

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM760441

|   |                              |                       |   |
|---|------------------------------|-----------------------|---|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT               |                       |   |
| <b>NATURE OF CONVEYANCE:</b>  | SECURITY INTEREST            |                       |   |
| <b>CONVEYING PARTY DATA</b>   |                              |                       |   |
| <b>Name</b>   | <b>Formerly</b>              | <b>Execution Date</b> | <b>Entity Type</b>                        |
| CONDADO DUO LA CONCHA<br>CASINO SPV LLC   |                              | 09/30/2022            | Limited Liability Company:<br>PUERTO RICO |
| <b>RECEIVING PARTY DATA</b>   |                              |                       |   |
| <b>Name:</b>  | BANCO POPULAR DE PUERTO RICO |                       |   |
| <b>Street Address:</b>  | 208 Ponce de León Avenue     |                       |   |
| <b>Internal Address:</b>  | Popular Center, 6th Floor    |                       |   |
| <b>City:</b>  | San Juan                     |                       |   |
| <b>State/Country:</b>   | PUERTO RICO                  |                       |   |
| <b>Postal Code:</b>   | 00918                        |                       |   |
| <b>Entity Type:</b>   | Bank: PUERTO RICO            |                       |   |
| <b>PROPERTY NUMBERS Total: 1</b>  |                              |                       |   |
| <b>Property Type</b>  | <b>Number</b>                | <b>Word Mark</b>      |   |
| <b>Registration Number:</b>   | 5540443                      | CASINO DEL MAR        |   |
| <b>CORRESPONDENCE DATA</b>  |                              |                       |   |
| <b>Fax Number:</b>  |                              |                       |   |
| <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> |                              |                       |   |
| <b>Phone:</b>   | 7872741212                   |                       |   |
| <b>Email:</b>   | sfraguada@pmalaw.com         |                       |   |
| <b>Correspondent Name:</b>  | Sofia Fraguada               |                       |   |
| <b>Address Line 1:</b>  | 208 Ponce de Leon Avenue     |                       |   |
| <b>Address Line 2:</b>  | Popular Center 19th Floor    |                       |   |
| <b>Address Line 4:</b>  | San Juan, PUERTO RICO 00918  |                       |   |
| <b>NAME OF SUBMITTER:</b>   | Sofia Fraguada               |                       |   |
| <b>SIGNATURE:</b>   | /Sofia Fraguada/             |                       |   |
| <b>DATE SIGNED:</b>   | 10/11/2022                   |                       |   |
| <b>Total Attachments: 5</b>   |                              |                       |   |
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| source=6. Trademark Security Agreement#page3.tif  |                              |                       |   |

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## **TRADEMARK SECURITY AGREEMENT**

**TRADEMARK SECURITY AGREEMENT**, dated as of September 30, 2022, by **CONDADO DUO VANDERBILT SPV, LLC**, a limited liability company organized under the laws of the State of Delaware, **CONDADO DUO VANDERBILT HOTEL TOWERS SPV, LLC**, a limited liability company organized under the laws of the State of Delaware, **CONDADO DUO LA CONCHA SPV, LLC**, a limited liability company organized under the laws of the State of Delaware, **CONDADO DUO LA CONCHA HOTEL TOWER SPV, LLC**, a limited liability company organized under the laws of the State of Delaware, and **CONDADO DUO LA CONCHA CASINO SPV LLC**, a limited liability company organized under the laws of the Commonwealth of Puerto Rico (collectively, the "Grantors", and each, individually, a "Grantor"), in favor of **BANCO POPULAR DE PUERTO RICO**, in its capacity as administrative agent for the Lenders pursuant to the Credit Agreement (in such capacity, the "Administrative Agent").

### **WITNESSETH:**

**WHEREAS**, the Grantors are party to a Security, Pledge and Assignment Agreement dated September 30, 2022 (the "Security Agreement") in favor of the Administrative Agent, for the benefit of the Lenders, pursuant to which the Grantors are required to execute and deliver this Trademark Security Agreement;

**NOW, THEREFORE**, in consideration of the premises and to induce the Lenders to make the Advances under the Credit Agreement, the Grantors hereby agree with the Administrative Agent as follows:

**SECTION 1. Defined Terms.** Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

**SECTION 2. Grant of Security Interest in Trademarks.** The Grantors hereby pledge and grant to the Administrative Agent, for the benefit of the Lenders, a Lien on, and security interest in and to, all of its right, title and interest in, to and under all the following Collateral:

- (a) the Trademarks of the Grantors listed on Schedule I attached hereto;
- (b) all goodwill associated with such Trademarks; and
- (c) all Proceeds of any and all of the foregoing.

