

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM546616

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF ASSIGNED INTEREST (TRANSFER OF SECURITY INTEREST) EFFECTIVE 9-27-19		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
EB NEUN MEMBER, LLC		09/27/2019	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	RAD URBAN, LLC		
Street Address:	1855 OLYMPIC BLVD., SUITE 300		
City:	WALNUT CREEK		
State/Country:	CALIFORNIA		
Postal Code:	94596		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	88065247	RAD BLOC	
Serial Number:	88065238	RAD BLOC	
Serial Number:	88065202	RAD BLOC	
CORRESPONDENCE DATA			
Fax Number:	2026725399		
<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:	202-672-5300		
Email:	IPDocketing@foley.com, abuckmaster@foley.com		
Correspondent Name:	FOLEY & LARDNER LLP (TERRELL R. MILLER)		
Address Line 1:	3000 K STREET N.W.		
Address Line 2:	SUITE 600		
Address Line 4:	WASHINGTON, D.C. 20007-5109		
ATTORNEY DOCKET NUMBER:	109177-0145		
NAME OF SUBMITTER:	Anne L. Buckmaster		
SIGNATURE:	/Anne L. Buckmaster/		
DATE SIGNED:	10/24/2019		
Total Attachments: 7			

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ASSIGNMENT OF ASSIGNED INTEREST

Pursuant to that certain Loan Assignment and Assumption Agreement (the “**Assignment and Assumption Agreement**”) dated as of September 27, 2019, by and among: (i) EB NEUN MEMBER, LLC, a Delaware limited liability company (“**Assignor**”); and (ii) RAD Urban LLC, a California limited liability company (“**Assignee**”), Assignor hereby assigns to Assignee, all of its right, title and interest in and to the Assigned Interest, including all of the documents listed on Exhibit A hereto, its right, title and interest in any security interests in the Patent Applications listed on Exhibit B hereto (and all Patents as defined in that certain Intellectual Property Security Agreement, dated as of March 25, 2019 by and among Borrower, RAD Build and Assignor (as amended by First Amendment to IPSA dated as of September 25, 2019, collectively, the “**IPSA**”)), and its right, title and interest in any security interest in the Trademark Applications listed on Exhibit C hereto (and all Trademarks, as defined in the IPSA). Defined terms used herein and not defined herein, shall have the meanings therefor set forth in the Assignment and Assumption Agreement.

This assignment is made without any covenant, warranty or representation by, or recourse against, Assignor, other than the express representations and warranties set forth in Sections 5 and 6 of the Assignment and Assumption Agreement to the extent applicable. Assignor’s liability under this Assignment shall be limited as set forth in Sections 5 and 6 of the Assignment and Assumption Agreement.

In witness whereof, Assignor has caused this Assignment of Assigned Interest to be executed, sealed and delivered this 27th day of September, 2019.

ASSIGNOR:

EB NEUN MEMBER, LLC, a Delaware limited liability company

By: 

Name:

Diego Roca

Title:

Vice President

[Signatures continue on following page]

[Signature Page to Assignment of Assigned Interest]

TRADEMARK
REEL: 006779 FRAME: 0349

ASSIGNEE:

RAD URBAN LLC, a California limited liability company,
as Assignee

By: _____

Name: **Mark Hall**

Title: **Manager**

[End of signatures]

[Signature Page to Assignment of Assigned Interest]

TRADEMARK
REEL: 006779 FRAME: 0350

EXHIBIT A

(All documents dated as of March 25, 2019 unless otherwise noted)

1. Loan Agreement by RAD Urban, Inc., a Delaware corporation and EB Neun Member, LLC, a Delaware limited liability company
2. First Omnibus Amendment and Reaffirmation of Bridge Loan Documents dated September 25, 2019
3. Initial Bridge Loan Note, dated as of March 25, 2019 in the original principal amount of \$14,085,376.08, executed by Borrower, and made payable to the order of Assignor
4. Amended and Restated Demand Promissory Note-A (D-5 Costs) dated as of September 25, 2019 in the amount of \$1,298,645.00, executed by Borrower, and made payable to the order of Holdings Lender, and thereafter endorsed in favor of Assignee
5. Subordination Agreement by the Borrower, NGI East Bay Portfolio, LLC, a California limited liability company (“**NGI**”), RAD Build LLC, a California limited liability company (“**RAD Build**”), Andrew Gissing III, Randall Miller (“**Miller**”) and the Assignor
6. Deposit Account Control Agreement by the Borrower, the Assignor and First Republic Bank
7. Lessor’s Agreement by RAD Build and 18231 in favor of the Assignor
8. Agreement of Landlord by Water Court in favor of the Assignor
9. Intellectual Property Security Agreement by the Borrower, RAD Build and the Assignor as amended by First Amendment to IPSA dated as of September 25, 2019
10. Security Agreement by the Borrower, RAD Build, and the Assignor, including the First Amendment thereto, dated as of the date hereof
11. Patent and Trademark Security Agreement by the Borrower in favor of the Assignor
12. UCC-1 Financing Statements
 - i. UCC-1 Financing Statement (R.A.D. Build LLC) filed on March 26, 2019 with the California Secretary of State as Document No. 19-7704263817

- ii. UCC-1 Financing Statement (R.A.D. Manufacturing LLC) filed on March 26, 2019 with the California Secretary of State as Document No. 19-7704264181
- iii. UCC-1 Financing Statement (R.A.D. Urban Inc.) filed on March 26, 2019 with the Delaware Department of State as Document No. 2019 2072549
- iv. UCC-1 Financing Statement (R.A.D. Urban Inc.) filed on March 26, 2019 with the Delaware Department of State as Document No. 2019 2072630
- v. UCC-1 Financing Statement (R.A.D. 321 Florida LLC) filed on March 26, 2019 with the California Secretary of State as Document No. 19-7704263675

END

EXHIBIT B
Patent Applications For Which a Security Interest is Being Assigned

Title	Application No.	Date Filed
Block Construction of Prefabricated Buildings	16/047,282	July 27, 2018
Prefabricated Modular Buildings	16/047,291	July 27, 2018
Prefabricated Modular Dwelling Spaces	62/537,713	July 27, 2017
Construction of Prefabricated Modular Dwelling Spaces	62/537,717	July 27, 2017
Prefabricated Modular Buildings	PCT/US18/44131	July 27, 2018
Block Construction of Prefabricated Buildings	PCT/US18/44142	July 27, 2018

EXHIBIT C

Trademark Applications for which a Security Interest is Being Assigned

Title	Serial No.	Date Filed
RAD BLOC	88065247	August 3, 2018
RAD BLOC	88065238	August 3, 2018
RAD BLOC	88065202	August 3, 2018