

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM794921

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Noodle Partners, Inc.		02/24/2023	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	HORIZON TECHNOLOGY FINANCE CORPORATION		
Street Address:	312 Farmington Avenue		
City:	Farmington		
State/Country:	CONNECTICUT		
Postal Code:	06032		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	5893980	NOODLE PARTNERS	
Registration Number:	6138232	CONVERTIBLE REVENUE SHARE	
Registration Number:	6435851	SCHOODLE	
Serial Number:	97397242	U2B	
CORRESPONDENCE DATA			
Fax Number:	8606768655		
<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>			
Email:	lucia@horizontechfinance.com		
Correspondent Name:	HorizonTechnology Finance		
Address Line 1:	312 Farmington Avenue		
Address Line 2:	Legal Department		
Address Line 4:	Farmington, CONNECTICUT 06032		
NAME OF SUBMITTER:	Eric S. Darmofal		
SIGNATURE:	/s/Eric S. Darmofal		
DATE SIGNED:	03/16/2023		
Total Attachments: 3			
source=6 Grant of Security Interest Trademarks re Noodle Partners (2-24-2023) (Noodle)#page1.tif			
source=6 Grant of Security Interest Trademarks re Noodle Partners (2-24-2023) (Noodle)#page2.tif			
source=6 Grant of Security Interest Trademarks re Noodle Partners (2-24-2023) (Noodle)#page3.tif			

OP \$115.00 5893980

GRANT OF SECURITY INTEREST
TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of February 24, 2023, is executed by Noodle Partners, Inc., a Delaware corporation, with an address of 60 Chelsea Piers, 2nd Floor, New York, NY 10011 (“Debtor”), in favor of HORIZON TECHNOLOGY FINANCE CORPORATION, a Delaware corporation, with an address of 312 Farmington Avenue, Farmington, Connecticut 06032 (“Secured Party”).

A. Pursuant to a certain Venture Loan and Security Agreement, dated as of the date hereof (the “Loan Agreement”), by and between Debtor, Noodle Search, Inc. and Secured Party as a lender (“Lender”) and collateral agent, Lender has agreed to extend certain credit facilities to Debtor upon the terms and subject to the conditions set forth therein;

B. Debtor owns the registered trademarks, service marks (and applications and registrations therefor), of the United States, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof (collectively, the “Trademarks”);

C. Pursuant to the Loan Agreement, Debtor has granted to Secured Party and Lender a security interest in all right, title and interest of Debtor in and to the Trademarks, together with associated goodwill, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof for the full term of the Trademarks (the “Collateral”), to secure the prompt payment, performance and observance of the Obligations (as defined in the Loan Agreement);


NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby further grant to Secured Party and Lender a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party and Lender with respect to the security interest in the Collateral granted hereby are more fully set forth in the Loan Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first written above.

NOODLE PARTNERS, INC.

By: 
Name: John Katymsh
Title: Chief Executive Officer

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

<u>Trademark</u>	<u>Owner</u>	<u>Registration Number</u>	<u>Registration Date</u>
NOODLE PARTNERS	Noodle Partners, Inc.	5893980	October 29, 2019
CONVERTIBLE REVENUE SHARE	Noodle Partners, Inc.	6138232	August 25, 2020
SCHOODLE	Noodle Partners, Inc.	6435851	July 27, 2021

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

<u>Trademark Application</u>	<u>Owner</u>	<u>Application Number</u>	<u>Application Date</u>
U2B	Noodle Partners, Inc.	97397242	May 5, 2022