

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM866802

|   |  |  |                                      |
|---|--|--|--------------------------------------|
| <b>SUBMISSION TYPE:</b>                         | NEW ASSIGNMENT                             |  |                                      |
| <b>NATURE OF CONVEYANCE:</b>                    | SECURITY INTEREST                          |  |                                      |
| <b>CONVEYING PARTY DATA</b>                     |  |  |                                      |
| <b>Name</b>                                     | <b>Formerly</b>                            | <b>Execution Date</b>                    | <b>Entity Type</b>                   |
| UBS AG, STAMFORD BRANCH, as the resigning agent |  | 01/04/2024                               | Aktiengesellschaft (Ag): SWITZERLAND |
| <b>RECEIVING PARTY DATA</b>                     |  |  |                                      |
| <b>Name:</b>                                    | GLAS TRUST COMPANY LLC, as successor agent |  |                                      |
| <b>Street Address:</b>                          | 3 Second Street, Suite 206                 |  |                                      |
| <b>City:</b>                                    | Jersey City                                |  |                                      |
| <b>State/Country:</b>                           | NEW JERSEY                                 |  |                                      |
| <b>Postal Code:</b>                             | 07311                                      |  |                                      |
| <b>Entity Type:</b>                             | Limited Liability Company: NEW HAMPSHIRE   |  |                                      |
| <b>PROPERTY NUMBERS Total: 90</b>               |  |  |                                      |
| <b>Property Type</b>                            | <b>Number</b>                              | <b>Word Mark</b>                         |                                      |
| <b>Registration Number:</b>                     | 4580806                                    | AMERICAN EMPRESS                         |                                      |
| <b>Registration Number:</b>                     | 1951681                                    | AMERICAN QUEEN                           |                                      |
| <b>Registration Number:</b>                     | 1953534                                    | AMERICAN QUEEN                           |                                      |
| <b>Registration Number:</b>                     | 1953533                                    | AMERICAN QUEEN                           |                                      |
| <b>Registration Number:</b>                     | 1953532                                    | AMERICAN QUEEN                           |                                      |
| <b>Registration Number:</b>                     | 1960672                                    | AMERICAN QUEEN                           |                                      |
| <b>Registration Number:</b>                     | 4769014                                    | COLLEGE ON THE MISSISSIPPI               |                                      |
| <b>Registration Number:</b>                     | 4894971                                    | COMMODORE SERVICES                       |                                      |
| <b>Registration Number:</b>                     | 4577817                                    | PADDLEWHEELER                            |                                      |
| <b>Registration Number:</b>                     | 4586266                                    | STEAMBOAT SOCIETY OF AMERICA             |                                      |
| <b>Registration Number:</b>                     | 4286568                                    | THE AMERICAN QUEEN STEAMBOAT COMPANY     |                                      |
| <b>Registration Number:</b>                     | 1920365                                    | THE PADDLEWHEEL STEAMBOATIN' SOCIETY OFA |                                      |
| <b>Registration Number:</b>                     | 4230021                                    | THEMEBOATING                             |                                      |
| <b>Registration Number:</b>                     | 5278444                                    | UNIQUELY AMERICAN RIVER CRUISES          |                                      |
| <b>Registration Number:</b>                     | 5339747                                    | RIVER VIEWS                              |                                      |
| <b>Registration Number:</b>                     | 5557380                                    | BROADWAY CRUISES                         |                                      |
| <b>Registration Number:</b>                     | 5686355                                    | BUBBLES, BEATS & BRUNCH                  |                                      |
| <b>Registration Number:</b>                     | 5309862                                    | HMS GLOBAL MARITIME                      |                                      |

