

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM817957

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Apogem Capital LLC		06/16/2023	Limited Liability Company:
RECEIVING PARTY DATA			
Name:	Midcap Financial Trust		
Street Address:	7255 Woodmont Avenue, Suite 300		
City:	Bethesda		
State/Country:	MARYLAND		
Postal Code:	20814		
Entity Type:	Statutory Trust: DELAWARE		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	3535801	BORST LANDSCAPE & DESIGN	
Registration Number:	3518764	BORST ORGANIC THE SCIENCE OF NATURE	
Registration Number:	3589509	COMMITTED TO BEING THE BEST ... NATURALL	
Registration Number:	1375070	GLEN GATE	
Registration Number:	3414384		
Registration Number:	3421979		
Registration Number:	4054484	DESIGNS BY SUNDOWN LANDSCAPE ARCHITECTUR	
Registration Number:	4054485	DESIGNS BY SUNDOWN	
Registration Number:	4054486	DESIGNS BY SUNDOWN - LANDSCAPE ARCHITECT	
Registration Number:	4054483	DESIGNS BY SUNDOWN	
Serial Number:	90357323	MARIANI	
Serial Number:	90357436	MARIANI LANDSCAPE	
Serial Number:	90363346	MARIANI PLANTS	
Serial Number:	90363311	M MARIANI PLANTS	
CORRESPONDENCE DATA			
Fax Number:	3129939767		
<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:	3128767700		

OP \$365.00 3535801

Email: thomas.buettner@lw.com
Correspondent Name: Thomas J. Buettner
Address Line 1: Latham & Watkins LLP
Address Line 2: 330 North Wabash Avenue, Suite 2800
Address Line 4: Chicago, ILLINOIS 60611

ATTORNEY DOCKET NUMBER: 058728-0100

NAME OF SUBMITTER: Thomas J. Buettner

SIGNATURE: /tjb/

DATE SIGNED: 06/16/2023

Total Attachments: 5

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “**Assignment**”), dated as of June 16, 2023, is by **APOGEM CAPITAL LLC** (as successor by appointment to Madison Capital Funding LLC) (individually, “**Apogem**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **MIDCAP FINANCIAL TRUST** (individually “**MidCap**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, Mariani Enterprises, LLC, as “Grantor”, and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Agent Resignation and Appointment Agreement by and among Apogem, Madison Capital Funding LLC, MidCap, the Borrower (as defined therein) and the Lenders (as defined therein), Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

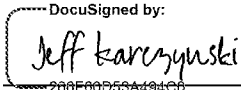
NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

(Remainder of page left intentionally blank; signatures follow.)

RETIRING AGENT:

APOGEM CAPITAL LLC

By:  _____
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Name: Jeff Karczynski

Title: Director

SUCCESSOR AGENT:

MIDCAP FINANCIAL TRUST

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

APOGEM CAPITAL LLC

By: _____
Name: _____
Title: _____

SUCCESSOR AGENT:

MIDCAP FINANCIAL TRUST

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

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

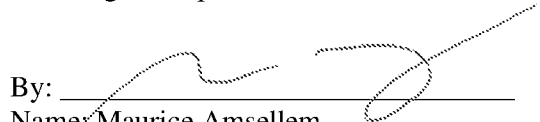
By:  _____
Name: Maurice Amsellem
Title: Authorized Signatory

EXHIBIT A

1. Notice of Grant of Security Interest in Trademarks, dated as of March 24, 2021 and filed with the United States Patent and Trademark Office on March 24, 2021 at Reel 7230, Frame 0957.
2. Notice of Grant of Security Interest in Trademark Rights, dated as of October 28, 2022 and filed with the United States Patent and Trademark Office on January 27, 2023 at Reel 7954, Frame 0129.
3. Notice of Grant of Security Interest in Trademark Rights, dated as of December 19, 2021 and filed with the United States Patent and Trademark Office on December 19, 2021 at Reel 7932, Frame 0886.
4. Notice of Grant of Security Interest in Trademark Rights, dated as of May 6, 2022 and filed with the United States Patent and Trademark Officer on May 6, 2022 at Reel 7714, Frame 0090.

EXHIBIT B

U.S. FEDERAL TRADEMARK REGISTRATIONS

Trademark Description	U.S. Registration Number	Registration Date
BORST LANDSCAPE & DESIGN	3535801	11/25/2008
BORST ORGANIC THE SCIENCE OF NATURE	3518764	10/21/2008
COMMITTED TO BEING THE BEST ... NATURALLY	3589509	3/17/2019
GLEN GATE	1375070	12/10/1985
<i>Design Only</i>	3414384	4/22/2008
<i>Design Only</i>	3421979	5/6/2008
DESIGNS BY SUNDOWN LANDSCAPE ARCHITECTURE & CONSTRUCTION	4054484	11/15/2022
DESIGNS BY SUNDOWN	4054485	11/15/2011
DESIGNS BY SUNDOWN - LANDSCAPE ARCHITECTURE & CONSTRUCTION	4054486	11/15/2011
DESIGNS BY SUNDOWN	4054483	11/15/2011

U.S. FEDERAL TRADEMARK APPLICATIONS

Trademark Description	U.S. Application Number	Application Date
Mariani and Design	90357323	12/3/2020
Mariani Landscape	90357436	12/3/2020
Mariani Plants	90363346	12/7/2020
Mariani Plants	90363311	12/7/2020