

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TMI131202

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GOLDMAN SACHS BANK USA		03/26/2024	Chartered Bank: NEW YORK
RECEIVING PARTY DATA			
Company Name:	THE CLIFFS MOTHERSHIP LLC		
Street Address:	750 W HAMPDEN AVE SUITE 280		
City:	Englewood		
State/Country:	COLORADO		
Postal Code:	80110		
Entity Type:	Limited Liability Company: NEW YORK		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	5304570	THE CLIFFS	
Registration Number:	5304572	THE CLIFFS	
Registration Number:	7048520	THE CLIFFS CLIMBING + FITNESS	
Registration Number:	7048546	THE CLIFFS CLIMBING + FITNESS	
CORRESPONDENCE DATA			
Fax Number:	6504732600		
<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:	6504732600		
Email:	ipcalendardept@omm.com,tmfilings@omm.com		
Correspondent Name:	Scott W. Pink		
Address Line 1:	2765 Sand Hill Rd.		
Address Line 2:	O'Melveny & Myers LLP		
Address Line 4:	Menlo Park, CALIFORNIA 94025		
ATTORNEY DOCKET NUMBER:	0773618-00014		
NAME OF SUBMITTER:	KIPHANIE RADFORD		
SIGNATURE:	KIPHANIE RADFORD		
DATE SIGNED:	03/29/2024		
Total Attachments: 3			

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source=GS to THE CLIFFS MOTHERSHIP LLC - Release of Security Interest in Trademarks TMSA dated Nov. 20, 2023#page2.tif

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this “**Release**”) is made as of March 26, 2024, **GOLDMAN SACHS BANK USA**, in its capacity as collateral agent under the security agreements referred to below (“**Collateral Agent**”), in favor of **THE CLIFFS MOTHERSHIP LLC**, a New York limited liability company (“**Grantor**”).

WHEREAS, reference is hereby made to (a) that certain Pledge and Security Agreement (as supplemented or otherwise modified from time to time), dated as of November 5, 2019, executed by Grantor in favor of Collateral Agent, and (b) that certain Trademark Security Agreement (as supplemented or otherwise modified from time to time), dated as of November 20, 2023, executed by Grantor in favor of Collateral Agent, and recorded in the records of the United States Patent and Trademark Office on November 21, 2023 at Reel/Frame 8264/0704; and

WHEREAS, pursuant to the above-referenced security agreements, Grantor granted to Collateral Agent a security interest in and continuing lien on all of Grantor’s right, title and interest in, to and under those trademarks set forth on Schedule A hereto (collectively, the “**Trademark Collateral**”).

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Collateral Agent hereby:

(i) terminates and releases all security interests and continuing liens granted by Grantor in favor of Collateral Agent in (a) all of its Trademarks (as defined in the Pledge and Security Agreement), including the U.S registrations and applications for registration referred to on Schedule A hereto; (b) all extensions or renewals of any of the foregoing; (c) all of the goodwill of the business connected with the use of, and symbolized by the foregoing; (d) the right to sue for past, present and future infringement or dilution of any of the foregoing or for any injury to goodwill; and (e) all Proceeds of the foregoing, including licenses, royalties, income, payments, claims, damages and proceeds of suit;

(ii) assigns, transfers and delivers to Grantor all of its right, title and interest in and to the Trademark Collateral to the extent that any such right, title and interest exists as of the date hereof;

(iii) authorizes Grantor or its designee to make filings with the United States Patent and Trademark Office and to take further actions necessary to evidence the release and termination of Collateral Agent’s security interests in and liens on the Trademark Collateral; and

(iv) authorizes the governing body of the United States Patent and Trademark Office to record this Release.




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IN WITNESS WHEREOF, Collateral Agent has caused this Release to be executed by its authorized officer as of the date first written above.

GOLDMAN SACHS BANK USA, as Collateral Agent

By: 
Name: Justin Betzen
Title: Authorized Signatory

SCHEDULE A

TRADEMARK REGISTRATIONS				
Mark	Word Mark	Jurisdiction	Registration Number	Registration Date
 THE CLIFFS CLIMBING + FITNESS	THE CLIFFS CLIMBING + FITNESS	United States	7048546	May 9, 2023
 THE CLIFFS CLIMBING + FITNESS	THE CLIFFS CLIMBING + FITNESS	United States	7048520	May 9, 2023
 THE CLIFFS	THE CLIFFS	United States	5304572	October 10, 2017
The Cliffs	THE CLIFFS	United States	5304570	October 10, 2017