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| Property Type        | Number  | Word Mark                            |
|----------------------|---------|--------------------------------------|
| Registration Number: | 4447196 | ATLANTICA                            |
| Registration Number: | 2257456 | BATEAUX NEW YORK                     |
| Registration Number: | 5023477 | BOATHOUSE FRIDAYS                    |
| Registration Number: | 4348814 | CAPITAL ELITE                        |
| Registration Number: | 4646107 | CHICAGO ELITE                        |
| Registration Number: | 4306495 | FREEDOM ELITE                        |
| Registration Number: | 3766406 | INNER HARBOR SPIRIT                  |
| Registration Number: | 4561406 | MANHATTAN ELITE                      |
| Registration Number: | 4352387 | POTOMAC RIVERBOAT COMPANY            |
| Registration Number: | 5678108 | POTOMAC RIVERBOAT COMPANY WATER TAXI |
| Registration Number: | 4303900 | SEAPORT ELITE                        |
| Registration Number: | 4644758 | SPIRIT CRUISES                       |
| Registration Number: | 4648788 | SPIRIT CRUISES                       |
| Registration Number: | 2058501 | SPIRIT OF -----                      |
| Registration Number: | 3758248 | SPIRIT OF BALTIMORE                  |
| Registration Number: | 3223789 | SPIRIT OF BOSTON                     |
| Registration Number: | 3223791 | SPIRIT OF CHICAGO                    |
| Registration Number: | 3319636 | SPIRIT OF MT. VERNON                 |
| Registration Number: | 3223792 | SPIRIT OF NEW JERSEY                 |
| Registration Number: | 3223795 | SPIRIT OF NEW YORK                   |
| Registration Number: | 3223787 | SPIRIT OF NORFOLK                    |
| Registration Number: | 3223788 | SPIRIT OF PHILADELPHIA               |
| Registration Number: | 3223790 | SPIRIT OF WASHINGTON                 |
| Registration Number: | 5531560 | VIRGINIA ELITE                       |
| Registration Number: | 5302745 | V VICTORY CRUISE LINES               |
| Registration Number: | 4755475 | CODZILLA                             |
| Registration Number: | 4755474 | CODZILLA                             |
| Registration Number: | 4862065 | BHC BOSTON HARBOR CRUISES            |
| Registration Number: | 4821066 | BOSTON HARBOR CRUISES                |
| Registration Number: | 4722286 | BHC BOSTON HARBOR CRUISES            |
| Registration Number: | 4596549 | CODZILLA                             |
| Registration Number: | 4698258 | BOSTON HARBOR CRUISES                |
| Registration Number: | 4726183 | WALKS OF ITALY                       |
| Registration Number: | 4730048 | WALKS OF ITALY                       |
| Registration Number: | 4213550 | PRISTINE SISTINE                     |
| Registration Number: | 5677888 | WALK ON WALK OFF                     |
| Registration Number: | 6122782 | VICTORY I                            |
| Registration Number: | 6297329 | SAFECRUISE                           |

| Property Type        | Number   | Word Mark                          |
|----------------------|----------|------------------------------------|
| Registration Number: | 6368042  | SAFECRUISE BY HORNBLLOWER          |
| Registration Number: | 6177013  | GANANOQUE BOAT LINE                |
| Registration Number: | 6226248  | GANANOQUE BOAT LINE                |
| Registration Number: | 6226416  | MARIPOSA CRUISES                   |
| Registration Number: | 6758551  | DISCOVERY RUNS DEEP                |
| Registration Number: | 7045774  | AMERICAN QUEEN VOYAGES             |
| Registration Number: | 6140767  | FEEL THE RHYTHM OF THE RIVER       |
| Registration Number: | 6140769  | ROLLIN' ON THE AMERICAN RIVERS     |
| Registration Number: | 6681220  | CITYCRUISES                        |
| Registration Number: | 6959917  | RESPECT OUR PLANET                 |
| Registration Number: | 6683842  |                                    |
| Registration Number: | 6684356  |                                    |
| Registration Number: | 6988546  | ANCHOR                             |
| Registration Number: | 6843045  | CITY EXPERIENCES BY HORNBLLOWER    |
| Registration Number: | 6783738  | VENTURE ASHORE                     |
| Registration Number: | 7044229  | VENTURE ASHORE BY CITY EXPERIENCES |
| Registration Number: | 7046634  | CITYFERRY BY HORNBLLOWER           |
| Registration Number: | 7035061  | VENTURE SAFE                       |
| Registration Number: | 7059389  | WHEELHOUSE UNIVERSITY              |
| Registration Number: | 7047041  | CITYFERRY BY HORNBLLOWER           |
| Registration Number: | 7175916  | DEVOUR TOURS                       |
| Registration Number: | 7037151  | DEVOUR                             |
| Registration Number: | 6304844  | DISCOVER BEYOND                    |
| Registration Number: | 6659818  | AMERICAN COUNTESS                  |
| Registration Number: | 6639400  | AMERICAN DUCHESS                   |
| Registration Number: | 6032862  | STEAMBOAT SOCIETY OF AMERICA       |
| Registration Number: | 6847190  | SPIRIT OF NAVY PIER                |
| Registration Number: | 6225850  | ODYSSEY CRUISES                    |
| Registration Number: | 6907862  | CITY FERRY ANCHORED BY HORNBLLOWER |
| Registration Number: | 4541890  | SHORETRIPS                         |
| Registration Number: | 4581162  | SHORETRIPPIN' WITH SHORETRIPS      |
| Registration Number: | 4616154  | SHORETRIPS GIVE                    |
| Serial Number:       | 88312528 | VICTORY CRUISE LINES               |
| Serial Number:       | 97870600 | POTOMAC WATER TAXI                 |

**CORRESPONDENCE DATA**

Fax Number: 2028357586

*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.*

**Phone:** 2028357500  
**Email:** dcip@milbank.com  
**Correspondent Name:** Javier J. Ramos, Esq.  
**Address Line 1:** 1850 K Street, NW, Suite 1100  
**Address Line 2:** Milbank, LLP  
**Address Line 4:** Washington, D.C. 20006

