

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM866196

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SJC Holdings, Inc.		01/05/2024	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., AS AGENT		
Street Address:	333 S. Hope Street, 19th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	97435326	AMERICAN HIGHWAY	
CORRESPONDENCE DATA			
Fax Number:	9802157771		
<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:	2138962571		
Email:	kimberly.saltrick@hklaw.com		
Correspondent Name:	Holland & Knight LLP		
Address Line 1:	400 South Hope Street, 8th Floor		
Address Line 2:	Attention: Y. Lee, Esq.		
Address Line 4:	Los Angeles, CALIFORNIA 90071		
NAME OF SUBMITTER:	Yoojin Lee		
SIGNATURE:	/S/ Yoojin Lee		
DATE SIGNED:	01/05/2024		
Total Attachments: 5			
source=SJC Holdings - Memorandum-USPTO Trademark Filing#page1.tif			
source=SJC Holdings - Memorandum-USPTO Trademark Filing#page2.tif			
source=SJC Holdings - Memorandum-USPTO Trademark Filing#page3.tif			
source=SJC Holdings - Memorandum-USPTO Trademark Filing#page4.tif			
source=SJC Holdings - Memorandum-USPTO Trademark Filing#page5.tif			

OP \$40.00 97435326

**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

Dated as of: January 5, 2024

SJC HOLDINGS, INC., dba American Highway, a Delaware corporation (“SJC”) and SIMPLEX SUPPLIES, INC., a Minnesota corporation (“Simplex”); and together with SJC, each, a “Debtor” and collectively, the “Debtors”) whose address is 190 Resource Drive, Fernley, Nevada 89408, hereby acknowledges that it has granted to BANK OF AMERICA, N.A., a national banking association (“Bank of America”), as agent for the financial institutions party from time to time as Lenders (in such capacity, “Agent”), whose address is 333 S. Hope Street, 19th Floor, Los Angeles, California 90071, a security interest in and to all of the Debtors’ right, title and interest in and to (i) the trademarks and trademark applications which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by the applicable Debtor (the “Trademarks”) and (ii) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by the applicable Debtor (the “Patents”), together with the goodwill and assets of the business, as set forth in the Loan Agreement (as defined below).

The terms and conditions of the aforementioned security interest are contained in that certain Loan, Guaranty and Security Agreement dated as of the date hereof (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Loan Agreement”), by and among, Debtors, as obligors, the other obligors from time to time party thereto, the financial institutions from time to time party thereto as Lenders and Agent, as security for the Obligations as set forth in the Loan Agreement and the other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Agent may have in any other collateral described in the Loan Agreement or otherwise. Capitalized terms that are undefined herein have the meanings ascribed thereto in the Loan Agreement.

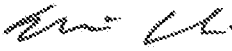
The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property shall be governed by the laws of the State of New York, without giving effect to any conflict of law principles (other than Section 5-1401 of the New York General Obligations Law), and Sections 14.14, 14.15 and 14.16 of the Loan Agreement are hereby incorporated by reference. Each Debtor hereby authorizes the filing of this Memorandum and Notice of Security Interest in Intellectual Property with the United States Patent and Trademark Office.

[Remainder of page intentionally left blank; signature pages follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

DEBTORS:

SJC HOLDINGS, INC.,
a Delaware corporation

By: 
Name: Michael Olivas
Title: Chief Financial Officer and Secretary

SIMPLEX SUPPLIES, INC.,
a Minnesota corporation

By: 
Name: Michael Olivas
Title: Chief Financial Officer and Secretary

AGENT:

BANK OF AMERICA, N.A.,
as Agent and Lender


By: 
Name: Susan Freed
Title: Senior Vice President

EXHIBIT A

Trademark Registrations and Applications

Name of Debtor	Trademark	Serial No.	Filing Date	Federal Registration No.	Registration Date
SJC Holdings, Inc.	AMERICAN HIGHWAY	97435526	May 31, 2022	7038962	Apr. 25, 2023
Simplex Supplies, Inc.	ARMOUR COAT	88215679	December 04, 2018	5970384	Jan. 28, 2020

EXHIBIT B

Patent Registrations and Applications

Name of Debtor	Title	Patent No.	Issued Date	Application No.	Filing Date
Simplex Supplies, Inc.	DOWEL ASSEMBLY ALIGNMENT APPARATUS AND METHOD	11186956	November 30, 2021	16/828360	March 24, 2020

TRADEMARK

REEL: 008309 FRAME: 0921

RECORDED: 01/05/2024

Exhibit B