

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM422513

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AXS DIGITAL, LLC		03/31/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A.		
Street Address:	333 SOUTH HOPE STREET, 13TH FLOOR		
City:	LOS ANGELES		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4830497	AXS ADVANTAGE	
Registration Number:	2693385	CARBONHOUSE	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<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:	919 286-8000		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	3015 CARRINGTON MILL BOULEVARD		
Address Line 2:	SUITE 400		
Address Line 4:	MORRISVILLE, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	327000-027618		
NAME OF SUBMITTER:	John E. Slaughter		
SIGNATURE:	/John E. Slaughter/		
DATE SIGNED:	04/03/2017		
Total Attachments: 4			
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

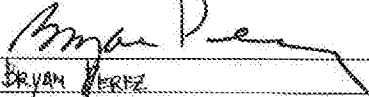
Please be advised that pursuant to the Security Agreement dated as of March 31, 2017 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among AXS Group LLC, AXS Digital, LLC, Flash Seats, LLC, Flash Seats Vertical Alliance LLC, AXS Digital Media Group, LLC (each an "Obligor"), and Bank of America, N.A. (the "Bank"), the undersigned Obligor has granted and hereby grants a continuing security interest in and continuing lien upon, the trademarks shown on Schedule 1 to the Bank, subject to and upon the terms and conditions of the Agreement, which are incorporated herein by reference.

The undersigned Obligor and Bank hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[signature pages follow]

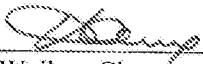
Very truly yours,

AXS DIGITAL, LLC,
a Delaware limited liability company

By: 
Name: BRYAN PEREZ
Title: President CEO

Acknowledged and Accepted:

BANK OF AMERICA, N.A.

By: 
Name: Weihua Cheng
Title: Senior Vice President

Schedule 1

**AXS Digital, LLC
(Delaware Limited Liability Company)**

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
AXS ADVANTAGE	4830497	10/13/15
CARBONHOUSE	2693385	03/04/03