**ATTORNEY DOCKET NUMBER:** 47008.00001

**NAME OF SUBMITTER:** Javier J. Ramos

**SIGNATURE:** /Javier J. Ramos/

**DATE SIGNED:** 01/09/2024

**Total Attachments: 24**

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**OMNIBUS ASSIGNMENT OF SECURITY INTERESTS IN TRADEMARK COLLATERAL  
(FIRST LIEN)**

This **OMNIBUS ASSIGNMENT OF SECURITY INTERESTS IN TRADEMARK COLLATERAL (First Lien)** (this “Agreement”) is made as of January 4, 2024 by UBS AG, STAMFORD BRANCH, in its capacity as the resigning administrative agent and as the resigning collateral agent (“Resigning Agent”) and GLAS TRUST COMPANY LLC, in its prospective capacity as the successor administrative agent and as the successor collateral agent (“Successor Agent”). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in each Trademark Security Agreement (as defined below), or if not defined therein, in the Security Agreement (as defined below);

**WHEREAS**, the Resigning Agent is a party to (i) that certain Collateral Agreement (First Lien), dated as of April 27, 2018 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”), among *inter alios* Hornblower Sub, LLC and American Queen Sub, LLC, as Borrowers and each subsidiary of the Borrowers party thereto from time to time (each, a “Pledgor” and collectively, the “Pledgors”), and (ii) each Notice of Security Interests (First Lien) in Trademarks (each, a “Trademark Security Agreement” and collectively, the “Trademark Security Interests”), pursuant to which each Pledgor has executed and delivered each of the Trademark Security Agreements listed on Schedule A and;

**WHEREAS**, pursuant to the Security Agreement and each Trademark Security Agreement, each Pledgor pledged and granted to the Resigning Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under the Collateral of such Pledgor, including (i) all trademarks, service marks, corporate names, company names, business names, trade names, domain names, trade dress, logos and taglines, all registrations thereof (if any), and all registration and pending applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office, and all renewals thereof, including those listed on Schedule I and (ii) all goodwill associated therewith or symbolized thereby (the “Trademark Collateral”);

**WHEREAS**, pursuant to that certain Resignation, Appointment and Acceptance and Amendment Agreement No. 10, dated as of December 15, 2023 (the “Succession Agreement”), Resigning Agent has resigned as Administrative Agent and Collateral Agent (as each term is defined in certain Credit Agreement, dated as of April 27, 2018 (as amended on January 2, 2019 by that certain Incremental Assumption and Amendment Agreement, on April 18, 2019 by that certain Incremental Assumption and Amendment Agreement No. 2, on March 3, 2020 by that certain Incremental Assumption and Amendment Agreement No. 3, on July 21, 2020 by that certain Amendment Agreement No. 4, on November 10, 2020 by that certain Amendment Agreement No. 5, on December 16, 2020 by that certain Amendment Agreement No. 6, on March 18, 2021 by that certain Amendment Agreement No. 7, on November 3, 2022 by that certain Amendment Agreement No. 8, on November 17, 2023 by that certain Amendment Agreement No. 9 and as further amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”), by and among HORNBLOWER HOLDCO, LLC, a Delaware limited liability company (the “Hornblower Parent”), AMERICAN QUEEN HOLDCO, LLC, a Delaware limited liability company (“AQ Parent” and, together with Hornblower Parent, each a “Parent” and, collectively, the “Parents”), HORNBLOWER SUB, LLC, a Delaware limited liability company (“Hornblower Borrower”), AMERICAN QUEEN SUB, LLC, a Delaware limited liability company (“AQ Borrower” and, together with Hornblower Borrower, each a “Borrower” and, collectively, the “Borrowers”), the lenders party thereto and the Resigning Agent) under the Credit Agreement and the other Loan Documents (as defined in the Credit Agreement), and Successor Agent is being appointed as Administrative Agent and Collateral

Agent (as each term is defined in the Credit Agreement) under the Credit Agreement and the other Loan Documents (as defined in the Credit Agreement); and

**WHEREAS**, the Resigning Agent desires to assign its rights, powers and privileges as Collateral Agent (as defined in each Trademark Security Agreement) under each Trademark Security Agreement listed on Schedule A to Successor Agent.

**IN CONSIDERATION** of the agreements, provisions and covenants herein contained, the parties hereto hereby agree as follows:

**Assignment**

(a) The Resigning Agent hereby irrevocably transfers, assigns, grants, conveys and delegates to Successor Agent, and the Successor Agent hereby assumes, effective as of the Effective Date (as that term is defined in the Succession Agreement), all of the rights, benefits, authority, powers, privileges and duties of Resigning Agent under each Trademark Security Agreement (other than those rights and benefits that expressly survive the resignation of Resigning Agent pursuant to the Credit Agreement), including Resigning Agent's security interest in each Pledgor's Trademark Collateral.

