

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM397557

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Subordination of Patent and Trademark Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
PETRA GROWTH FUND II, L.P.		09/02/2016	Limited Partnership: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MB Financial Bank, N.A.		
<b>Street Address:</b>	6111 N River Road, 3rd Floor		
<b>Internal Address:</b>	Attn: Andrew Bennett		
<b>City:</b>	Rosemont		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60018		
<b>Entity Type:</b>	National Banking Association: ILLINOIS		
<b>PROPERTY NUMBERS Total: 19</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77267512	JBUDS	
<b>Serial Number:</b>	77267456	B-FLEX	
<b>Serial Number:</b>	77949974	JLAB	
<b>Serial Number:</b>	85420927	GO	
<b>Serial Number:</b>	85725034	HOOK IT UP. ROCK IT OUT.	
<b>Serial Number:</b>	85718739	THE CRASHER	
<b>Serial Number:</b>	86061508	SHAKER	
<b>Serial Number:</b>	86170822	BOMBORA	
<b>Serial Number:</b>	86184491	JBUDDIES	
<b>Serial Number:</b>	86019747	INTRO	
<b>Serial Number:</b>	86184424	FREEDOM TO LISTEN	
<b>Serial Number:</b>	86119309	AUDIO REIMAGINED	
<b>Serial Number:</b>	86119330	EARBUDS REIMAGINED	
<b>Serial Number:</b>	86070692	OMNI BY JLAB	
<b>Serial Number:</b>	85725007	THE BOUNCER	
<b>Serial Number:</b>	86019875	EPIC BY JLAB	
<b>Serial Number:</b>	86026700	C3	
<b>Serial Number:</b>	87099923	CUSH FINS	
<b>TRADEMARK</b>			

CH \$490.00 77267512

Property Type	Number	Word Mark
Serial Number:	86471959	JJJ
<b>CORRESPONDENCE DATA</b>		
Fax Number:	3142592020	
	<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:	314-259-2000	
Email:	susan.murphy@bryancave.com	
Correspondent Name:	Bryan Cave LLP	
Address Line 1:	211 North Broadway, Suite 3600	
Address Line 4:	St. Louis, MISSOURI 63102	
<b>ATTORNEY DOCKET NUMBER:</b>	0397565 Sub Trademark	
<b>NAME OF SUBMITTER:</b>	Beth Haden	
<b>SIGNATURE:</b>	/Beth Haden/	
<b>DATE SIGNED:</b>	09/06/2016	
<b>Total Attachments: 5</b>		
source=22 Subordination_of_Grant_of_Security_Interest_in_IP#page1.tif		
source=22 Subordination_of_Grant_of_Security_Interest_in_IP#page2.tif		
source=22 Subordination_of_Grant_of_Security_Interest_in_IP#page3.tif		
source=22 Subordination_of_Grant_of_Security_Interest_in_IP#page4.tif		
source=22 Subordination_of_Grant_of_Security_Interest_in_IP#page5.tif		

## **SUBORDINATION OF PATENT AND TRADEMARK SECURITY AGREEMENT**

This Subordination of Patent and Trademark Security Agreement (“**Agreement**”), dated as of September 2, 2016, is made by PETRA GROWTH FUND II, L.P., a Delaware Limited Partnership (“**Subordinated Lender**”) and MB FINANCIAL BANK, N.A. (“**Senior Lender**”).

1. Subordinated Lender and PEAG, LLC, a Delaware Limited Liability Company (“**Debtor**”) are parties to a Patent and Trademark Security Agreement recorded in the United States Patent and Trademark Office (“**USPTO**”) in the Trademark section at Reel 5602 and Frame 885 as Document No. 900334901 on August 19, 2015, and in the Patent Section at Reel 36364 and Frame 200 on August 19, 2015, pursuant to which Debtor granted a security interest in its trademarks and patents.

2. Senior Lender, Subordinated Lender and Debtor are parties to that certain Subordination Agreement of even date herewith (the “**Subordination Agreement**”).

