

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM848365

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BSP Agency, LLC		10/24/2023	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Travelpro BSI, Inc.		
Street Address:	245 Park Avenue, 38th Floor		
Internal Address:	c/o MidOcean Partners		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10167		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5672078	BLUESMART	
CORRESPONDENCE DATA			
Fax Number:	3105518741		
<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:	3105518755		
Email:	arobertsonbora@gibsondunn.com		
Correspondent Name:	Mandy Robertson-Bora		
Address Line 1:	2029 Century Park East, Suite 4000		
Address Line 2:	Gibson, Dunn & Crutcher LLP		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
ATTORNEY DOCKET NUMBER:	93840-00005		
NAME OF SUBMITTER:	Mandy Robertson-Bora		
SIGNATURE:	/mandy robertson-bora/		
DATE SIGNED:	10/24/2023		
Total Attachments: 3			
source=2023.10.24 BSP Agency, LLC Trademark Release - Travelpro BSI, Inc.(3)#page1.tif			
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of October 24, 2023 (“Release”), is made by BSP Agency, LLC, as Administrative Agent and Collateral Agent (“Administrative Agent”) in favor of Travelpro BSI, Inc., a Delaware corporation (“Grantor”).

WHEREAS, pursuant to that certain Second Lien Security Agreement dated as of May 20, 2016 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) by and among the Grantor, Administrative Agent (as successor agent to Triangle Capital Corporation), and other grantors party thereto, and the Trademark Security Agreement dated as of January 25, 2021 (“Trademark Security Agreement”) by and between the Grantor and Administrative Agent, whereby Grantor granted to the Administrative Agent, for the benefit of the Secured Parties, a security interest in all right, title and interest of Grantor in and to any and all Trademark Collateral; and

WHEREAS, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office (“USPTO”) on March 10, 2021 at Reel 7216 Frame 0761.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Administrative Agent, on behalf of the Secured Parties, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Trademark Security Agreement.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the Secured Parties, without any representation, warranty, recourse, or undertaking of any kind (whether express or implied), hereby:

(a) terminates, cancels, discharges, and releases the security interest in all right, title and interest of Grantor in and to any and all Trademark Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or Trademark Security Agreement; and

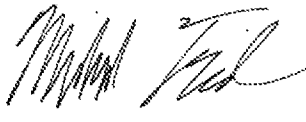
(b) authorizes the recordation of this Release with the USPTO at Grantor’s expense.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

BSP Agency, LLC, as Administrative Agent

By: 

Name: Mike Frick

Title: Authorized Signatory

Schedule A

**Travelpro BSI, Inc.
(Delaware Corporation)**

**U.S. Trademark Subject to Security Interest
Granted by Travelpro BSI, Inc.
In Favor of BSP Agency, LLC, as Administrative Agent
Recorded March 10, 2021 at Reel 7216 Frame 0761**

Trademark Registration

Mark	Reg. No.	Reg. Date
BLUESMART	5672078	02/12/2019