(b) Effective as of the Effective Date, Successor Agent shall succeed to the rights, benefits, authority, powers, privileges and duties of Resigning Agent under each Trademark Security Agreement as if it were the original collateral agent thereunder, and the rights, benefits, powers, privileges and duties of the Resigning Agent (other than those rights and benefits that expressly survive the resignation of Resigning Agent pursuant to the Credit Agreement) under each Trademark Security Agreement shall be terminated. Nothing herein shall be deemed to terminate, interrupt or impair the continuity of the security interest in the Trademark Collateral originally granted to the Resigning Agent under the Security Agreement and each Trademark Security Agreement, which security interest is, as of the Effective Date, now succeeded by and transferred to Successor Agent.

(c) The Resigning Agent further agrees, at the Borrowers' or the Successor Agent's request, to (i) execute all documents as may be reasonably requested by the Successor Agent to transfer the rights, benefits, authority, powers and privileges of the Resigning Agent under each Trademark Security Agreement to the Successor Agent; and (ii) execute and deliver to the Successor Agent or the Borrowers such additional documents and shall provide such additional information as the Successor Agent or the Borrowers may reasonably request to carry out the terms of this Agreement.

**Miscellaneous**

(a) Each of the parties hereto hereby agrees from time to time, promptly upon request of any other party hereto, to take such additional actions and to execute and deliver such additional documents and instruments as such other party may reasonably request to effect the transactions contemplated by, and to carry out the intent of, this Agreement.

(b) Neither this Agreement nor any term hereof may be changed, waived, discharged or terminated, except by an instrument in writing signed by the party (including, if applicable, any party required to evidence its consent to or acceptance of this Agreement) against whom enforcement of such change, waiver, discharge or termination is sought.

(c) In case any provision in or obligation under this Agreement shall be invalid, illegal or unenforceable in any jurisdiction, the validity, legality and enforceability of the remaining provisions or

obligations, or of such provision or obligation in any other jurisdiction, shall not in any way be affected or impaired thereby.

**(d) THIS AGREEMENT AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HEREUNDER SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.**

(e) This Agreement shall be binding upon, and shall inure to the benefit of, the parties hereto and their respective successors and assigns.

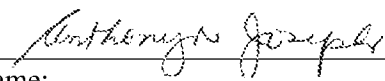
(f) This Agreement may be executed in one or more counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument; signature pages may be detached from multiple separate counterparts and attached to a single counterpart so that all signature pages are physically attached to the same document. Any signature to this Agreement may be delivered by facsimile, electronic mail (including pdf) or any electronic signature complying with the U.S. federal E-SIGN Act of 2000 or the New York Electronic Signature and Records Act or other transmission method and any counterpart so delivered shall be deemed to have been duly and validly delivered and be valid and effective for all purposes to the fullest extent permitted by applicable law.

*[Signature page follows]*

**IN WITNESS WHEREOF**, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized, such execution being made as of the date first written above.

**UBS AG, STAMFORD BRANCH**, in its  
capacity as Resigning Agent

By:   
Name: Anthony Colon  
Title: Director

By:   
Name: Anthony N Joseph  
Title: Associate Director



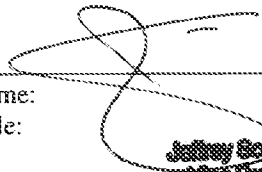
IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized, such execution being made as of the date first written above.

**UBS AG, STAMFORD BRANCH**, in its  
capacity as Resigning Agent

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

**GLAS TRUST COMPANY LLC**, in its  
capacity as Successor Agent

By: \_\_\_\_\_  
Name:  
Title:  
  
**Jeffrey Schoenfeld**  
**Vice President**

[Signature Page to Omnibus Assignment of Security Interest in Trademark Collateral (First Lien)]

