

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM841404

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Transfer of Security Interest from Reel/Frame 7547/0093		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FIFTH THIRD BANK, NATIONAL ASSOCIATION, AS ADMINISTRATIVE AGENT		09/01/2023	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	RG Group Holdco, LLC		
Street Address:	1701 Village Center Circle		
City:	Las Vegas		
State/Country:	NEVADA		
Postal Code:	89134		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	3345350	A PASSION TO SERVE	
Registration Number:	4436633	PASSION TO SERVE	
Registration Number:	4436632	AMERICAN BLUE RIBBON HOLDINGS	
Registration Number:	4428962		
Registration Number:	4436631		
Registration Number:	5137810	AMERICAN BLUE RIBBON HOLDINGS PASSION TO	
CORRESPONDENCE DATA			
Fax Number:	8032559831		
<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:	8037992000		
Email:	meredith.ridley@nelsonmullins.com		
Correspondent Name:	Craig N. Killen		
Address Line 1:	301 S. College Street		
Address Line 2:	Suite 2300, IP Department		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	059774/09013		
NAME OF SUBMITTER:	Craig N. Killen		

CH \$165.00 3345350

SIGNATURE:	/Craig N. Killen/
DATE SIGNED:	09/22/2023
Total Attachments: 4 source=FTB to RG Group - Assignment of Trademark Security Agreement American Blue Ribbon Holdings#page1.tif source=FTB to RG Group - Assignment of Trademark Security Agreement American Blue Ribbon Holdings#page2.tif source=FTB to RG Group - Assignment of Trademark Security Agreement American Blue Ribbon Holdings#page3.tif source=FTB to RG Group - Assignment of Trademark Security Agreement American Blue Ribbon Holdings#page4.tif	

ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

This ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT (this “**Assignment**”), dated as of September 1, 2023, is by Fifth Third Bank (individually, “**FTB**”), acting in its capacity as the current and resigning administrative agent and collateral agent (in such capacities, the “**Resigning Agent**”) and RG Group Holdco, LLC, a Delaware limited liability company (individually, “**RG Group**”), acting in its capacity as the successor administrative agent and collateral agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, American Blue Ribbon Holdings, LLC, a Delaware limited liability company, as “Grantor”, and Resigning Agent are parties to that certain Trademark Security Agreement, dated as of December 31, 2021, and recorded with the Trademark Division of the United States Patent and Trademark Office on December 31, 2021, at Reel 7547, Frame 0093 (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreement**”) conveying certain trademarks set forth on Exhibit A attached hereto; and

WHEREAS, pursuant to that certain Agent Resignation and Appointment Agreement, dated as of the date hereof (the “**Agency Transfer Agreement**”), by and among, *inter alios*, FTB, as the Resigning Agent and RG Group, as Successor Agent, the Resigning Agent, without recourse, representation or warranty, has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreement, in each instance, in its capacity as collateral agent and, if applicable, administrative agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Resigning Agent, without recourse, representation or warranty, hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreement.

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 Intentionally Left Blank; Signature Page Follows -

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

RESIGNING AGENT:

FIFTH THIRD BANK

By: Wendi Merritt
Name: Wendi Merritt
Title: Assistant Vice President

SUCCESSOR AGENT:

RG GROUP HOLDCO, LLC

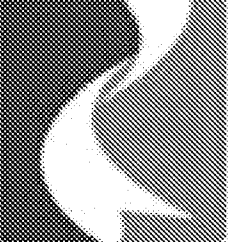


By: 
Bryan D. Coy, Chief Financial Officer

Assignment of Trademark Security Agreement

TRADEMARK
REEL: 008207 FRAME: 0749

EXHIBIT A

A. REGISTERED TRADEMARKS

Mark	App. Date	Reg. No.	Reg. Date	Owner
A PASSION TO SERVE	6/27/05	3345350	11/27/07	American Blue Ribbon Holdings, LLC
PASSION TO SERVE	6/3/13	4436633	11/19/13	American Blue Ribbon Holdings, LLC
AMERICAN BLUE RIBBON HOLDINGS	6/3/13	4436632	11/19/13	American Blue Ribbon Holdings, LLC
	6/3/13	4428962	11/5/13	American Blue Ribbon Holdings, LLC
	6/3/13	4436631	11/19/13	American Blue Ribbon Holdings, LLC
	6/3/13	5137810	2/7/17	American Blue Ribbon Holdings, LLC

B. TRADEMARK APPLICATIONS

None.