**SECTION 3. Security Agreement.** The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Security Agreement, and the Grantors hereby acknowledge and affirm that the rights and remedies of the Administrative Agent and the Lenders with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is

deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Administrative Agent shall otherwise determine.

SECTION 4. Continuing Lien. This Trademark Security Agreement creates a continuing Lien and security interest in the Collateral described herein and shall (a) remain in full force and effect until the date on which the Lenders have received indefeasible payment in full in cash of the Secured Obligations, (b) be binding upon the Grantors, their successors and assigns, and (c) inure, together with the rights and remedies of the Administrative Agent hereunder, to the benefit of the Administrative Agent, the Lenders and their respective permitted successors, transferees and assigns. Without limiting the generality of the foregoing clause (c), to the extent permitted under the Credit Agreement, any Lender may assign or otherwise transfer any Note held by it to any Eligible Assignee, and such Eligible Assignee shall thereupon become vested with all of the benefits in respect thereof granted to such Eligible Assignee herein or otherwise.

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

**IN WITNESS WHEREOF**, the Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

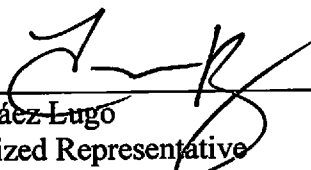
**CONDADO DUO VANDERBILT SPV, LLC**

By:   
Name: Iván Báez Lugo  
Title: Authorized Representative

**CONDADO DUO VANDERBILT HOTEL TOWERS SPV, LLC**

By:   
Name: Iván Báez Lugo  
Title: Authorized Representative

**CONDADO DUO LA CONCHA SPV, LLC**

By:   
Name: Iván Báez Lugo  
Title: Authorized Representative

**CONDADO DUO LA CONCHA HOTEL  
TOWER SPV, LLC**

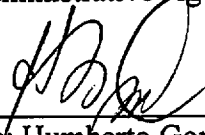
By:   
Name: Iván Báez Lugo  
Title: Authorized Representative

**CONDADO DUO LA CONCHA CASINO SPV  
LLC**

By:   
Name: Iván Báez Lugo  
Title: Authorized Representative



**Accepted and Agreed:**

**BANCO POPULAR DE PUERTO RICO,**  
as Administrative Agent


By:   
Name: Humberto González Caraballo  
Title: Vice President

**SCHEDULE I**  
**to**  
**TRADEMARK SECURITY AGREEMENT**  
**TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS**

**Trademark Registrations:**

| <b>Owner</b>                         | <b>Jurisdiction</b> | <b>Registration Number</b> | <b>Trademark</b>   |
|--------------------------------------|---------------------|----------------------------|--|
| Condado Duo La Concha SPV, LLC       | Puerto Rico         | 225572                     | The mark consists of the representation of a shell in stylized form. Under the shell are the words "La Concha"<br>   |
| Condado Duo La Concha Casino SPV LLC | Puerto Rico         | 217931                     | CASINO DEL MAR   |
| Condado Duo La Concha SPV, LLC       | Puerto Rico         | 215873                     | LA CONCHA RESORT   |
| Condado Duo Vanderbilt SPV, LLC      | Puerto Rico         | 215910                     | CONDADO VANDERBILT HOTEL   |
| Condado Duo Vanderbilt SPV, LLC      | Puerto Rico         | 203103                     | A coat of arms type design in light brown with the initials VC interlaced centered on the upper area of the logo, followed by the words Condado Vanderbilt in the next line, also in a light brown tone with the word HOTEL underneath centered in the bottom of the logo.<br> |
| Condado Duo La Concha Casino SPV LLC | USA                 | 5540443                    | CASINO DEL MAR   |

**Trademark Applications:**

| <b>Owner</b>                       | <b>Jurisdiction</b> | <b>Application Number</b> | <b>Trademark</b>   |
|------------------------------------|---------------------|---------------------------|--|
| Condado Duo<br>Vanderbilt SPV, LLC | Puerto Rico         | 215870-43-1               | <p>The mark consists of the representation of shell in stylized form. Below of the shell are the words "La Concha" and "A RENAISSANCE RESORT".</p>  <p>The logo features a stylized shell icon above the text "La Concha" in a bold, serif font, with "A RENAISSANCE RESORT" in a smaller, sans-serif font below it.</p> |