

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6349332

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the EXECUTION DATE previously recorded on Reel 053939 Frame 0001. Assignor(s) hereby confirms the SECURITY INTEREST.
CONVEYING PARTY DATA	
Name	Execution Date
POWDR - WOODWARD PA LLC	09/30/2020
POWDR CORP.	09/30/2020
RECEIVING PARTY DATA	
Name:	US BANK NATIONAL ASSOCIATION
Street Address:	555 SW OAK ST.
City:	PORTLAND
State/Country:	OREGON
Postal Code:	97204
PROPERTY NUMBERS Total: 7	
Property Type	Number
Application Number:	29656829
Application Number:	16431408
Patent Number:	8348777
Patent Number:	8398099
Patent Number:	8777240
Patent Number:	6533671
Patent Number:	9138632
CORRESPONDENCE DATA	
Fax Number:	(303)893-1379
<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:	3038927353
Email:	pantea.garroussi@dgslaw.com
Correspondent Name:	PANTEA GARROUSSI
Address Line 1:	1550 17TH STREET
Address Line 2:	SUITE 500
Address Line 4:	DENVER, COLORADO 80202
ATTORNEY DOCKET NUMBER:	210221-0060

NAME OF SUBMITTER:	PANTEA GARROUSSI
SIGNATURE:	/Pantea Garroussi/
DATE SIGNED:	10/14/2020
Total Attachments: 12 source=coversheet#page1.tif source=Powdr Patent Security Agreement (Executed)#page1.tif source=Powdr Patent Security Agreement (Executed)#page2.tif source=Powdr Patent Security Agreement (Executed)#page3.tif source=Powdr Patent Security Agreement (Executed)#page4.tif source=Powdr Patent Security Agreement (Executed)#page5.tif source=Powdr Patent Security Agreement (Executed)#page6.tif source=Powdr Patent Security Agreement (Executed)#page7.tif source=Powdr Patent Security Agreement (Executed)#page8.tif source=Powdr Patent Security Agreement (Executed)#page9.tif source=Powdr Patent Security Agreement (Executed)#page10.tif source=Powdr Patent Security Agreement (Executed)#page11.tif	

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6328886

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
CONVEYING PARTY DATA	
Name	Execution Date
POWDR-WOODWARD PA LLC	09/30/2002
POWDR CORP.	09/30/2002
RECEIVING PARTY DATA	
Name:	US BANK NATIONAL ASSOCIATION
Street Address:	555 SW OAK ST.
Internal Address:	PD-OR-P7LD
City:	PORTLAND
State/Country:	OREGON
Postal Code:	97204
PROPERTY NUMBERS Total: 7	
Property Type	Number
Application Number:	29656829
Application Number:	16431408
Patent Number:	8348777
Patent Number:	8398099
Patent Number:	8777240
Patent Number:	6533671
Patent Number:	9138632
CORRESPONDENCE DATA	
Fax Number:	(303)893-1379
<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:	3038927353
Email:	pantea.garroussi@dgsllaw.com
Correspondent Name:	PANTEA GARROUSSI
Address Line 1:	1550 17TH STREET
Address Line 2:	SUITE 500
Address Line 4:	DENVER, COLORADO 80202
ATTORNEY DOCKET NUMBER:	210221-0060
NAME OF SUBMITTER:	PANTEA GARROUSSI

