

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM825186

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest at Reel/Frame No. 6239/0929		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MIDCAP FINANCIAL TRUST		07/18/2023	STATUTORY TRUST: DELAWARE
RECEIVING PARTY DATA			
Name:	SKY ZONE, LLC		
Street Address:	86 N University Ave., #350		
City:	Provo		
State/Country:	UTAH		
Postal Code:	84601		
Entity Type:	Limited Liability Company: NEVADA		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Registration Number:	4628886	SKYFIT	
Registration Number:	4965857	SKYHOOPS	
Registration Number:	5200587	SKYCLIMB	
Registration Number:	5349117	SKYCLIMB	
Registration Number:	4996522	#IDRATHERBE @SKYZONE	
Registration Number:	5281388	FUELZONE	
Registration Number:	2148279	SKY ZONE	
Registration Number:	3122435	SKYROBICS	
Registration Number:	3157653	SKYMANIA	
Registration Number:	4178790	HAVE FUN, FLY SAFE!	
Registration Number:	3520145	SZ	
Registration Number:	4549384	ULTIMATE DODGEBALL	
Registration Number:	4602835	SKY SOCKS	
Registration Number:	4579253	SKY ZONE	
Serial Number:	87336789	SKYCLIMB	
CORRESPONDENCE DATA			
Fax Number:	6175269899		

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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: 617.526.9739
Email: ypan@proskauer.com
Correspondent Name: Alexandra Stanley
Address Line 1: Proskauer Rose LLP
Address Line 2: One International Place
Address Line 4: Boston, MASSACHUSETTS 02110-2600

ATTORNEY DOCKET NUMBER:	11964-124
NAME OF SUBMITTER:	Alexandra Stanley
SIGNATURE:	/Alexandra Stanley/
DATE SIGNED:	07/18/2023

Total Attachments: 5

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TERMINATION OF TRADEMARK SECURITY AGREEMENT

This **TERMINATION OF TRADEMARK SECURITY AGREEMENT** (this "Termination") made as of July 18, 2023, is made by **MIDCAP FINANCIAL TRUST**, in its capacity as Administrative Agent for the Lenders party to the Credit Agreement (defined below), in favor of **SKY ZONE, LLC**, a Nevada limited liability company (the "Grantor"). All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Credit Agreement or Trademark Security Agreement (as defined below), as applicable.

WHEREAS, pursuant to that certain Amended and Restated Credit and Guaranty Agreement, dated as of December 27, 2017 (as amended by that certain First Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of February 13, 2018, that certain Second Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of June 6, 2018, that certain Third Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of December 27, 2018, that certain Fourth Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of September 19, 2019, that certain Fifth Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of April 7, 2020, that certain Sixth Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of September 1, 2020, that certain Seventh Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of January 9, 2021, that certain Eighth Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of September 1, 2021, that certain Ninth Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of November 18, 2021, that certain Tenth Amendment to Amended and Restated Credit and Guaranty Agreement, dated as of May 10, 2022, that certain Eleventh Amendment to Amended and Restated Credit and Guaranty Agreement, dated March 3, 2023, and as may be further amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among the Grantor, the other Credit Parties party thereto, the lenders from time to time party thereto (the "Lenders") and Administrative Agent, as administrative agent for the Lenders, the Lenders agreed to provide the Grantor with certain facilities;

WHEREAS, the Grantor, pursuant to that certain Trademark Security Agreement, dated as of December 27, 2017, by the Grantor in favor of the Administrative Agent (the "Trademark Security Agreement"), granted to the Administrative Agent, for the benefit of the Lenders, a continuing security interest in and continuing lien on all Trademark Collateral (as defined in the Trademark Security Agreement);

WHEREAS, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office on January 2, 2018, at Reel 006239, Frame No. 0929; and

WHEREAS, the Administrative Agent has agreed to terminate and release its security interest in all of such Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Release of Lien. The Administrative Agent hereby terminates the Trademark Security Agreement and hereby terminates, cancels and releases any and all mortgages, liens, and security interests that it has in, to and under the Trademark Collateral, including the trademark registrations and trademark applications listed on Exhibit A attached hereto, and reassigns any and all right, title and interest it has or may have had in the Trademark Collateral to the applicable owner.

2. Authorization to Record. The Administrative Agent authorizes and requests that the United States Patent and Trademark Office and any applicable government officer record this Termination.

3. Further Assurances. The Administrative Agent shall take all further actions, and provide to the Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance reasonably requested by Grantor to more fully and effectively effectuate the purposes of this Termination, all at the sole expense of the Grantor.

4. Governing Law. THIS AGREEMENT SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK, WITHOUT REGARD TO CONFLICTS OF LAWS PRINCIPLES.

(Signature Pages Follow)

IN WITNESS WHEREOF, the Administrative Agent has caused this Termination to be duly executed as of the day and year first hereinabove set forth.

MIDCAP FINANCIAL TRUST, a Delaware statutory trust

By: Apollo Capital Management, L.P.
Its: Investment Manager

By: Apollo Capital Management GP, LLC
Its: General Partner

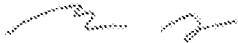
By: 
Name: Maurice Amsellem
Title: Authorized Signatory

EXHIBIT A**Trademark Registrations**

TITLE	COUNTRY	STATUS	APPLICATION #	DATE FILED	REGISTRATION NUMBER	REGISTRATION DATE
SKYFIT	United States of America	Registered	86/315,369	Jun 19, 2014	4628886	Oct 28, 2014
SKYHOOPS	United States of America	Registered	86/540,831	Feb 20, 2015	4965857	May 24, 2016
SKYCLIMB	United States of America	Registered	86/673,575	Jun 24, 2015	5206587	May 9, 2017
<u>SKYCLIMB</u>	United States of America	Registered	87/336,789	Feb 15, 2017	5349117	Dec 5, 2017
#HDRATHERBE@SKYZONE	United States of America	Registered	86/802,791	Oct 28, 2015	4996522	Jul 12, 2016
FUELZONE	United States of America	Registered	87/363,272	Mar 8, 2017	5281388	Sep 5, 2017

TITLE	COUNTRY	STATUS	APPLICATION #	DATE FILED	REGISTRATION NUMBER	REGISTRATION DATE
SKY ZONE	United States of America	Registered	75/132,259	Jul 8, 1996	2148279	Mar 31, 1998
SKYROBICS	United States of America	Registered	76/630,688	Jan 31, 2005	3122435	Aug 1, 2006
SKYMANIA	United States of America	Registered	78/729,809	Oct 10, 2005	3157653	Oct 17, 2008
HAVE FUN. FLY SAFE!	United States of America	Registered	85/480,238	Nov 23, 2011	4178790	Jul 24, 2012
SZ (DESIGN)	United States of America	Registered	77/430,248	Mar 24, 2008	3520145	Oct 21, 2008
ULTIMATE DODGEBALL	United States of America	Registered	85/880,191	Mar 19, 2013	4549354	Jun 10, 2014
SKY SOCKS	United States of America	Registered	86/001,855	Jul 3, 2013	4602835	Sep 9, 2014
SKY ZONE	United States of America	Registered	86/130,005	Nov 26, 2013	4579253	Aug 5, 2014

Trademark Applications

TITLE	COUNTRY	STATUS	APPLICATION #	DATE FILED
SKYCLIMB	United States of America	Pending	87/336,789	Feb 15, 2017