

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM612244

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Royal Bank of Canada, as Collateral Agent		11/24/2020	Chartered Bank: CANADA
RECEIVING PARTY DATA			
Name:	BLUE MAN GROUP HOLDINGS, LLC (successor in interest to Blue Man IP, LLC)		
Street Address:	6775 Edmond Street, Suite 300		
City:	Las Vegas		
State/Country:	NEVADA		
Postal Code:	89118		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	2450660	BLUE MAN GROUP	
Registration Number:	2438222	BLUE MAN GROUP	
Registration Number:	2617550	BLUE MAN GROUP	
Registration Number:	2677610	BLUE MAN GROUP	
Registration Number:	2680625	BLUE MAN GROUP	
Registration Number:	2677611	BLUE MAN GROUP	
Registration Number:	2741259	BLUE MAN GROUP	
Registration Number:	3394341	BLUE MAN GROUP	
Registration Number:	3597340	BLUE MAN GROUP	
Registration Number:	3030215	BLUE MAN GROUP	
Registration Number:	5111060	BLUE MAN GROUP DARE TO LIVE IN FULL COLO	
CORRESPONDENCE DATA			
Fax Number:	2125305219		
<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:	2125305096		
Email:	dcip@milbank.com, nbrowand@milbank.com		
Correspondent Name:	Milbank LLP		

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Address Line 1: 55 Hudson Yards
Address Line 2: Attn: Nathaniel T. Browand
Address Line 4: New York, NEW YORK 10001-2163

ATTORNEY DOCKET NUMBER: 44989.00001

NAME OF SUBMITTER: Nathaniel T. Browand

SIGNATURE: /Nathaniel T. Browand/

DATE SIGNED: 12/03/2020

Total Attachments: 9

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RELEASE OF FIRST LIEN SECURITY INTEREST IN TRADEMARKS

This Release of First Lien Security Interest in Trademarks, dated as of November 24, 2020 (the “Release”), is made by ROYAL BANK OF CANADA, as collateral agent (in such capacity, the “Agent”) in favor of CIRQUE DU SOLEIL HOLDING USA, INC., a Delaware corporation, GROUPE CIRQUE DU SOLEIL INC., a corporation organized under the laws of the Province of Quebec, BLUE MAN GROUP HOLDINGS, LLC, a Delaware limited liability company, VSTAR ENTERTAINMENT GROUP, LLC, a Delaware limited liability company, CIRQUE DREAMS HOLDINGS LLC, a Delaware limited liability company and VSTAR THEATRICAL, LLC, a Minnesota limited liability company (each a “Grantor” and collectively, the “Grantors”). Capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement (as defined below) or Trademark Security Agreement (as defined below), as applicable.

WHEREAS, the Grantors entered into that certain (i) First Lien Pledge and Security Agreement, dated as of July 8, 2015 in favor of the Agent (as amended, restated, or modified from time to time, the “Security Agreement”) and (ii) First Lien Trademark Security Agreement, dated as of July 8, 2015 in favor of the Agent (as amended, restated, or modified from time to time, the “Trademark Security Agreement”), which Trademark Security Agreement was recorded with the United States Patent and Trademark Office as follows:

- (1) on July 9, 2015 at Reel/Frame No. 5572/0877;
- (2) on October 2, 2017 at Reel/Frame No. 6167/0419;
- (3) on July 3, 2018 at Reel/Frame No. 6370/0749; and
- (4) on September 7, 2018 at Reel/Frame No. 6458/0813;

WHEREAS, the Agent succeeded as the Collateral Agent under the Trademark Security Agreement pursuant to a Notice of Succession of Agency, dated as of June 30, 2017, which was recorded with the United States Patent and Trademark Office on September 15, 2017 at Reel/Frame No. 6155/0206;

WHEREAS, pursuant to the Security Agreement and the Trademark Security Agreement, each Grantor granted to the Agent, for the benefit of the Secured Parties, a lien on and security interest in all of such Grantor’s right, title and interest in, to and under the Trademarks that are not Excluded Property (including, without limitation, those items listed on Schedule I hereto), including the goodwill associated with such Trademarks and the right to receive all Proceeds therefrom (collectively, the “Collateral”); and