GRANT OF PATENT SECURITY INTEREST

September 30, 2020

WHEREAS, POWDR CORP., a Delaware corporation ("Powdr"), BOREAL RIDGE CORPORATION, a California corporation ("Boreal"), KILLINGTON/PICO SKI RESORT PARTNERS, LLC, a Delaware limited liability company ("Killington"), MT. BACHELOR LLC, an Oregon limited liability company ("Mt. Bachelor"), PARLEYS RECREATION PARTNERS, L.L.C., a Utah limited liability company ("Parleys"), POWDR - COPPER MOUNTAIN LLC, a Delaware limited liability company ("Powdr- Copper"), POWDR - WOODWARD CA LLC, a Delaware limited liability company ("Powdr-Woodward CA"), POWDR - WOODWARD PA LLC, a Delaware limited liability company ("Powdr-Woodward PA" and, together with Powdr, Boreal, Killington, Mt. Bachelor, Parleys, Powdr-Copper, and Powdr-Woodward CA, each a "Borrower" and, collectively, the "Borrowers"), E3 DESTINATIONS LLC, a Utah limited liability company ("E3 Destinations"), ELDORA ENTERPRISES LLC, a Colorado limited liability company ("Eldora"), ELDORA SKI, LLC, a Colorado limited liability company ("Eldora Ski"), KILLINGTON MOUNTAIN RESORT HOLDING COMPANY, a Delaware corporation ("Killington Mountain"), KILLINGTON RESTAURANTS, INC., a Vermont corporation ("Killington Restaurants"), LEE CANYON SKI CORPORATION-NEVADA, a Nevada corporation ("Lee Canyon Nevada"), MOUNTAIN AVIATION LEASING, LLC, a Utah limited liability company ("Mountain Aviation"), MOUNTAIN LEASE ENTERPRISES, LLC, a Colorado limited liability company ("Mountain Lease"), PARK CITY SKI HOLIDAYS, a Utah corporation ("Park City"), POWDR AVIATION, INC., a Utah corporation ("Powdr Aviation"), POWDR - COPPER MARKETING LLC, a Delaware limited liability company ("PC Marketing"), POWDR - COPPER PARTICIPATION LLC, a Delaware limited liability company ("PC Participation"), POWDR - COPPER PROPERTIES LLC, a Delaware limited liability company ("PC Properties"), POWDR - COPPER WHEELER LLC, a Delaware limited liability company ("PC Wheeler"), POWDR DEVELOPMENT COMPANY, a Utah corporation ("Powdr Development"), POWDR ENTERPRISES LLC, a Delaware limited liability company ("Powdr Enterprises"), POWDR-ERTLA, LLC, a Utah limited liability company ("Powdr ERTLA"), POWDR HM LLC, a Utah limited liability company ("Powdr HM"), POWDR PROPERTIES COMPANY, a Utah corporation ("Powdr Properties"), POWDR RESORTS LLC, a Delaware limited liability company ("Powdr Resorts"), POWDR-SCT, LLC, a Utah limited liability company ("Powdr SCT"), POWDR SPLC HOLDING COMPANY, a Delaware corporation ("Powdr SPLC"), POWDR - WOODWARD CAMPS LLC, a Delaware limited liability company ("Powdr Camps"), POWDR - WOODWARD FILMS LLC, a Delaware limited liability company ("Woodward Films"), SUN COUNTRY TOURS, INC., an Oregon corporation ("Sun Country"), UPLANDS WATER COMPANY, INC., a Vermont corporation ("Uplands Water"), WOODWARD HOSPITALITY, LLC, a California limited liability company ("Woodward Hospitality"), WAFFLEBOX, LLC, a Utah limited liability company ("Wafflebox"), and WRECKTANGLE HOLDINGS, LLC, a Delaware limited liability company ("Wrecktangle Holdings" and, together with E3 Destinations, Eldora, Eldora Ski, Killington Mountain, Killington Restaurants, Lee Canyon Nevada, Mountain Aviation, Mountain Lease, Park City, Powdr Aviation, PC Marketing, PC Participation, PC Properties, PC Wheeler, Powdr Development, Powdr Enterprises, Powdr ERTLA, Powdr HM, Powdr Properties, Powdr Resorts, Powdr SCT, Powdr SPLC, Powdr Camps, Woodward Films, Sun Country, Uplands Water, Woodward Hospitality, and Wafflebox, each a "Subsidiary Grantor" and together with any future Subsidiaries of the Borrowers executing this Agreement, the "Subsidiary Grantors"; the Subsidiary Guarantors together with the Borrowers, the "Grantors"), own and uses in its business various intangible assets, including the Patent Collateral (as defined below); and

WHEREAS, the Borrowers have entered into that certain Credit Agreement, dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), with the lenders party thereto from time to time (the "Lenders"), and U.S. Bank National Association, as the administrative agent for the Lenders (the "Administrative Agent"); and

WHEREAS, the Subsidiary Guarantors have entered into that certain Guaranty Agreement, dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the "Guaranty"), in favor of the Administrative Agent for the benefit of the Lenders and the other Beneficiaries (as defined therein), pursuant to which the Subsidiary Guarantors have guaranteed the prompt payment and performance when due of all obligations of the Borrowers under the Credit Agreement and the other Loan Documents and all other Secured Obligations (as defined in the Collateral Agreement referred to below); and

WHEREAS, pursuant to the terms of a Collateral Agreement dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the "Collateral Agreement"), among the Grantors, the Administrative Agent (in such capacity, the "Secured Party") and the other grantors from time to time party thereto, the Grantors have created in favor of the Secured Party a security interest in, and the Secured Party has become a secured creditor with respect to, the Patent Collateral:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, subject to the terms and conditions of the Collateral Agreement, to evidence further the security interest granted by the Grantors to the Secured Party pursuant to the Collateral Agreement, the Grantors hereby grant to the Secured Party a security interest in all of the Grantors' right, title, and interest in and to the following, in each case whether now or hereafter existing or in which any Grantor now has or hereafter acquires an interest and wherever the same may be located (the "Patent Collateral"):

