

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM567778

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Trademark Collateral Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mintz Group LLC		03/18/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	BMO Harris Bank N.A., as Administrative Agent		
Street Address:	111 West Monroe Street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	5547020	KLEPTOCRAT: HOW TO HIDE DIRTY MONEY	
Registration Number:	5547019	KLEPTOCRAT	
Registration Number:	5645547	REAL RISKS	
Registration Number:	5704053	REAL RISKS?	
Serial Number:	88317041	BUILDING A BACKGROUND CHECK FROM A TO Z	
CORRESPONDENCE DATA			
Fax Number:			
<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:	212-819-2655		
Email:	iprecordations@whitecase.com		
Correspondent Name:	Peter Giovine/White & Case LLP		
Address Line 1:	1221 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10020		
ATTORNEY DOCKET NUMBER:	1785638-0046-BC15		
NAME OF SUBMITTER:	Peter Giovine		
SIGNATURE:	/Peter Giovine/		
DATE SIGNED:	03/18/2020		

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Total Attachments: 5

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TRADEMARK COLLATERAL AGREEMENT

This 18th day of March, 2020, Mintz Group LLC, a Delaware limited liability company (“Grantor”), with its principal place of business and mailing address at 110 Fifth Avenue, New York, NY 10011, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, hereby grants, assigns, conveys, pledges, hypothecates and collaterally transfers to BMO Harris Bank N.A., a national banking association (“BMO”), with its mailing address at 111 West Monroe Street, Chicago, Illinois 60603, acting as administrative agent (BMO acting as such administrative agent and any permitted successor(s) or assign(s) to BMO acting in such capacity being hereinafter referred to as the “Agent”), for the benefit of the Secured Parties (as defined in the U.S. Security Agreement referred to below), a continuing security interest in the following property (to the extent constituting Collateral under the U.S. Security Agreement) (collectively, the “Trademark Collateral):

- (i) each trademark, trademark registration, and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration, and trademark application; and
- (ii) all proceeds of the foregoing, including without limitation any claim by Grantor against third parties for damages by reason of past, present or future infringement of any trademark, trademark registration, or trademark application listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right to sue for and collect said damages;

to secure the payment and performance of all Guaranteed Obligations of Grantor as set out in that certain U.S. Security Agreement bearing even date herewith among Grantor, each other person party thereto and Agent, as the same may be amended, modified, or restated from time to time (the “U.S. Security Agreement”).

Notwithstanding anything herein to the contrary, this Trademark Collateral Agreement shall not operate as a sale, transfer, conveyance or other assignment to Agent of any applications by Grantor for a trademark based on an intent to use the same if and so long as such application is pending without a Statement of Use having been filed and accepted (such pending applications which are based on intent to use being hereinafter referred to collectively as “*Intent-to-Use Applications*”), but rather, if and so long as Grantor’s Intent-to-Use Application is pending without a Statement of Use having been filed and accepted, then this Trademark Collateral Agreement shall operate only to create a security interest for collateral purposes in favor of Agent on such Intent-to-Use Application as collateral security for the Obligations. When a Statement of Use is filed and accepted by the Trademark Office, then that application shall cease to be partly exempted from this Agreement.

Grantor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the Trademark Collateral made and granted hereby

are more fully set forth in the U.S. Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, Grantor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

MINTZ GROUP LLC, AS GRANTOR

By 

Name: Tim Whipple

Title: CEO

[Signature Page to Trademark Collateral Agreement]

TRADEMARK
REEL: 006895 FRAME: 0091

Accepted and agreed to as of the date and year last above written.

BMO HARRIS BANK N.A., AS AGENT

By  _____
Name: Mitchell Kinastowski
Title: Vice President


[Signature Page to Trademark Collateral Agreement]

TRADEMARK
REEL: 006895 FRAME: 0092

**SCHEDULE A
TO TRADEMARK COLLATERAL AGREEMENT**

TRADEMARK COLLATERAL

OWNED U.S. TRADEMARKS:

<u>Grantor</u>	<u>Country</u>	<u>Mark</u>	<u>Registration No./ Reg. Date</u>	<u>App. No./App. Date</u>
Mintz Group LLC	U.S.	KLEPTOCRAT: HOW TO HIDE DIRTY MONEY	5547020 Aug. 21, 2018	87485851 June 12, 2017
Mintz Group LLC	U.S.	KLEPTOCRAT	5547019 Aug. 21, 2018	87485838 June 12, 2017
Mintz Group LLC	U.S.	REAL RISKS	5645547 (note: Registered on Supplemental Register) Jan. 01, 2019	87487868 June 13, 2017
Mintz Group LLC	U.S.	REAL RISKS? 	5704053 Mar. 19, 2019	87498498 June 20, 2017
Mintz Group LLC	U.S.	BUILDING A BACKGROUND CHECK FROM A TO Z	N/A	88317041 Feb. 26, 2019