

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM856120

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Naples Beach Club Hotel Owner, LLC		11/22/2023	Limited Liability Company: DELAWARE
Naples Property Holding Company LLC		11/22/2023	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, National Association		
Street Address:	383 Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10179		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	6932495	NAPLES BEACH CLUB	
Registration Number:	6971324	N NAPLES BEACH CLUB	
CORRESPONDENCE DATA			
Fax Number:	9494754754		
<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:	949-451-3800		
Email:	skann@gibsondunn.com		
Correspondent Name:	Stephanie Kann		
Address Line 1:	3161 Michelson Drive		
Address Line 2:	Gibson, Dunn & Crutcher LLP		
Address Line 4:	Irvine, CALIFORNIA 92612		
ATTORNEY DOCKET NUMBER:	33022-00537		
NAME OF SUBMITTER:	Stephanie Kann		
SIGNATURE:	/stephanie kann/		
DATE SIGNED:	11/27/2023		
Total Attachments: 3			

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SECURITY INTEREST GRANT

TRADEMARKS

WHEREAS, NAPLES BEACH CLUB HOTEL OWNER, LLC, a Delaware limited liability company with an address at c/o MSD Partners, L.P., One Vanderbilt Avenue, 26th Floor, New York, New York 10017 (“Grantor”) has adopted, used and is using, and is the exclusive owner of all right, title and interest in and to, the trademark and service mark registrations listed on the annexed Schedule A and is the exclusive owner of the rights with respect to the marks covered by such registrations as used with the goods and services identified therein (the “Trademarks”);

WHEREAS, Grantor has entered into a Construction Loan and Security Agreement, dated as of the date hereof (as amended, restated, supplemented or otherwise modified as replaced from time to time, the “Loan Agreement”), in favor of JPMORGAN CHASE BANK, NATIONAL ASSOCIATION, a national banking association chartered under the laws of the United States of America, having an address at 383 Madison Avenue, New York, New York 10179, as administrative agent for certain agents and lenders (in such capacity, together with any successors and assigns, “Grantee”);

WHEREAS, pursuant to the Loan Agreement, Grantor has entered into a Mortgage, Assignment of Rents and Leases, Collateral Assignment of Property Agreements, Security Agreement and Fixture Filing, dated as of the date hereof (as amended, restated, supplemented or otherwise modified or replaced from time to time, the “Security Agreement”), in favor of Grantee, as collateral agent for certain agents and lenders; and

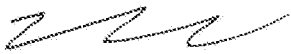
WHEREAS, pursuant to the Security Agreement, Grantor has granted to Grantee, for the benefit of the lenders under the Loan Agreement, a continuing security interest in all right, title and interest of Grantor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the “IP Collateral”), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby grants to Grantee, for the benefit of the Agents and the Lenders (as such terms are defined in the Loan Agreement), a continuing security interest in the IP Collateral to secure the prompt payment, performance and observance of the Obligations. Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the IP Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Grantor has caused this Security Interest Grant to be duly executed by its officer thereunto duly authorized as of the date set forth below.


GRANTOR:

NAPLES PROPERTY HOLDING COMPANY
LLC, a Delaware limited liability company

By: 

Name: Kenneth Gerold
Title: Authorized Signatory
Date: November 22, 2023

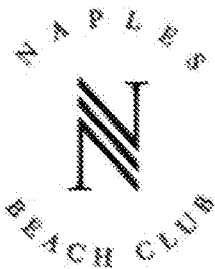
NAPLES BEACH CLUB HOTEL OWNER,
LLC, a Delaware limited liability company

By: 

Name: Kenneth Gerold
Title: Authorized Signatory
Date: November 22, 2023

[Signature Page to Security Interest Grant]

SCHEDULE A TO SECURITY INTEREST GRANT

Mark	Reg. No./Reg. Date	Goods and Services
NAPLES BEACH CLUB	Reg 6932495 Reg 20-DEC-2022	INT. CL. 16 STATIONERY; NOTE PAPER; PAPER NAPKINS; PRINTED POST CARDS INT. CL. 18 HANDBAGS INT. CL. 21 CUPS; DRINKING GLASSES INT. CL. 24 TOWELS INT. CL. 25 HEADWEAR; SHIRTS; ATHLETIC APPAREL, NAMELY, SHIRTS, HATS AND CAPS; SPORT SHIRTS; T-SHIRTS INT. CL. 28 GOLF BALLS INT. CL. 37 REAL ESTATE DEVELOPMENT; REAL ESTATE DEVELOPMENT SERVICES IN THE FIELD OF PRIVATE GOLF AND LIFESTYLE COMMUNITIES
	Reg 6971324 Reg 07-FEB-2023	INT. CL. 16 STATIONERY; NOTE PAPER; PAPER NAPKINS; PRINTED POST CARDS INT. CL. 18 HANDBAGS INT. CL. 21 CUPS; DRINKING GLASSES INT. CL. 24 TOWELS INT. CL. 25 HEADWEAR; SHIRTS; ATHLETIC APPAREL, NAMELY, SHIRTS, HATS AND CAPS; SPORT SHIRTS; T-SHIRTS INT. CL. 28 GOLF BALLS INT. CL. 37 REAL ESTATE DEVELOPMENT; REAL ESTATE DEVELOPMENT SERVICES IN THE FIELD OF PRIVATE GOLF AND LIFESTYLE COMMUNITIES