(i) all right, title, and interest (including rights acquired pursuant to a license or otherwise) in and to all patents and patent applications and rights and interests in patents and patent applications under any domestic or foreign law that are presently, or in the future may be, owned or held by such Grantor and all patents and patent applications and rights, titles, and interests in patents and patent applications under any domestic or foreign law that are presently, or in the future may be, owned by such Grantor in whole or in part (including the patents and patent applications set forth on Schedule A annexed hereto), all rights (but not obligations) corresponding thereto to sue for past, present, and future infringements and all re-issues, divisions, continuations, revisions, reexaminations, renewals, extensions, and continuations-in-part thereof; and

(ii) all proceeds, products, rents, and profits of or from any and all of the foregoing Patent Collateral and, to the extent not otherwise included, all payments under insurance (whether or not the Secured Party is the loss payee thereof), or any indemnity, warranty or guaranty, payable by reason of loss or damage to or otherwise with respect to any of the foregoing Patent Collateral. For purposes of this Grant of Patent Security Interest, the term "proceeds" includes whatever is receivable or received when Patent Collateral or proceeds are sold, licensed, exchanged, collected or otherwise disposed of, whether such disposition is voluntary or involuntary.

The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Patent Collateral granted hereby are more fully set forth in the Collateral Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[Signature pages to follow.]

IN WITNESS WHEREOF, the Grantors have caused this Grant of Patent Security Interest to be duly executed and delivered by its officer thereunto duly authorized as of the date first written above.

GRANTORS:

POWDR CORP., a Delaware corporation

By: 

Name: Justin Sibley

Title: Co-President & Chief Administrative Officer

[Signature Page to Grant of Patent Security Interest]

BOREAL RIDGE CORPORATION,
a California corporation

KILLINGTON MOUNTAIN RESORT HOLDING
COMPANY,
a Delaware corporation

KILLINGTON RESTAURANTS, INC.,
a Vermont corporation

LEE CANYON SKI CORPORATION-NEVADA,
a Nevada corporation

PARK CITY SKI HOLIDAYS,
a Utah corporation

POWDR AVIATION, INC.,
a Utah corporation

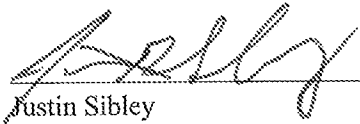
POWDR DEVELOPMENT COMPANY,
a Utah corporation

POWDR PROPERTIES COMPANY,
a Utah corporation

POWDR SPLC HOLDING COMPANY,
a Delaware corporation

SUN COUNTRY TOURS, INC.,
an Oregon corporation

UPLANDS WATER COMPANY, INC.,
a Vermont corporation

By: 
Name: Justin Sibley
Title: Co-President of each of the above entities

KILLINGTON/PICO SKI RESORT PARTNERS, LLC,
a Delaware limited liability company

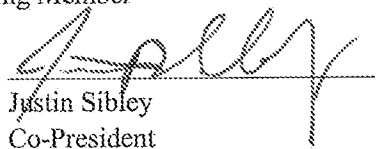
By: Killington Mountain Resort Holding Company,
a Delaware corporation

Its: Managing Member

By:

Name: Justin Sibley

Title: Co-President

A handwritten signature in black ink, appearing to read "Justin Sibley", is written over a horizontal line. The signature is stylized with a large initial "J" and a long, sweeping underline.

[Signature Page to Grant of Patent Security Interest]

E3 DESTINATIONS, LLC,
a Utah limited liability company

MOUNTAIN AVIATION LEASING, LLC,
a Utah limited liability company

MT. BACHELOR LLC,
an Oregon limited liability company

PARLEYS RECREATION PARTNERS, L.L.C.,
a Utah limited liability company

POWDR-ERTLA, LLC,
a Utah limited liability company

POWDR HM LLC,
a Utah limited liability company

POWDR-SCT, LLC,
a Utah limited liability company

POWDR - WOODWARD CA LLC,
a Delaware limited liability company

POWDR - WOODWARD PA LLC,
a Delaware limited liability company

WAFFLEBOX, LLC
a Utah limited liability company

WRECKTANGLE HOLDINGS, LLC,
a Delaware limited liability company

By: Powdr Corp., a Delaware corporation,
Manager of each of the above entities

By: 

Name: Justin Sibley

Title: Co-President & Chief
Administrative Officer

[Signature Page to Grant of Patent Security Interest]

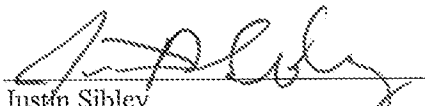
POWDR - COPPER MARKETING LLC,
a Delaware limited liability company

POWDR - COPPER MOUNTAIN LLC,
a Delaware limited liability company

POWDR - COPPER PARTICIPATION LLC,
a Delaware limited liability company

POWDR - COPPER PROPERTIES LLC,
a Delaware limited liability company

POWDR - COPPER WHEELER LLC,
a Delaware limited liability company

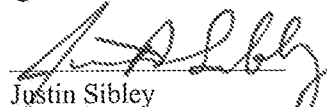
By: 
Name: Justin Sibley
Title: Treasurer of each of the above entities

