

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM728746

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Silicon Valley Bank		05/12/2022	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Q1Media, Inc.		
Street Address:	8420 North Mopac Expressway		
Internal Address:	Suite 250		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78759		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86145968	Q1MEDIA	
CORRESPONDENCE DATA			
Fax Number:	6173453299		
<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:	6173453000		
Email:	dpeckham@burnslev.com		
Correspondent Name:	Deborah J Peckham		
Address Line 1:	125 High Street		
Address Line 2:	Burns Levinson LLP		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	43151.57 SVB Release		
NAME OF SUBMITTER:	Deborah J Peckham		
SIGNATURE:	/Deborah J Peckham/		
DATE SIGNED:	05/18/2022		
Total Attachments: 11			
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

DECLARATION OF Q1MEDIA, INC.

I, **William Wiemann** hereby declare and state as follows:

1. I am the **Chief Executive Officer** for Q1Media, Inc. (hereinafter “the Company”) and am authorized to execute this Declaration on behalf of the Company.
2. I provide this Declaration in support of the Company’s request to record a release of security interest in the trademark listed in **Exhibit A** attached to this Declaration, and specifically to release the security interest recorded at Reel 005223, Frame 0560 with the Assignment Branch of the United States Patent and Trademark Office (the “Recorded Security Interest”).
3. Based upon my review of Company records and my personal knowledge, the Recorded Security Interest has been released by the grantee, Silicon Valley Bank (the “Secured Party”) in favor of the Company.
4. The Recorded Security Interest was granted by the Company as collateral to secure a loan from the Secured Party on February 20, 2014. The loan was memorialized in certain loan agreement between Company and the Secured Party (the “Loan Agreement”).
5. The Loan Agreement that formed the basis for the Security Agreement was paid in full and/or otherwise terminated in 2016 and subsequently, the Secured Party issued a payoff letter to Company, effectively releasing the Recorded Security Interest. However, despite diligent review, we are unable to locate a copy of the payoff letter signed by the Secured Party.
6. Although we are unable to locate documentary evidence in the way of the payoff letter, the Company contacted the Secured Party to confirm the status of the Loan Agreement and the release of the Recorded Security Interest. In response, as evidenced in an email exchange between counsel to Company and the Secured Party (attached to this Declaration at **Exhibit B**), the line of credit granted in the Loan Agreement matured in 2016 and was not renewed, and, as a result, the Secured Party issued a payoff letter to Company confirming that the Loan Agreement was satisfied, and that Secured Party released the Recorded Security Interest.
7. Of further note is that, on May 20, 2021, a representative for the Secured Party specifically confirmed to Company representatives that, because the Loan Agreement was satisfied, “there is no need for a security interest in favor of Silicon Valley Bank (See **Ex. B**)

8. The Secured Party further confirmed in a subsequent communication dated September 29, 2021, that Company was fully authorized to record a release of the Recorded Security Interest. (See **Ex. B**).
9. Accordingly, based upon all of the Company information available to me including communications with the Secured Party, the loan that formed the basis for the Recorded Security Interest is fully paid, the Secured Party issued a pay off letter in 2016 confirming the that loan was paid and the security interest was released, and the Secured Party has fully authorized Company to record the release of security interest based upon these facts.
10. Based upon the foregoing, the Recorded Security Interest has been fully and completely released by the Secured Party, and should now be recorded as 'released' in the records of the Assignment Branch.
11. In light of the foregoing, I hereby request the Assignment Branch to record this Release of Security Interest in Trademarks with respect to the assets set out in Exhibit A.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

Declaration of Q1Media, Inc.