## SCHEDULE A

1. Notice of Security Interests (First Lien) in Trademarks, dated as of April 27, 2018, made by HMS American Queen Steamboat Company, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 6361, Frame 0169 on May 1, 2018.
2. Notice of Security Interests (First Lien) in Trademarks, dated as of April 18, 2019, made by Hornblower Group, Inc. in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 6623, Frame 0209 on April 18, 2019.
3. Notice of Security Interests (First Lien) in Trademarks, dated as of April 27, 2018, made by HMS Global Maritime, Inc. in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 6361, Frame 0088 on May 1, 2018.
4. Notice of Security Interests (First Lien) in Trademarks, dated as of April 18, 2019, made by Hornblower Cruises and Events, LLC (f/k/a Spirit Cruises, LLC) in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 6623, Frame 0143 on April 18, 2019.
5. Notice of Security Interests (First Lien) in Trademarks, dated as of April 18, 2019, made by Victory Operating Company, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 6623, Frame 0262 on April 18, 2019.
6. Notice of Security Interests (First Lien) in Trademarks, dated as of March 4, 2020, made by Boston Harbor Cruises LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 6883, Frame 0808 on March 5, 2020.
7. Notice of Security Interests (First Lien) in Trademarks, dated as of April 16, 2021, made by WALKS LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 7260, Frame 0595 on April 19, 2021.
8. Notice of Security Interests (First Lien) in Trademarks, dated as of November 10, 2020, made by VICTORY HOLDINGS I, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 7103, Frame 0173 on November 11, 2020.
9. Notice of Security Interests (First Lien) in Trademarks, dated as of November 10, 2020, made by HORNBLOWER CRUISES AND EVENTS, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 7103, Frame 0182 on November 11, 2020.
10. Notice of Security Interests (First Lien) in Trademarks, dated as of November 10, 2020, made by HORNBLOWER CRUISES AND EVENTS, LLC in favor of UBS AG, Stamford Branch,

- as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 7119, Frame 0560 on December 1, 2020.
11. Notice of Security Interests (First Lien) in Trademarks, dated as of April 27, 2018, made by Hornblower Group, Inc. in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 6373, Frame 0368 on May 1, 2018, recorded with the United States Patent and Trademark Office at Reel 8263, Frame 0895 on November 20, 2023.
  12. Notice of Security Interests (First Lien) in Trademarks, dated as of November 17, 2023, made by AMERICAN QUEEN STEAMBOAT OPERATING COMPANY, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 8263, Frame 0895 on November 20, 2023.
  13. Notice of Security Interests (First Lien) in Trademarks, dated as of November 17, 2023, made by Hornblower Group, Inc. in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 8263, Frame 0956 on November 20, 2023.
  14. Notice of Security Interests (First Lien) in Trademarks, dated as of November 17, 2023, made by Victory Operating Company, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 8263, Frame 0978 on November 20, 2023.
  15. Notice of Security Interests (First Lien) in Trademarks, dated as of November 17, 2023, made by HMS American Queen Steamboat Company, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 8263, Frame 0918 on November 20, 2023.
  16. Notice of Security Interests (First Lien) in Trademarks, dated as of November 17, 2023, made by Hornblower Cruises and Events, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 8263, Frame 0942 on November 20, 2023.
  17. Notice of Security Interests (First Lien) in Trademarks, dated as of November 17, 2023, made by HMS Global Maritime, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 8263, Frame 0936 on November 20, 2023.
  18. Notice of Security Interests (First Lien) in Trademarks, dated as of November 17, 2023, made by Liberty Hospitality, LLC in favor of UBS AG, Stamford Branch, as Collateral Agent (as defined in the Collateral Agreement), recorded with the United States Patent and Trademark Office at Reel 8263, Frame 0968 on November 20, 2023.

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 6361, Frame 0169

Trademarks Owned by HMS American Queen Steamboat Company, LLC

*U.S. Federal Trademark Registrations and Applications:*

| No. | Owner  | Trademark                                       | Serial No. | Registration No.          |
|-----|--|---|------------|---------------------------|
| 1.  | HMS American Queen Steamboat Company, LLC              | American Empress                                | 85743799   | 4580806                   |
| 2.  | HMS American Queen Steamboat Company, LLC              | American Queen                                  | 74372288   | 1951681                   |
| 3.  | HMS American Queen Steamboat Company, LLC              | American Queen                                  | 74372292   | 1953534                   |
| 4.  | HMS American Queen Steamboat Company, LLC              | American Queen                                  | 74372255   | 1953533                   |
| 5.  | HMS American Queen Steamboat Company, LLC              | American Queen                                  | 74372250   | 1953532                   |
| 6.  | HMS American Queen Steamboat Company, LLC              | American Queen                                  | 74403007   | 1960672                   |
| 7.  | HMS American Queen Steamboat Company, LLC              | College on the Mississippi                      | 85709735   | 4769014                   |
| 8.  | HMS American Queen Steamboat Company, LLC              | Commodore Services                              | 86647298   | 4894971                   |
| 9.  | HMS American Queen Steamboat Company, LLC              | Paddlewheeler                                   | 86110569   | 4577817<br>(Supplemental) |
| 10. | HMS American Queen Steamboat Company, LLC              | Steamboat Society of America                    | 86110647   | 4586266<br>(Supplemental) |
| 11. | HMS American Queen Steamboat Company, LLC              | The American Queen Steamboat Company            | 85305162   | 4286568                   |
| 12. | HMS American Queen Steamboat Company, LLC              | The Paddlewheel Steamboatin' Society of America | 74409278   | 1920365                   |
| 13. | HMS American Queen Steamboat Company, LLC              | Themeboating                                    | 85574319   | 4230021                   |
| 14. | HMS American Queen Steamboat Company, LLC <sup>1</sup> | Uniquely American River Cruises                 | 87256818   | 5278444                   |
| 15. | HMS American Queen Steamboat Company, LLC              | River Views                                     | 87426220   | 5339747                   |

<sup>1</sup> Registration is in the name of "American Cruise Lines, Inc."

