

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM778273

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	FIRST AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fever Labs, Inc.		12/30/2022	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Silicon Valley Bank UK Limited
Street Address:	Alphabeta, 14-18 Finsbury Square
City:	London
State/Country:	UNITED KINGDOM
Postal Code:	EC2A 1BR
Entity Type:	Company: ENGLAND AND WALES

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	97242075	FEVER
Serial Number:	97296228	CANDLELIGHT FEVER ORIGINAL EVENT
Serial Number:	97296184	FEVER PRESENTS CANDLELIGHT
Serial Number:	97296148	FEVER PRESENTS CANDLELIGHT
Serial Number:	97296110	CANDLELIGHT
Registration Number:	6889655	NATURE ILLUMINATED
Serial Number:	97593953	AUTHENTIC FLAMENCO
Serial Number:	90889555	SECRET MEDIA NETWORK
Serial Number:	90855399	BOSTON UNCOVERED
Registration Number:	5840401	FEVER
Registration Number:	5767128	SECRET NYC

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 2023704750

Email: ipteam@cogencyglobal.com

Correspondent Name: Joanna McCall

TRADEMARK

Address Line 1: 1025 Connecticut Ave NW, Suite 712
Address Line 2: Cogency Global Inc.
Address Line 4: Washington, D.C. 20036

ATTORNEY DOCKET NUMBER: 1877914

NAME OF SUBMITTER: Andrew Nash

SIGNATURE: /Andrew Nash/

DATE SIGNED: 01/04/2023

Total Attachments: 4

source=F07. First Amendment to IPSA (Senior) - Fever Labs (12.2022)#page1.tif
source=F07. First Amendment to IPSA (Senior) - Fever Labs (12.2022)#page2.tif
source=F07. First Amendment to IPSA (Senior) - Fever Labs (12.2022)#page3.tif
source=F07. First Amendment to IPSA (Senior) - Fever Labs (12.2022)#page4.tif

**FIRST AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT
(SENIOR FACILITY)**

This amendment (this “*Amendment*”), dated as of December 30, 2022, amends that certain Intellectual Property Security Agreement, dated as of November 25, 2020, by and between **SILICON VALLEY BANK UK LIMITED**, registered in England and Wales at Alphabeta, 14-18 Finsbury Square, London EC2A 1BR, UK (Company Number 12546585) (formerly acting as Silicon Valley Bank, a California corporation operating through its UK Branch) (the “*Bank*”), and **FEVER LABS, INC.**, a Delaware corporation (the “*Grantor*”) (as may be amended from time to time, the “*IP Security Agreement*”). Capitalized terms used herein but not otherwise defined shall have the meaning given to such terms in the IP Security Agreement.

RECITALS

WHEREAS, the Grantor, the Bank, **MAD HATTER EXPERIENCE LLC**, a Delaware limited liability company (together with the Grantor, the “*Borrower*”), **KZEMOS UK LTD**, a company registered under the laws of England and Wales under company number 09509474, are parties to that certain Loan and Security Agreement dated as of November 25, 2020 (as the same may from time to time be further amended, modified, supplemented or restated, including without limitation, by that certain Default Waiver and First Amendment to Loan and Security Agreement dated as of December 8, 2021, and that certain Second Amendment to Loan and Security Agreement dated as of the date hereof, collectively, the “*Loan Agreement*”) pursuant to which the Bank made loans to the Borrower which are secured by the Intellectual Property Collateral described in the IP Security Agreement; and

WHEREAS, the Grantor and the Bank now desire to amend the IP Security Agreement to, among other things, grant a security interest in additional intellectual property acquired since the effective date of the Loan Agreement.

AGREEMENT

NOW, THEREFORE, in consideration of the premises and the mutual covenants contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Exhibit C to the IP Security Agreement is hereby replaced in its entirety by Exhibit C attached hereto.
2. This Amendment and any claim, controversy, dispute or cause of action (whether in contract or tort or otherwise) based upon, arising out of or relating to this Agreement and the transactions contemplated hereby and thereby shall be governed by, and construed in accordance with, the laws of the United States and the State of California, without giving effect to any choice or conflict of law provision or rule (whether of the State of California or any other jurisdiction).
3. This Amendment shall be binding upon the Grantor and its successors and assigns and inure to the benefit of the Bank and its successors and assigns.
4. This Amendment, together with the IP Security Agreement, constitute the full and entire understanding and agreement between the parties with regard to the subjects hereof and thereof as a complete and final integration thereof.

5. Except as specifically otherwise modified herein, the IP Security Agreement as previously executed remains in full force and effect.
6. This Amendment may be executed in one or more counterparts (including, without limitation, facsimile and electronic signature), each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.
7. The parties to this Amendment shall execute and deliver such further documents and instruments and shall take such other actions as may be reasonably required or appropriate to evidence or carry out the intent and purposes of this Amendment or to show the ability to carry out the intent and purposes of this Amendment.

[Balance of Page Intentionally Left Blank]

The Grantor and Bank have caused this Amendment to Intellectual Property Security Agreement to be duly executed and delivered as of the date first above written.

GRANTOR:

FEVER LABS, INC.

By: DocuSigned by:
Ignacio Bachiller Ströhlein
A14DF12D1E714E8...

Name: Ignacio Bachiller Ströhlein

Title: CEO

BANK:

SILICON VALLEY BANK UK LIMITED

By: DocuSigned by:
Courtney Ruppel
CCABF906A80A4D5...

Name: Courtney Ruppel

Title: Vice President

[SIGNATURE PAGE TO FIRST AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT]

EXHIBIT C

Trademarks

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
FEVER	97242075	1/27/2022
CANDLELIGHT FEVER ORIGINAL EVENT	97296228	3/4/2022
FEVER PRESENTS CANDLELIGHT	97296184	3/4/2022
FEVER PRESENTS CANDLELIGHT	97296148	3/4/2022
CANDLELIGHT	97296110	3/4/2022
NATURE ILLUMINATED	97179967	12/20/2021
	6889655	11/1/2022
AUTHENTIC FLAMENCO	97593953	9/16/2022
SECRET MEDIA NETWORK	90889555	8/18/2021
BOSTON UNCOVERED	90855399	7/29/2021
FEVER	87726236	12/19/2017
	5840401	8/20/2019
SECRET NYC	87897505	4/27/2018
	5767128	6/4/2019