title: Duly Authorized Signatory

ANNEX I

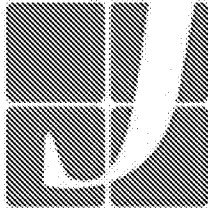


Trademark Security Agreement

- Trademark Security Agreement, dated as of August 23, 2017, among the Grantors listed on the signature pages thereof, and MidCap Financial Trust, in its capacity as administrative agent for the Lenders.

CONVEYOR	RECORDING INFORMATION
Jensen Landscape Contractor, LLC	Recorded with the USPTO on August 24, 2017 at Reel/Frame 6137/0797
Monarch Landscaping WA, LLC	Recorded with the USPTO on August 24, 2017 at Reel/Frame 6137/0813
Terracare Associates, LLC	Recorded with the USPTO on August 24, 2017 at Reel/Frame 6137/0788
Tierra Verde Resources, LLC	Recorded with the USPTO on August 24, 2017 at Reel/Frame 6137/0762

ANNEX II

UNITED STATES TRADEMARKS:

Registered Owner	Trademark	Registration Number	Registration Date
Tierra Verde Resources, LLC ¹	VALUE THAT GROWS	2332184	March 21, 2000
Terracare Associates, LLC	TERRACARE ASSOCIATES	3920763	February 15, 2011
Jensen Landscape Contractor, LLC ²		3132848	August 22, 2006
Jensen Landscape Contractor, LLC ²	JENSEN	3221621	March 27, 2007
Monarch Landscaping, WA, LLC ³	Northwest Landscape Services	3526470	November 4, 2008
Monarch Landscaping, WA, LLC ³		4363392	July 9, 2013
Monarch Landscaping, WA, LLC ³		4180149	July 24, 2012

¹ Current Owner: Tierra Verde Resources, Inc., a predecessor in interest to Tierra Verda Resources, LLC.

² Current Owner: Jensen Corporation Landscape Contractor, a predecessor in interest to Jensen Landscape Contractor, LLC

³ Current Owner: Northwest Landscape Services of Washington, LLC, a predecessor in interest to Monarch Landscaping WA, LLC.