Page: 3

All statements made herein are true and correct and provided under the pains and penalties of perjury
this 12th day of May, 2022

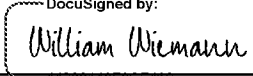
DocuSigned by:

By: _____
NAME: William Wiemann
TITLE: Chief Executive Officer

EXHIBIT A

Trademark	App. No.	Status	Registration Date
Q1 MEDIA	86145968	REGISTERED	09/09/2014

EXHIBIT B

(Attached)

From: Drew Zerdecki
To: Mike McGovern
Subject: DRAFT to SVB
Date: Friday, October 1, 2021 1:54:54 PM
Attachments: [image002.png](#)
[image003.png](#)
[SVB - Release of Trademark Security Interest v2 \(10-01-2021\).docx](#)

Hi Janan,

Thanks for all the helpful information and the LSA that you attached. This as well as the correspondence dated May 20, 2021 from Dax Williamson (shown below) indicates that the security interests in Q1Media's trademarks have been terminated. I have attached the Intellectual Property Security Agreement that SVB filed in the Patent and Trademark Office's assignment recordation system back in 2014, and this is the security interest we would like to now show has been released.

Thankfully this is a straightforward process that I can take care of, but I do need a signature from SVB on the attached Release. As it stands I have Dax as the signatory, but perhaps another person at SVB would need to sign it. Would you mind helping connect me with the right person at SVB for this? That's assuming you're not that person.

I really appreciate your time on this, and have a good weekend.

Sincerely,
Drew

From: Janan Ghaddar <jghaddar@svb.com>
Sent: Wednesday, September 29, 2021 1:46 PM
To: Drew Zerdecki <dzerdecki@mcgovernlaw.com>
Subject: RE: Follow up regarding Q1Media trademarks - [RE: Q1Media, Inc. - SVB Stale UCC Filing - CONFIDENTIAL]

Hi Drew, I am on the SVB Austin team and was looking into this for Dax. We include language in our payoff letters that permit Borrowers to file the lien releases on their own (we do not file / sign off).

In looking into our files, I can't find a copy of the executed payoff letter as it occurred back in 2016. Here is the sample language:

Bank authorizes Borrower, or any other party on behalf of Borrower, upon or after the Pay-Off Date, to prepare and file any UCC-3 Termination Statements or other documents necessary to evidence the release of Bank's security interests in any of Borrower's property or assets that secured the Obligations [and in any third party and any of such third party's property or assets that guaranteed the Obligations or provided collateral security therefore]. Within three (3) business days following the Pay-Off Date, Bank shall (i) if required by any third party, deliver to such third party such termination notices relating to any deposit or securities account control agreements or other notices

terminating Bank's security interest arising under the Loan Documents, and (ii) if applicable, return any pledged stock in Bank's possession to the pledgor; provided, that any costs or expenses incurred by Bank with respect to such items (including all reasonable attorneys' fees and expenses) shall be reimbursed promptly by Borrower on demand. From and after the Pay-Off Date, Bank further agrees to procure, deliver, or execute and deliver to Borrower, from time to time, all further releases not specified above, certificates, instruments, and documents as may be reasonably requested by Borrower or which are required to evidence the consummation of the payoff contemplated hereby, in each case at the expense of Borrower (including all reasonable attorneys' fees and expenses).]

I've attached the Loan Agreement here which shows the Line of Credit Matured in 2016. There were no further amendments on file that would indicate the facility was renewed. Let me know if you need more info.

Thanks!

From: Drew Zerdecki <dzerdecki@mcgovernlaw.com>
Sent: Wednesday, September 29, 2021 9:48:19 AM
To: Dax Williamson <DWilliamson@svb.com>
Subject: Follow up regarding Q1Media trademarks - [RE: Q1Media, Inc. - SVB Stale UCC Filing - CONFIDENTIAL]

External Sender: This email originated from outside of the organization.

Hi Dax -

I'm an attorney and just partnered up with Mike McGovern, and we represent Q1Media. I'm doing some post-closing diligence for them, and we came across outstanding security interests in a few trademarks that were filed with the Patent and Trademark Office. (Copied below is a screenshot from the PTO's assignment database to help you reminisce about the good ol days.)

From the correspondences you had with Mike and others from your team (also copied below), it appears that you confirmed back in May that UCC security interests could be released. I hope we can follow suit here and now file with the PTO a release of the security interests in the trademarks. (There's one for "Q1Media" and I think 1-2 others.)