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 6623, Frame 0209

Trademarks Owned by Hornblower Group, Inc.

*U.S. Federal Trademark Registrations and Applications:*

| <u>Owner</u>           | <u>Mark</u>                        | <u>Reg. No./App. No. (as applicable)</u> |
|------------------------|------------------------------------|--|
| Hornblower Group, Inc. | <b>BROADWAY CRUISES</b>            | 5557380                                  |
| Hornblower Group, Inc. | <b>BUBBLES, BEATS &amp; BRUNCH</b> | 5686355                                  |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 6361, Frame 0088

Trademarks Owned by HMS Global Maritime, Inc.

*U.S. Federal Trademark Registrations and Applications:*

| No. | Owner                                    | Trademark           | Serial No. | Registration No. |
|-----|--|---------------------|------------|------------------|
| 1.  | HMS Global Maritime,<br>LLC <sup>2</sup> | HMS Global Maritime | 87350875   | 5309862          |

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<sup>2</sup> This trademark was formerly registered to HMS Global Maritime, Inc.

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 6623, Frame 0143

Trademarks Owned by Spirit Cruises, LLC

*U.S. Federal Trademark Registrations and Applications:*

| <u>Owner</u> <sup>3</sup>          | <u>Mark</u>                                      | <u>Reg. No. /App. No. (as applicable)</u> |
|------------------------------------|--|---|
| Hornblower Cruises and Events, LLC | ATLANTICA  | 4447196                                   |
| Hornblower Cruises and Events, LLC | BATEAUX NEW YORK                                 | 2257456                                   |
| Hornblower Cruises and Events, LLC | BOATHOUSE FRIDAYS                                | 5023477                                   |
| Hornblower Cruises and Events, LLC | CAPITAL ELITE                                    | 4348814                                   |
| Hornblower Cruises and Events, LLC | CHICAGO ELITE                                    | 4646107                                   |
| Hornblower Cruises and Events, LLC | FREEDOM ELITE                                    | 4306495                                   |
| Hornblower Cruises and Events, LLC | INNER HARBOR SPIRIT                              | 3766406                                   |
| Hornblower Cruises and Events, LLC | MANHATTAN ELITE                                  | 4561406                                   |
| Hornblower Cruises and Events, LLC | POTOMAC RIVERBOAT COMPANY                        | 4352387                                   |
| Hornblower Cruises and Events, LLC | POTOMAC RIVERBOAT COMPANY<br>WATER TAXI & Design | 5678108                                   |
| Hornblower Cruises and Events, LLC | SEAPORT ELITE                                    | 4303900                                   |
| Hornblower Cruises and Events, LLC | SPIRIT CRUISES                                   | 4644758                                   |
| Hornblower Cruises and Events, LLC | SPIRIT CRUISES Logo                              | 4648788                                   |
| Hornblower Cruises and Events, LLC | SPIRIT OF-----                                   | 2058501                                   |

<sup>3</sup> Hornblower Cruises and Events, LLC (f/k/a Spirit Cruises, LLC) is the successor in interest to the trademarks originally registered in the name of Potomac Riverboat Company, LLC as a result of the merger between Spirit Cruises, LLC and Potomac Riverboat Company, LLC, effective December 31, 2017.

|                                    |                        |         |
|------------------------------------|------------------------|---------|
| Hornblower Cruises and Events, LLC | SPIRIT OF BALTIMORE    | 3758248 |
| Hornblower Cruises and Events, LLC | SPIRIT OF BOSTON       | 3223789 |
| Hornblower Cruises and Events, LLC | SPIRIT OF CHICAGO      | 3223791 |
| Hornblower Cruises and Events, LLC | SPIRIT OF MT. VERNON   | 3319636 |
| Hornblower Cruises and Events, LLC | SPIRIT OF NEW JERSEY   | 3223792 |
| Hornblower Cruises and Events, LLC | SPIRIT OF NEW YORK     | 3223795 |
| Hornblower Cruises and Events, LLC | SPIRIT OF NORFOLK      | 3223787 |
| Hornblower Cruises and Events, LLC | SPIRIT OF PHILADELPHIA | 3223788 |
| Hornblower Cruises and Events, LLC | SPIRIT OF WASHINGTON   | 3223790 |
| Hornblower Cruises and Events, LLC | VIRGINIA ELITE         | 5531560 |



Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 6623, Frame 0262

Trademarks Owned by Victory Operating Company, LLC

*U.S. Federal Trademark Registrations and Applications:*

| <u>Owner</u>                      | <u>Mark</u>                                  | <u>Reg. No./App. No. (as applicable)</u> |
|-----------------------------------|--|--|
| Victory Operating Company,<br>LLC | Victory Cruise Lines (Stylized)              | 5302745                                  |
| Victory Operating Company,<br>LLC | Victory Cruise Lines (Standard<br>Character) | 88312528                                 |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel: 6883 Frame: 0808

Trademarks Owned by Boston Harbor Cruises LLC

*US. Federal Trademark Registrations and Applications*


|    | <b>Owner</b>                 | <b>Trademark</b>          | <b>Appl. No.<br/>Filing Date</b> | <b>Reg. No.<br/>Reg. Date</b> |
|----|------------------------------|---------------------------|----------------------------------|-------------------------------|
| 1. | Boston Harbor Cruises<br>LLC | CODZILLA                  | 86,433,334<br>10/24/2014         | 4,755,475<br>06/16/2015       |
| 2. | Boston Harbor Cruises<br>LLC | CODZILLA                  | 86,433,328<br>10/24/2014         | 4,755,474<br>06/16/2015       |
| 3. | Boston Harbor Cruises<br>LLC | BHC BOSTON HARBOR CRUISES | 86,433,106<br>10/23/2014         | 4,862,065<br>12/01/2015       |
| 4. | Boston Harbor Cruises<br>LLC | BOSTON HARBOR CRUISES     | 86,433,056<br>10/23/2014         | 4,821,066<br>09/29/2015       |
| 5. | Boston Harbor Cruises<br>LLC | BHC BOSTON HARBOR CRUISES | 86,171,144<br>01/21/2014         | 4,722,286<br>04/21/2015       |
| 6. | Boston Harbor Cruises<br>LLC | CODZILLA                  | 86,171,019<br>01/21/2014         | 4,596,549<br>09/02/2014       |
| 7. | Boston Harbor Cruises<br>LLC | BOSTON HARBOR CRUISES     | 86,168,797<br>01/17/2014         | 4,698,258<br>03/10/2015       |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 7260, Frame 0595

Trademarks Owned by Walks LLC

*US. Federal Trademark Registrations*

|    | <b>Owner</b> | <b>Trademark</b>  | <b>Serial No.</b> | <b>Registration No.</b> |
|----|--------------|---|-------------------|-------------------------|
| 1. | Walks LLC    | Walks of Italy  | 86152079          | 4726183                 |
| 2. | Walks LLC    | Walks of Italy & Design<br> | 86152092          | 4730048                 |
| 3. | Walks LLC    | Pristine Sistine  | 85536397          | 4213550                 |
| 4. | Walks LLC    | Walk On Walk Off  | 87747326          | 5677888                 |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 7103, Frame 0173

Trademarks Owned by Victory Holdings I, LLC

*US. Federal Trademark Registrations and Applications*

|    | <b>Owner</b>            | <b>Trademark</b> | <b>Serial No.</b> | <b>Registration No.</b> |
|----|-------------------------|------------------|-------------------|-------------------------|
| 1. | Victory Holdings I, LLC | Victory I        | 88596459          | 6122782                 |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 7103, Frame 0182 and Reel 7119, Frame 0560

Trademarks Owned by Hornblower Cruises and Events, LLC

*US. Federal Trademark Registrations and Applications*

|    | <b>Owner</b>                       | <b>Trademark</b>             | <b>Serial No.</b> | <b>Registration No.</b> |
|----|------------------------------------|------------------------------|-------------------|-------------------------|
| 1. | Hornblower Cruises and Events, LLC | SAFECRUISE                   | 88/939626         | 6297329                 |
| 2. | Hornblower Cruises and Events, LLC | SAFECRUISE BY HORNBLOWER     | 88/939710         | 6368042                 |
| 3. | Hornblower Cruises and Events, LLC | GANANOQUE BOAT LINE          | 88916346          | 6177013                 |
| 4. | Hornblower Cruises and Events, LLC | GANANOQUE Boat Line & Design | 88916354          | 6226248                 |
| 5. | Hornblower Cruises and Events, LLC | MARIPOSA CRUISES             | 88927460          | 6226416                 |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 8263, Frame 0895

Trademarks Owned by American Queen Steamboat Operating  
Company, LLC



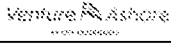


*U.S. Federal Trademark Registrations and Applications*

| <u>Owner</u>                                    | <u>Mark</u>                    | <u>Reg. No. / App. No. (as applicable)</u> |
|---|--------------------------------|--|
| American Queen Steamboat Operating Company, LLC | DISCOVERY RUNS DEEP            | 6758551                                    |
| American Queen Steamboat Operating Company, LLC | AMERICAN QUEEN VOYAGES         | 7045774                                    |
| American Queen Steamboat Operating Company, LLC | FEEL THE RHYTHM OF THE RIVER   | 6140767                                    |
| American Queen Steamboat Operating Company, LLC | ROLLIN' ON THE AMERICAN RIVERS | 6140769                                    |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel: 8263 Frame: 0956

