

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM724743

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Heights Finance Holding Co.		04/28/2022	Corporation: SOUTH CAROLINA

RECEIVING PARTY DATA

Name:	TMI Trust Company
Street Address:	1100 Abernathy Road NE
Internal Address:	Suite 480
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30328
Entity Type:	Corporation: FLORIDA

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	90360516	LENDING A HAND IN OUR COMMUNITY
Serial Number:	90898723	H HEIGHTS FINANCE
Serial Number:	90898720	H
Serial Number:	90898719	H
Serial Number:	90898717	HEIGHTS FINANCE
Serial Number:	86002023	RETAILEXPRESS
Serial Number:	86043589	WE GIVE YOU CREDIT FOR WHO YOU ARE
Serial Number:	86001719	MYMONEYTOGO.COM
Serial Number:	85912908	SMC SOUTHERN MANAGEMENT CORPORATION
Serial Number:	77059826	HF
Serial Number:	77038371	HEIGHTS FINANCE CORPORATION

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: 4045723401

Email: morgan.roth@kslaw.com

Correspondent Name: King & Spalding LLP, ATTN: Morgan Roth

TRADEMARK

Address Line 1: 1180 Peachtree Street, NE
Address Line 2: Suite 1600
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER: 32415.0022001

NAME OF SUBMITTER: Morgan Roth

SIGNATURE: /Morgan Roth/

DATE SIGNED: 04/28/2022

Total Attachments: 9

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TRADEMARK SECURITY AGREEMENT

April 28, 2022

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, HEIGHTS FINANCE HOLDING CO., a South Carolina corporation (the “Grantor”) with principal offices at 3615 North Ridge Road, Wichita, Kansas 67205, hereby grants to TMI Trust Company, 1100 Abernathy Road NE, Suite 480, Atlanta, GA 30328 as Collateral Agent under the Security Agreement (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (other than any application for registration of a trademark filed with the United States Patent and Trademark Office on an intent-to-use basis) (the “Marks”) set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

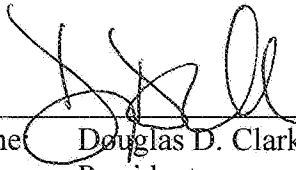
THIS GRANT is made to secure the satisfactory performance and payment of all the Indenture Obligations and any Pari Passu Payment Lien Obligation of the Grantor, as each such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of July 30, 2021 (as amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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

IN WITNESS WHEREOF, the undersigned have executed this Trademark Security Agreement as of the date first written above.

HEIGHTS FINANCE HOLDING CO., as Grantor

By: 
Name: Douglas D. Clark
Title: President

TMI TRUST COMPANY,
as Grantee

By: _____
Name: Debra Schachel
Title: Vice President
Address: 1100 Abernathy Road NE,
Suite 480
Atlanta, GA 30328

IN WITNESS WHEREOF, the undersigned have executed this Trademark Security Agreement as of the date first written above.

HEIGHTS FINANCE HOLDING CO., as Grantor

By: _____

Name: Douglas D. Clark

Title: President

TMI TRUST COMPANY,
as Grantee

By:  _____

Name: Debra Schachel

Title: Vice President

Address: 5901 Peachtree Dunwoody Road
Suite C495
Atlanta, GA 30328

[Signature Page to Trademark Security Agreement]

TRADEMARK
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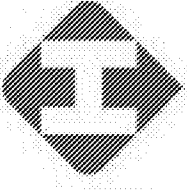
SCHEDULE A

U.S. Applications

Trademark	App. No.	App. Date	Reg. No.	Reg. Date	Owner of Record
LENDING A HAND IN OUR COMMUNITY	90/360,516	12/4/2020	N/A	N/A	Heights Finance Holding Co. ¹
H HEIGHTS FINANCE Logo (Color) 	90/898,723	8/24/2021	N/A	N/A	Heights Finance Holding Co.

¹ Effective as of December 31, 2021, Southern Management Corporation merged with and into Thaxton Investment Corporation, at which time, Thaxton Investment Corporation changed its name to Heights Finance Holding Co.


 <p>H HEIGHTS FINANCE Logo (B&W)</p>	90/898, 723	8/24/2021	N/A	N/A	Heights Finance Holding Co.
 <p>H Logo Design (Color)</p>	90/898, 720	8/24/2021	N/A	N/A	Heights Finance Holding Co.

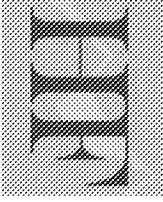
<p>H Logo Design (B&W)</p> 	<p>90/898,719</p>	<p>8/24/2021</p>	<p>N/A</p>	<p>N/A</p>	<p>Heights Finance Holding Co.</p>
<p>HEIGHTS FINANCE</p>	<p>90/898,717</p>	<p>8/24/2021</p>	<p>N/A</p>	<p>N/A</p>	<p>Heights Finance Holding Co.</p>

U.S. Trademark Registrations

Trademark	App. No.	App. Date	Reg. No.	Reg. Date	Owner of Record
 RETAIL EXPRESS & DESIGN	86/002,023	7/3/2013	4,540,416	5/27/2014	Heights Finance Holding Co. ²
We Give You Credit For Who You Are	86/043,589	8/21/2013	4,505,197	4/1/2014	Heights Finance Holding Co.

² Effective as of December 31, 2021, Southern Management Corporation merged with and into Thaxton Investment Corporation, at which time, Thaxton Investment Corporation changed its name to Heights Finance Holding Co.

Trademark	App. No.	App. Date	Reg. No.	Reg. Date	Owner of Record
<p>mymoneylogo.com</p>	86/001,719	7/3/2013	4,447,969	12/10/2013	Heights Finance Holding Co.
<p>SMC SOUTHERN MANAGEMENT CORPORATION & Design</p>  <p>SOUTHERN MANAGEMENT CORPORATION</p>	85/912,908	4/24/2013	4,566,402	7/15/2014	Heights Finance Holding Co.

Trademark	App. No.	App. Date	Reg. No.	Reg. Date	Owner of Record
HF & DESIGN 	77/059,826	12/8/2006	3,450,184	6/17/2008	Heights Finance Holding Co.
HEIGHTS FINANCE CORPORATION	77/038,371	11/7/2006	3,300,836	10/2/2007	Heights Finance Holding Co.

TRADEMARK

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RECORDED: 04/28/2022