

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM386669

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ITG VOMA CORP.		05/27/2016	Corporation: NEVADA
RECEIVING PARTY DATA			
Name:	HSBC BANK USA, N.A.		
Street Address:	452 Fifth Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	National Association: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86039919	GRAND RIDE	
CORRESPONDENCE DATA			
Fax Number:	7037125050		
<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:	703-712-5352		
Email:	jmiller@mcguirewoods.com		
Correspondent Name:	Joyce Miller		
Address Line 1:	1750 Tysons Blvd.		
Address Line 2:	Suite 1800		
Address Line 4:	Tysons, VIRGINIA 22102		
NAME OF SUBMITTER:	Joyce Miller		
SIGNATURE:	/Joyce Miller/		
DATE SIGNED:	06/06/2016		
Total Attachments: 6			
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OP \$40.00 86039919

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

May 27, 2016

ITG VOMA CORP., a Nevada corporation ("Debtor"), hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, a national banking association ("Secured Party"), whose address is 333 South Hope Street, 13th Floor, Los Angeles, California 90071, for the ratable benefit of the financial institutions from time to time party to the Agreement (as defined below), as Lenders (as defined in the Agreement), a security interest in and to all of Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor owned by Debtor which are identified on Exhibit A attached hereto and herein incorporated by this reference (the "Trademarks"), together with the goodwill and assets of Debtor's business, as set forth in the Agreement; (b) the patents and patent applications owned by Debtor which are identified on Exhibit B attached hereto and herein incorporated by this reference (the "Patents"); and (c) the copyright registrations owned by Debtor which are identified on Exhibit C attached hereto and herein incorporated by this reference (the "Copyrights"), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interests are contained in that certain Loan and Security Agreement, dated as of May 27, 2016 (as amended, restated, amended or restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), by and between Debtor and Secured Party, as security for the Obligations (as defined in the Agreement) as set forth in the Loan Agreement and 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 Secured Party may have in any other collateral described in the Loan Agreement or otherwise.

[Signature page to 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.

DEBTOR:

ITG VOMA CORP., a Nevada corporation

By: Yuning Pi
Name: Yuning Pi
Title: Chief Financial Officer and Secretary


Signature Page
MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY

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TRADEMARK
REEL: 005806 FRAME: 0350

SECURED PARTY:

BANK OF AMERICA, NA.,

By: 
Name: Phuong Nguyen
Title: Vice President

Address:
333 South Hope Street
13th Floor
Los Angeles, California 90071
Attn: Asset Based Portfolio Specialist - ITG Voma

EXHIBIT A
TRADEMARKS

MARK	SERIAL NO.	FILING DATE	REG. NO.	REG. DATE	STATUS
ROCKSTON	79/096845	04/11/2011	4,051,535	11/08/2011	REGISTERED
GRAND RIDE	86/039919	08/16/2013	4,501,683	03/25/2014	REGISTERED

EXHIBIT B

PATENTS

PATENT	APP. NO.	FILING DATE	PATENT NO.	ISSUE DATE	STATUS
TIRE	29/479,922	01/21/2014	D742,303	11/03/2015	ISSUED

EXHIBIT C
COPYRIGHTS

None.