3. Subordinated Lender agrees that its security interest in the Debtor’s trademarks and patents is subject to the Subordination Agreement.

4. Subordinated Lender and Senior Lender desire that this Agreement be recorded with the USPTO in the Trademark section against the trademarks shown on Exhibit A and in the Patent section against the patents shown on Exhibit B, attached hereto and incorporated herein as though fully set forth.

Remainder of page intentionally blank; signatures on page following.

This Agreement may be executed in two (2) or more counterparts, each of which shall be deemed an original for all purposes, and all of which shall constitute but one and the same instrument. Delivery of an executed counterpart of a signature page to this Agreement by facsimile or in electronic format shall be effective as delivery of a manually executed counterpart signature page.

**SUBORDINATED LENDER:**

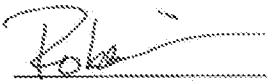
**SENIOR LENDER:**

**PETRA GROWTH FUND II, L.P.**

**MB FINANCIAL BANK, N.A.**

By: **PETRA PARTNERS II, LLC**

Its: General Partner

By:  .....

Name: Robert A. Smith  
Title: Managing Member

By: .....

Name: Cindy S. Jamroziak  
Title: Senior Vice President

This Agreement may be executed in two (2) or more counterparts, each of which shall be deemed an original for all purposes, and all of which shall constitute but one and the same instrument. Delivery of an executed counterpart of a signature page to this Agreement by facsimile or in electronic format shall be effective as delivery of a manually executed counterpart signature page.

**SUBORDINATED LENDER:**


**SENIOR LENDER:**

**PETRA GROWTH FUND II, L.P.**

**MB FINANCIAL BANK, N.A.**

By: **PETRA PARTNERS II, LLC**  
Its: General Partner

By: \_\_\_\_\_  
Name: Robert A. Smith  
Title: Managing Member

By:   
Name: Cindy S. Jabrozniak  
Title: Senior Vice President

**EXHIBIT "A"  
TRADEMARKS**

<b>TRADEMARK</b>	<b>APP. NO.</b>	<b>FILING DATE</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
JBuds	77267512	8/29/2007	3,430,181	5/20/2008
B-Flex	77267456	8/29/2007	3,426,305	5/13/2008
JLab	77949974	3/3/2010	3,863,396	10/19/2010
Go	85420927	9/13/2011	4,422,395	10/22/2013
Hook It Up. Rock It Out.	85725034	9/10/2012	4,471,945	1/21/2014
The Crasher	85718739	8/31/2012	4,471,904	1/21/2014
Shaker	86061508	9/11/2013	4,521,293	4/29/2014
BOMBORA	86170822	1/21/2014	4,556,082	6/24/2014
JBuddies	86184491	2/4/2014	4,576,016	7/29/2014
Intro	86019747	7/25/2013	4,618,505	10/7/2014
Freedom to Listen	86184424	2/4/2014	4,679,914	1/27/2015
Audio Reimagined	886119309	11/14/2013	4,693,241	2/24/2015
Earbuds Reimagined	86119330	11/14/2013	4,693,242	2/24/2015
Omni by JLab	86070692	9/20/2013	4,704,703	3/17/2015
The Bouncer	85725007	9/10/2012	4,712,855	3/31/2015
Epic by JLAB	86019875	7/25/2013	PENDING	
C3	86026700	8/1/2013	PENDING	
Cush Fins	87099923	7/11/2016	PENDING	
JJJ	86471959	12/4/2014	4,781,673	5/12/2015

**EXHIBIT "B"**  
**PATENTS**

<b>TITLE</b>	<b>FILING DATE</b>	<b>APP. NO.</b>	<b>ISSUE DATE</b>	<b>PAT. NO.</b>
Pair of Ear Buds	11/10/2014	29508722	11/24/2015	D743948
Pair of Ear Buds	10/19/2015	29542948	3/1/2016	D750600
Wireless Pair of Ear Buds	6/13/2016	62349558		

Exhibit "B"