

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT7059302

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|---|---|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY AGREEMENT |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| TURNKEY VACATION RENTALS, LLC | 12/06/2021 |
| VACASA LLC | 12/06/2021 |
| RECEIVING PARTY DATA | |
| Name: | JPMORGAN CHASE BANK, N.A. |
| Street Address: | 10 SOUTH DEARBORN STREET, FLOOR L2 |
| City: | CHICAGO |
| State/Country: | ILLINOIS |
| Postal Code: | 60603 |
| PROPERTY NUMBERS Total: 7 | |
| Property Type | Number |
| Patent Number: | 11043106 |
| Patent Number: | 10482754 |
| Application Number: | 62927608 |
| Application Number: | 17083067 |
| Application Number: | 62927610 |
| Application Number: | 17083070 |
| Application Number: | 17324595 |
| CORRESPONDENCE DATA | |
| Fax Number: | (800)914-4240 |
| <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: | 800-713-0755 |
| Email: | Michael.Violet@wolterskluwer.com, ECarrera@cahill.com |
| Correspondent Name: | CT CORPORATION |
| Address Line 1: | 4400 EASTON COMMONS WAY |
| Address Line 2: | SUITE 125 |
| Address Line 4: | COLUMBUS, OHIO 43219 |
| NAME OF SUBMITTER: | ELAINE CARRERA |
| SIGNATURE: | /Elaine Carrera/ |
| DATE SIGNED: | 12/07/2021 |

PATENT

Total Attachments: 7

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Execution Version

PATENT SECURITY AGREEMENT dated as of December 6, 2021 (this “Agreement”), among VACASA LLC and TURNKEY VACATION RENTALS, LLC (each a “Grantor” and together, the “Grantors”) and JPMORGAN CHASE BANK, N.A., as Collateral Agent (in such capacity and together with successors in such capacity, the “Collateral Agent”).

Reference is made to (a) the Revolving Credit Agreement dated as of October 7, 2021 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Credit Agreement”), among VACASA HOLDINGS LLC, a Delaware limited liability company (“Holdings”), V-REVOLVER SUB LLC, a Delaware limited liability company (the “Borrower”), the Lenders party thereto, the Issuing Banks party thereto and JPMorgan Chase Bank, N.A., as Administrative Agent and Collateral Agent, and (b) the Collateral Agreement dated as of December 6, 2021 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Collateral Agreement”), among Holdings, the Borrower, the other grantors from time to time party thereto and the Collateral Agent. The Lenders and the Issuing Banks have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement. Each Grantor is an Affiliate of the Borrower, will derive substantial benefits from the extension of credit to the Borrower pursuant to the Credit Agreement and is willing to execute and deliver this Agreement in order to induce the Lenders to make additional Loans and the Issuing Banks to issue additional Letters of Credit and as consideration for Loans previously made and Letters of Credit previously issued. Accordingly, the parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Collateral Agreement or the Credit Agreement, as applicable. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of all Secured Obligations, each Grantor hereby grants to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest (the “Security Interest”) in all of the Grantors’ right, title and interest in, to and under the Patents, including the registrations and applications thereof listed on Schedule I (the “Patent Collateral”).

SECTION 3. Collateral Agreement. The Security Interest granted to the Collateral Agent herein is granted in furtherance, and not in limitation, of the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. The Grantors hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Patent Collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

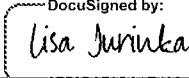
SECTION 4. Counterparts. This Agreement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original but all of which when taken together shall constitute a single contract. Delivery of an executed signature page to this Agreement by facsimile or other electronic transmission shall be effective as delivery of a manually signed counterpart of this Agreement.

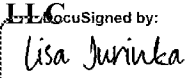
SECTION 5. GOVERNING LAW. THIS AGREEMENT SHALL BE CONSTRUED
IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK.

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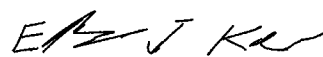
IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

TURNKEY VACATION RENTALS, LLC

By: 
Name: Lisa Jurinka
Title: Chief Legal Officer

VACASA LLC
By: 
Name: Lisa Jurinka
Title: Secretary

JPMORGAN CHASE BANK, N.A., as Collateral Agent

By: 
Name: Eleftherios Karsos
Title: Authorized Officer

Schedule I

PATENTS AND PATENT APPLICATIONS

A. Patents

| Owner | Patent No. | Title | Issue Date | Country | Status |
|---|------------|--|------------|---------|--------|
| Turnkey Vacation Rentals, LLC ¹ | 11043106 | SYSTEM AND METHOD FOR REMOTE PROPERTY MANAGEMENT | 06/22/2021 | US | Issued |
| Turnkey Vacation Rentals, Inc. ² | 10482754 | SYSTEM AND METHOD FOR REMOTE PROPERTY MANAGEMENT | 11/19/2019 | US | Issued |

B. Patent Applications

| Owner | Patent Application No. Patent Publication No. | Title | Application Date Publication Date | Country | Status |
|------------|--|--|--|---------|---------------------------------|
| Vacasa LLC | 62/927,608 | DISPATCH SYSTEM FOR SCHEDULING WORKERS | 10/29/2019 | US | Expired Provisional Application |

¹ Record owner in prior name Turnkey Vacation Rentals, Inc. Company to update record owner to TurnKey Vacation Rentals, LLC.

² Record owner in prior name Turnkey Vacation Rentals, Inc. Company to update record owner to TurnKey Vacation Rentals, LLC.

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|--|---------------------------|--|--------------------------|----|--|
| Vacasa LLC | 17/083,067 20210125133 | DISPATCH SYSTEM FOR SCHEDULING WORKERS | 10/28/2020 04/29/2021 | US | Published Utility Patent Application |
| Vacasa LLC | 62/927,610 | INCOME ESTIMATION FOR A SHORT-TERM RENTAL PROPERTY | 10/29/2019 | US | Expired Provisional Application |
| Vacasa LLC | 17/083,070 20210125210 | INCOME ESTIMATION FOR A SHORT-TERM RENTAL PROPERTY | 10/28/2020 04/29/2021 | US | Published Utility Patent Application |
| Turnkey Vacation Rentals, Inc. ³ | 17/324595 20210272442 | SYSTEM AND METHOD FOR REMOTE PROPERTY MANAGEMENT | 05/19/2021 09/02/2021 | US | Published |

³ Record owner in prior name Turnkey Vacation Rentals, Inc. Company to update record owner to TurnKey Vacation Rentals, LLC.