WHEREAS, each Grantor desire the Agent to release, discharge, terminate and cancel its lien on and security interest in the Collateral of each Grantor, including, without limitation, the Trademarks set forth on Schedule I hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Agent, on behalf of the Secured Parties, without any

representation, warranty, or recourse of any kind or nature, hereby releases, discharges, terminates and cancels its lien on and security interest in all of each Grantor's right, title and interest in and to the Collateral, including any and all goodwill relating to the same, and assigns, transfers and conveys to the respective Grantor, in each case as applicable, any and all of its rights, title and interests in the Collateral.

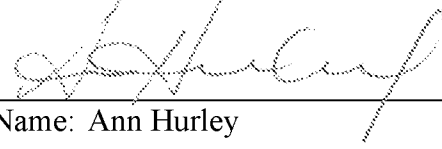
The Agent authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Release.

This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[Signature page follows]

**ROYAL BANK OF CANADA, AS
COLLATERAL AGENT,**

By:



Name: Ann Hurley

Title: Manager, Agency





Schedule I




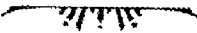


TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS


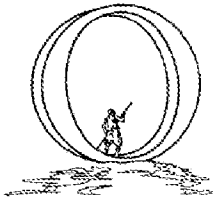
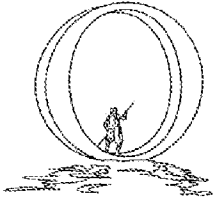
Registrations and Applications:




Mark	Application No. Application Date	Registration No. Registration Date	Owner of Record
AMALUNA	85417781 09/08/2011	4328961 04/30/2013	Cirque du Soleil Holding USA, Inc.
AMALUNA CIRQUE DU SOLEIL	85417763 09/08/2011	4614129 09/30/2014	Cirque du Soleil Holding USA, Inc.
AMALUNA CIRQUE DU SOLEIL	85980673 09/08/2011	4464147 01/07/2014	Cirque du Soleil Holding USA, Inc.
BLUE MAN GROUP	75821055 10/12/1999	2450660 05/15/2001	Blue Man Group Holdings, LLC
BLUE MAN GROUP	75821074 10/12/1999	2438222 03/27/2001	Blue Man Group Holdings, LLC
BLUE MAN GROUP	76257345 05/15/2001	2617550 09/10/2002	Blue Man Group Holdings, LLC
BLUE MAN GROUP	76385635 03/21/2002	2677610 01/21/2003	Blue Man Group Holdings, LLC
BLUE MAN GROUP	76385636 03/21/2002	2680625 01/28/2003	Blue Man Group Holdings, LLC
BLUE MAN GROUP	76385637 03/21/2002	2677611 01/21/2003	Blue Man Group Holdings, LLC
BLUE MAN GROUP	76385638 03/21/2002	2741259 07/29/2003	Blue Man Group Holdings, LLC
BLUE MAN GROUP	77176871 05/09/2007	3394341 03/11/2008	Blue Man Group Holdings, LLC
BLUE MAN GROUP	77388103 02/04/2008	3597340 03/31/2009	Blue Man Group Holdings, LLC
BLUE MAN GROUP	78311760 10/09/2003	3030215 12/13/2005	Blue Man Group Holdings, LLC
BLUE MAN GROUP DARE TO LIVE IN FULL COLOR. & Design 	86812088 11/06/2015	5111060 12/27/2016	Blue Man Group Holdings, LLC
CABINET OF CURIOSITIES	86190651 02/11/2014	5008477 07/26/2016	Cirque du Soleil Holding USA, Inc.