Trademarks Owned by Hornblower Group, Inc.  
*U.S. Federal Trademark Registrations and Applications*

| <u>Owner</u>           | <u>Mark</u>   | <u>Reg. No./App. No. (as applicable)</u> |
|------------------------|---|--|
| Hornblower Group, Inc. | CITYCRUISES   | 6681220                                  |
| Hornblower Group, Inc. | RESPECT OUR PLANET  | 6959917                                  |
| Hornblower Group, Inc. | Design Only<br>                          | 6683842                                  |
| Hornblower Group, Inc. | Design Only<br>                          | 6684356                                  |
| Hornblower Group, Inc. | ANCHOR  | 6988546                                  |
| Hornblower Group, Inc. | CITY EXPERIENCES BY HORNBLOWER  | 6843045                                  |
| Hornblower Group, Inc. | VENTURE ASHORE  | 6783738                                  |
| Hornblower Group, Inc. | VENTURE ASHORE BY CITY EXPERIENCES<br> | 7044229                                  |
| Hornblower Group, Inc. | CITYFERRY BY HORNBLOWER<br>            | 7046634                                  |
| Hornblower Group, Inc. | VENTURE SAFE  | 7035061                                  |
| Hornblower Group, Inc. | WHEELHOUSE UNIVERSITY   | 7059389                                  |
| Hornblower Group, Inc. | CITYFERRY BY HORNBLOWER   | 7047041                                  |
| Hornblower Group, Inc. | DEVOUR TOURS  | 7175916                                  |
| Hornblower Group, Inc. | DEVOUR<br>                             | 7037151                                  |
| Hornblower Group, Inc. | POTOMAC WATER TAXI  | N/A (Serial No. 97870600) Pending        |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel: 8263 Frame: 0978

Trademarks Owned by Victory Operating Company, LLC

*U.S. Federal Trademark Registrations and Applications*

| <u>Owner</u>                   | <u>Mark</u>     | <u>Reg. No./App. No. (as applicable)</u> |
|--------------------------------|-----------------|--|
| Victory Operating Company, LLC | DISCOVER BEYOND | 6304844                                  |



Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel 8263, Frame 0918

Trademarks Owned by HMS American Queen Steamboat Company,  
LLC

*U.S. Federal Trademark Registrations and Applications*

| <u>Owner</u>                              | <u>Mark</u>                  | <u>Reg. No./Ann. No. (as applicable)</u> |
|---|------------------------------|--|
| HMS American Queen Steamboat Company, LLC | American Countess            | 6659818                                  |
| HMS American Queen Steamboat Company, LLC | American Duchess             | 6639400                                  |
| HMS American Queen Steamboat Company, LLC | STEAMBOAT SOCIETY OF AMERICA | 6032862                                  |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel: 8263 Frame: 0942

Trademarks Owned by Hornblower Cruises and Events, LLC

*U.S. Federal Trademark Registrations and Applications*

| <u>Owner</u>                          | <u>Mark</u>         | <u>Reg. No./App. No. (as applicable)</u> |
|---------------------------------------|---------------------|--|
| Hornblower Cruises and Events,<br>LLC | SPIRIT OF NAVY PIER | 6847190                                  |
| Hornblower Cruises and Events,<br>LLC | ODYSSEY CRUISES     | 6225850                                  |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel: 8263 Frame: 0936

Trademarks Owned by HMS Global Maritime, LLC

*U.S. Federal Trademark Registrations and Applications*

| <u>Owner</u>             | <u>Mark</u>                          | <u>Reg. No./App. No. (as applicable)</u> |
|--------------------------|--------------------------------------|--|
| HMS Global Maritime, LLC | CITY FERRY ANCHORED BY<br>HORNBLOWER | 6907862                                  |

Schedule I  
Notice of Security Interests (First Lien) in Trademarks

Reel: 8263 Frame: 0968

Trademarks Owned by Liberty Hospitality, LLC

*U.S. Federal Trademark Registrations and Applications*

| <u>Owner</u>             | <u>Mark</u>                   | <u>Reg. No./App. No. (as applicable)</u> |
|--------------------------|-------------------------------|--|
| Liberty Hospitality, LLC | SHORETRIPS                    | 4541890                                  |
| Liberty Hospitality, LLC | SHORETRIPPIN' WITH SHORETRIPS | 4581162                                  |
| Liberty Hospitality, LLC | SHORETRIPS GIVE               | 4616154                                  |