ELDORA ENTERPRISES LLC,
a Colorado limited liability company

MOUNTAIN LEASE ENTERPRISES, LLC,
a Colorado limited liability company

By: Powdr-Ertla LLC,
a Utah limited liability company,
Manager of each of the above entities

By: Powdr Corp.,
a Delaware corporation,
its Manager

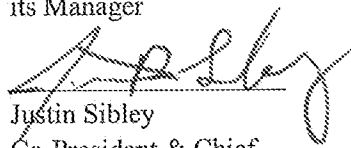
By: 
Name: Justin Sibley
Title: Co-President & Chief
Administrative Officer

ELDORA SKI, LLC,
a Colorado limited liability company

By: Eldora Enterprises LLC,
a Colorado limited liability company,
its Manager

By: Powdr-Ertla LLC,
a Utah limited liability company,
its Manager

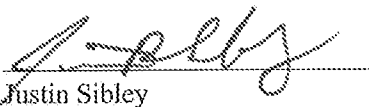
By: Powdr Corp.,
a Delaware corporation,
its Manager

By: 
Name: Justin Sibley
Title: Co-President & Chief
Administrative Officer

POWDR ENTERPRISES LLC,
a Utah limited liability company

POWDR RESORTS LLC,
a Delaware limited liability company

By: Powdr Corp.,
a Delaware corporation,
Sole Member of each of the above entities

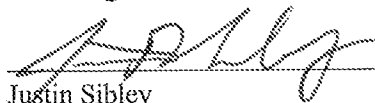
By: 
Name: Justin Sibley
Title: Co-President & Chief
Administrative Officer

[Signature Page to Grant of Patent Security Interest]

POWDR - WOODWARD CAMPS LLC,
a Delaware limited liability company

By: Powdr - Woodward PA LLC,
a Delaware limited liability company,
its Sole Member

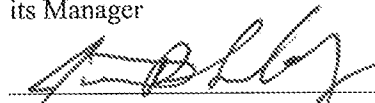
By: Powdr Corp.,
a Delaware corporation,
its Manager

By: 
Name: Justin Sibley
Title: Co-President & Chief
Administrative Officer

POWDR - WOODWARD FILMS, LLC,
a Delaware limited liability company

By: Powdr - Woodward PA LLC,
a Delaware limited liability company,
its Manager

By: Powdr Corp.,
a Delaware corporation,
its Manager

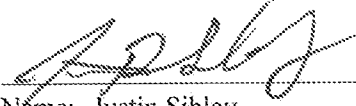
By: 
Name: Justin Sibley
Title: Co-President & Chief
Administrative Officer

[Signature Page to Grant of Patent Security Interest]

WOODWARD HOSPITALITY, LLC,
a California limited liability company

By: Powdr - Woodward CA LLC,
a Delaware limited liability company,
its Manager

By: Powdr Corp.,
a Delaware corporation,
its Manager

By: 
Name: Justin Sibley
Title: Co-President & Chief
Administrative Officer

Notice Address: See Schedule A annexed hereto

SCHEDULE A
TO
GRANT OF PATENT SECURITY INTEREST

U.S. Patents Issued:				
Registered Owner	Patent No.	Issue Date	Title	Inventor(s)
Powdr-Woodward PA LLC	8,348,777	1/8/2013	SPORT LANDING CUSHION AND CONTAINER	Gary P. Ream, Frank L. Bare
Powdr-Woodward PA LLC	8,398,099	3/19/2013	WHEELED SPORT APPARATUS, AS FOR TRAINING AND RECREATION	William Eric Edginton
Powdr-Woodward PA LLC	8,777,240	7/15/2014	WHEELED SPORT APPARATUS, AS FOR TRAINING AND RECREATION	William Eric Edginton
Powdr-Woodward PA LLC	6,533,671	3/18/2003	COMPOSITE LANDING SURFACE FOR SPORTS	Edward Isabelle, Frank L. Bare
Powdr-Woodward PA LLC	9,138,632	9/22/2015	WHEELED SPORT APPARATUS, AS FOR TRAINING AND RECREATION	William Eric Edginton

U.S. Patent Applications:				
Registered Owner	App. No.	Filing Date	Title	Inventor(s)
Powdr Corp.	16/431,408	06/04/2019	FORMED COOKED BATTER FOOD CONTAINMENT SYSTEM	Jeff Suffolk Todd Stevenson
Powdr Corp.	29/656,829	07/17/2018	FORMED COOKED BATTER EDIBLE VESSEL	Jeff Suffolk Todd Stevenson