CIRQUE CLUB	86846793 12/11/2015	5112271 01/03/2017	Cirque du Soleil Holding USA, Inc.
CIRQUE DREAMS	78320577 10/29/2003	2945963 05/03/2005	Cirque Dreams Holdings LLC
CIRQUE DREAMS AND STEAM	87331678 02/10/2017	5470711 05/15/2018	Cirque Dreams Holdings LLC
CIRQUE DREAMS COBRILA	77033668 10/31/2006	3521158 10/21/2008	Cirque Dreams Holdings LLC
CIRQUE DREAMS EPICUREAN	87331681 02/10/2017	5470712 05/15/2018	Cirque Dreams Holdings LLC
CIRQUE DREAMS ILLUMINATION	77033670 10/31/2006	3521159 10/21/2008	Cirque Dreams Holdings LLC
CIRQUE DREAMS JUNGLE FANTASY	77469568 05/08/2008	3637794 06/16/2009	Cirque Dreams Holdings LLC
CIRQUE DREAMS KIDSTIME	85637086 05/29/2012	4515300 04/15/2014	Cirque Dreams Holdings LLC
CIRQUE DREAMS REVEALED	85968423 06/24/2013	4622054 10/14/2014	Cirque Dreams Holdings LLC
CIRQUE DREAMS ROCKS	85815686 01/04/2013	4649722 12/02/2014	Cirque Dreams Holdings LLC
CIRQUE DREAMS SPLASHTASTIC	85815180 01/03/2013	4649721 12/02/2014	Cirque Dreams Holdings LLC
CIRQUE DREAMS UNWRAPPED	86687920 07/09/2015	5172214 03/28/2017	Cirque Dreams Holdings LLC
CIRQUE DU MONDE	75754060 07/19/1999	2442014 04/10/2001	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502731 03/21/1994	1883432 03/14/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502732 03/21/1994	1888385 04/11/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502733 03/21/1994	1888436 04/11/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502734 03/21/1994	1884981 03/21/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502735 03/21/1994	1887187 04/04/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502736 03/21/1994	1883632 03/14/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502737 03/21/1994	1888561 04/11/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502738 03/21/1994	1885095 03/21/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502739	1885382	Cirque du Soleil Holding USA, Inc.

	03/21/1994	03/21/1995	
CIRQUE DU SOLEIL	74502756 03/21/1994	2006591 10/08/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502757 03/21/1994	1947479 01/09/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502758 03/21/1994	1964559 03/26/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502759 03/21/1994	1959271 02/27/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502760 03/21/1994	1959272 02/27/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502762 03/21/1994	1947480 01/09/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	74502763 03/21/1994	1947481 01/09/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	76977555 10/27/2003	3074128 03/28/2006	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	77640986 12/29/2008	3782262 04/27/2010	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL	86226772 03/20/2014	5453763 04/24/2018	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL & Design CIRQUE DU SOLEIL 	74502751 03/21/1994	1947478 01/09/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL & Design CIRQUE DU SOLEIL 	74502754 03/21/1994	1959270 02/27/1996	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL & Design CIRQUE DU SOLEIL 	74502755 03/21/1994	2072102 06/17/1997	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL & Design CIRQUE DU SOLEIL 	86226761 03/20/2014	5448741 04/17/2018	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL LUZIA	86817896 11/12/2015	5307172 10/10/2017	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL PARAMOUR	86704095 07/24/2015	5092296 11/29/2016	Cirque du Soleil Holding USA, Inc.

CIRQUE DU SOLEIL& Design CIRQUE DU SOLEIL 	74502727 03/21/1994	1925400 10/10/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL& Design CIRQUE DU SOLEIL 	74502730 03/21/1994	1885062 03/21/1995	Cirque du Soleil Holding USA, Inc.
CIRQUE DU SOLEIL& Design CIRQUE DU SOLEIL 	74502750 03/21/1994	2027426 12/31/1996	Cirque du Soleil Holding USA, Inc.
Sun Rays Design 	76505342 04/09/2003	3230135 04/17/2007	Cirque du Soleil Holding USA, Inc.
Sun Logo 	77641062 12/30/2008	3877492 11/16/2010	Cirque du Soleil Holding USA, Inc.
Sun Logo 	85700866 08/10/2012	5464748 05/08/2018	Cirque du Soleil Holding USA, Inc.
DRALION	75754832 07/19/1999	2847637 06/01/2004	Cirque du Soleil Holding USA, Inc.
JOYÀ	86255291 04/17/2014	5027545 08/23/2016	Cirque du Soleil Holding USA, Inc.
KA	76573229 01/30/2004	3580898 02/24/2009	Cirque du Soleil Holding USA, Inc.
KOOZA	77049893 11/22/2006	4123371 04/10/2012	Cirque du Soleil Holding USA, Inc.
KOOZA CIRQUE DU SOLEIL	77049864 11/22/2006	4237937 11/06/2012	Cirque du Soleil Holding USA, Inc.
KURIOS	86159937 01/08/2014	5027491 08/23/2016	Cirque du Soleil Holding USA, Inc.

