

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT7271743

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN PATENTS
CONVEYING PARTY DATA	
Name	Execution Date
TOPDOWN HOLDINGS, LLC	02/25/2022
TOPDOWN, LLC	02/25/2022
TOPDOWN, INC.	02/25/2022
GAHH, LLC	02/25/2022
ROBBINS GROUP LLC	02/25/2022
ROBBINS AUTO TOP LLC	02/25/2022
E-Z ON AUTO TOPS, LLC	02/25/2022
RECEIVING PARTY DATA	
Name:	BROOKSIDE MEZZANINE FUND IV, L.P., AS ADMINISTRATIVE AGENT
Street Address:	201 TRESSER BOULEVARD
Internal Address:	SUITE 330
City:	STAMFORD
State/Country:	CONNECTICUT
Postal Code:	06901
PROPERTY NUMBERS Total: 2	
Property Type	Number
Application Number:	11844226
Application Number:	13665733
CORRESPONDENCE DATA	
Fax Number:	(212)294-4700
<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:	2122946635
Email:	dkumar@winston.com
Correspondent Name:	WINSTON & STRAWN LLP - BECKY TROUTMAN
Address Line 1:	101 CALIFORNIA STREET
Address Line 2:	35TH FLOOR
Address Line 4:	SAN FRANCISCO, CALIFORNIA 94111-5840
ATTORNEY DOCKET NUMBER:	87097.15- PSA /BROOKSIDE
NAME OF SUBMITTER:	BECKY L. TROUTMAN

PATENT

SIGNATURE:	/Becky L. Troutman/
DATE SIGNED:	04/11/2022
Total Attachments: 5 source=BMF - TopDown - Notice of Grant of IP Security Interest [Patents] (Executed)_ (16843082)_ (1)#page1.tif source=BMF - TopDown - Notice of Grant of IP Security Interest [Patents] (Executed)_ (16843082)_ (1)#page2.tif source=BMF - TopDown - Notice of Grant of IP Security Interest [Patents] (Executed)_ (16843082)_ (1)#page3.tif source=BMF - TopDown - Notice of Grant of IP Security Interest [Patents] (Executed)_ (16843082)_ (1)#page4.tif source=BMF - TopDown - Notice of Grant of IP Security Interest [Patents] (Executed)_ (16843082)_ (1)#page5.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
PATENTS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to Subordinated Loan Agreement dated February 25, 2022 ("Loan Agreement"); capitalized terms used but not otherwise defined herein shall have the meanings set forth in such Loan Agreement), by and among **TOPDOWN HOLDINGS, LLC**, a Delaware limited liability company ("Holdings"), **TOPDOWN, INC.**, a Delaware corporation ("Parent"), **TOPDOWN, LLC**, a Delaware limited liability company ("TopDown"), **GAHH, LLC**, a Texas limited liability company ("GAHH"), **ROBBINS GROUP LLC**, a California limited liability company ("Group"), **ROBBINS AUTO TOP LLC**, a California limited liability company ("Robbins"), and **E-Z ON AUTO TOPS, LLC**, a Delaware limited liability company ("E-Z", and, together with Holdings, Parent, TopDown, GAHH, Group, and Robbins, jointly and severally, the "Grantor"), the lenders party thereto from time to time (the "Lenders" and together with the Agent (as defined below), the "Secured Parties") and **BROOKSIDE MEZZANINE FUND IV, L.P.**, a Delaware limited partnership, as administrative agent for the Lenders (in such capacity, the "Agent"), undersigned Grantor, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, has granted to Agent, on behalf of and for the benefit of the Secured Parties, a continuing security interest in such Grantor's right, title and interest in and to the patents set forth on Schedule 1 attached hereto and made a part hereof.

Each undersigned Grantor and Agent hereby acknowledge and agree that the security interest in the patents of each Grantor (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any patent.

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[SIGNATURES ON FOLLOWING PAGES]

SIGNATURE PAGE – NOTICE OF GRANT OF IP SECURITY INTEREST – PATENTS

GRANTOR:

TOPDOWN HOLDINGS, LLC,
a Delaware limited liability company

By: *Daniel H. Moore*
Name: Daniel H. Moore
Title: President

TOPDOWN, LLC,
a Delaware limited liability company

By: TopDown Holdings, LLC
its sole member

By: *Daniel H. Moore*
Name: Daniel H. Moore
Title: President

TOPDOWN, INC.,
a Delaware corporation

By: *Daniel H. Moore*
Name: Daniel H. Moore
Title: President

GAHH, LLC,
a Texas limited liability company

By: *Daniel H. Moore*
Name: Daniel H. Moore
Title: President

ROBBINS GROUP LLC,
a California limited liability company

By: *Daniel H. Moore*
Name: Daniel H. Moore
Title: President

SIGNATURE PAGE – NOTICE OF GRANT OF IP SECURITY INTEREST – PATENTS

ROBBINS AUTO TOP LLC,
a California limited liability company

By: *Daniel H. Moore*
Name: Daniel H. Moore
Title: President

E-Z ON AUTO TOPS, LLC,
a Delaware limited liability company

By: *Daniel H. Moore*
Name: Daniel H. Moore
Title: President

Acknowledged and Accepted:

BROOKSIDE MEZZANINE FUND IV, L.P.,
a Delaware limited partnership

By: Brookside Mezzanine Partners IV, LLC, a
Delaware limited liability company, its general
partner

By: _____
Name: Corey Sclar
Title: Managing Partner

SIGNATURE PAGE -- NOTICE OF GRANT OF IP SECURITY INTEREST -- PATENTS

ROBBINS AUTO TOP LLC,
a California limited liability company

By: _____
Name:
Title:

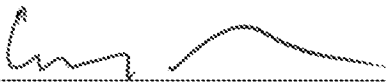
E-Z ON AUTO TOPS, LLC,
a Delaware limited liability company

By: _____
Name:
Title:

Acknowledged and Accepted:

BROOKSIDE MEZZANINE FUND IV, L.P.,
a Delaware limited partnership

By: Brookside Mezzanine Partners IV, LLC, a
Delaware limited liability company, its general
partner

By:  _____
Name: Corey Sclar
Title: Managing Partner

Schedule 1

Patent Applications

Title	Application Number	Filing Date
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (BELGIUM)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (DENMARK)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (FRANCE)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (GERMANY)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (ITALY)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (NETHERLANDS)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (POLAND)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (SPAIN)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (SWEDEN)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (UNITED KINGDOM)	08157893.2	06/09/2008
METHOD FOR INSTALLING A GLASS WINDOW IN A FOLDING OR REMOVABLE SOFT AUTOMOBILE TOP (UNITED STATE OF AMERICA)	11/844226	08/23/2007
CONVERTIBLE TOP	13/665733	10/31/2012