Can I send you a short and sweet agreement over docusign and get your signature to so? I'd then filed that with the PTO. I'm also happy to discuss over the phone if that would helpful.

Thanks for your time here, and hope you're doing well.

- Drew

SVB Confidential

From: Mike McGovern <mmcgovern@mcgovernlaw.com>
Sent: Wednesday, September 29, 2021 9:16 AM
To: Drew Zerdecki <dzerdecki@mcgovernlaw.com>
Subject: Fwd: Q1Media, Inc. - SVB Stale UCC Filing - CONFIDENTIAL

Regards,

Mike McGovern

Managing Partner – Corporate, Securities & Tax

McGovern Law, PLLC

Direct 512-522-8918 Mobile 512-954-2220

Web www.mcgovernlaw.com Email mmcgovern@mcgovernlaw.com

Address 508 West 12th Street, Austin, Texas 78701

Please excuse any typos; this message was sent from my mobile device

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From: Dax Williamson <DWilliamson@svb.com>
Sent: Thursday, May 20, 2021 5:45:01 PM
To: Mike McGovern <MMcgovern@outsourcerc.com>; Jared Rangan <jRangan@svb.com>; Adam Weiser <aweiser@svb.com>; Kevin Cronin <KCronin@svb.com>
Cc: Anna Loers <aloers@outsourcerc.com>; Bill Wiemann <bill@q1media.com>; Matt Bentley <matt@q1media.com>
Subject: Re: Q1Media, Inc. - SVB Stale UCC Filing - CONFIDENTIAL

Confirmed. There is no need for a security interest in favor of SVB.

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From: Mike McGovern <MMcgovern@outsourcerc.com>
Sent: Thursday, May 20, 2021 5:21:49 PM
To: Jared Rangan <jRangan@svb.com>; Adam Weiser <aweiser@svb.com>; Kevin Cronin <KCronin@svb.com>
Cc: Dax Williamson <DWilliamson@svb.com>; Anna Loers <aloers@outsourcerc.com>; Bill Wiemann <bill@q1media.com>; Matt Bentley <matt@q1media.com>
Subject: RE: Q1Media, Inc. - SVB Stale UCC Filing - CONFIDENTIAL

TRADEMARK
REEL: 007725 FRAME: 0987

External Sender: This email originated from outside of the organization.

Adding Jared Rangan, Adam Weiser, and Kevin Cronin to the thread per the attached auto-reply from Macro Santa Cruz.

Regards,

Mike McGovern
Partner – Corporate, Securities & Tax



508 West 12th Street
Austin, Texas 78701
Direct: (512) 215-9005
Mobile: (512) 954-2220
Facsimile: (512) 572-4295
MMcGovern@outsourcerc.com

View my bio [here](#).

<http://www.outsourcerc.com>

"The Outsourced General Counsel"

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From: Mike McGovern
Sent: Thursday, May 20, 2021 5:20 PM
To: msantacruz@svb.com; DWilliamson@svb.com
Cc: Anna Loers <aloers@outsourcerc.com>; Bill Wiemann <bill@q1media.com>; Matt Bentley <matt@q1media.com>
Subject: Q1Media, Inc. - SVB Stale UCC Filing - CONFIDENTIAL
Importance: High

Good Afternoon,

TRADEMARK
REEL: 007725 FRAME: 0988

Our firm represents Q1Media, Inc. with respect to its corporate, securities, and tax matters. Bill Wiemann, President and Chief Executive Officer, of Q1Media provided me with your contact information regarding Q1Media's banking relationship with SVB. During the course of running an internal audit of Q1Media's UCC filings, we discovered a UCC financing statement filing in Delaware for SVB. It looks like the financing statement was filed on 2/24/2014, followed by a termination statement filing on 12/30/2016. However, a continuation statement was later filed for some reason on 10/3/2018.

It is our understanding that Q1Media no longer has an open credit facility, or any other account or instrument requiring collateral, with SVB. Please confirm that is your understanding, as well.

Please note, this is a time-sensitive matter. Thank you in advance for your assistance.

Regards,

Mike McGovern
Partner – Corporate, Securities & Tax



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