KURIOS CIRQUE DU SOLEIL	86160156 01/08/2014	4946689 04/26/2016	Cirque du Soleil Holding USA, Inc.
LA NOUBA	75579062 10/28/1998	2711606 04/29/2003	Cirque du Soleil Holding USA, Inc.
LA NOUBA	75678537 04/08/1999	2900961 11/09/2004	Cirque du Soleil Holding USA, Inc.
LA NOUBA & Design 	75737401 06/28/1999	2588976 07/02/2002	Cirque du Soleil Holding USA, Inc.
LUZIA	86817902 11/12/2015	5247101 07/18/2017	Cirque du Soleil Holding USA, Inc.
MYSTERE	74439076 09/23/1993	1901168 06/20/1995	Cirque du Soleil Holding USA, Inc.
MYSTERE	74439080 09/23/1993	1920950 09/19/1995	Cirque du Soleil Holding USA, Inc.
MYSTERE	74439082 09/23/1993	1985984 07/09/1996	Cirque du Soleil Holding USA, Inc.
MYSTERE	74439083 09/23/1993	1995849 08/20/1996	Cirque du Soleil Holding USA, Inc.
O	75537233 08/14/1998	2618483 09/10/2002	Cirque du Soleil Holding USA, Inc.
O & Design 	75537234 08/14/1998	2594604 07/16/2002	Cirque du Soleil Holding USA, Inc.
O & Design 	75643827 02/18/1999	2698057 03/18/2003	Cirque du Soleil Holding USA, Inc.
OVO	77629578 12/09/2008	3764837 03/23/2010	Cirque du Soleil Holding USA, Inc.
OVO CIRQUE DU SOLEIL	77982505 12/09/2008	4050071 11/01/2011	Cirque du Soleil Holding USA, Inc.
QUIDAM	75979552 04/15/1996	2394380 10/10/2000	Cirque du Soleil Holding USA, Inc.
THE SENSUAL SIDE OF CIRQUE DU SOLEIL	77394760 02/12/2008	3825591 07/27/2010	Cirque du Soleil Holding USA, Inc.

TOTEM	77915222 01/19/2010	4023448 09/06/2011	Cirque du Soleil Holding USA, Inc.
TOTEM CIRQUE DU SOLEIL	77915460 01/20/2010	4176044 07/17/2012	Cirque du Soleil Holding USA, Inc.
VAREKAI	76977578 12/06/2001	2987940 08/23/2005	Cirque du Soleil Holding USA, Inc.
VEE	78251826 05/19/2003	2853743 06/15/2004	VStar Theatrical, LLC
VEE CORPORATION A WORLD OF ENTERTAINMENT	75405100 12/01/1997	2236636 04/06/1999	VStar Theatrical, LLC
VSTAR	86798091 10/23/2015	5157140 03/07/2017	VStar Entertainment Group, LLC
VSTAR ENTERTAINMENT GROUP & Design 	86798097 10/23/2015	5157141 03/07/2017	VStar Entertainment Group, LLC
ZUMANITINI	76514821 05/16/2003	2981480 08/02/2005	Cirque du Soleil Holding USA, Inc.
ZUMANITY	76977860 02/28/2003	3058104 02/07/2006	Cirque du Soleil Holding USA, Inc.
ALEGRIA	75859059 11/29/1999	2556883 04/02/2002	Groupe Cirque Du Soleil Inc.
ALEGRIA & Design 	75980249 08/24/1994	2508125 11/13/2001	Groupe Cirque Du Soleil Inc.
ALEGRIA & Design 	74565275 08/24/1994	2618435 09/10/2002	Groupe Cirque Du Soleil Inc.