

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM422513

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AXS DIGITAL, LLC		03/31/2017	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BANK OF AMERICA, N.A.		
<b>Street Address:</b>	333 SOUTH HOPE STREET, 13TH FLOOR		
<b>City:</b>	LOS ANGELES		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90071		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4830497	AXS ADVANTAGE	
<b>Registration Number:</b>	2693385	CARBONHOUSE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9192868199		
<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>			
<b>Phone:</b>	919 286-8000		
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com		
<b>Correspondent Name:</b>	MOORE & VAN ALLEN PLLC		
<b>Address Line 1:</b>	3015 CARRINGTON MILL BOULEVARD		
<b>Address Line 2:</b>	SUITE 400		
<b>Address Line 4:</b>	MORRISVILLE, NORTH CAROLINA 27560		
<b>ATTORNEY DOCKET NUMBER:</b>	327000-027618		
<b>NAME OF SUBMITTER:</b>	John E. Slaughter		
<b>SIGNATURE:</b>	/John E. Slaughter/		
<b>DATE SIGNED:</b>	04/03/2017		
<b>Total Attachments: 4</b>			
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

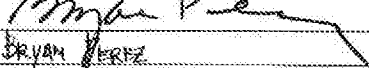
Please be advised that pursuant to the Security Agreement dated as of March 31, 2017 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among AXS Group LLC, AXS Digital, LLC, Flash Seats, LLC, Flash Seats Vertical Alliance LLC, AXS Digital Media Group, LLC (each an "Obligor"), and Bank of America, N.A. (the "Bank"), the undersigned Obligor has granted and hereby grants a continuing security interest in and continuing lien upon, the trademarks shown on Schedule 1 to the Bank, subject to and upon the terms and conditions of the Agreement, which are incorporated herein by reference.

The undersigned Obligor and Bank hereby acknowledge and agree that the security interest in the foregoing trademarks (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 trademark or trademark application.

*[signature pages follow]*

Very truly yours,

AXS DIGITAL, LLC,  
a Delaware limited liability company

By:   
Name: BRYAN PEREZ  
Title: President CEO

Acknowledged and Accepted:

BANK OF AMERICA, N.A.

By:   
Name: Weihua Cheng  
Title: Senior Vice President

**Schedule 1**

**AXS Digital, LLC  
(Delaware Limited Liability Company)**

**U.S. Trademarks**

**Trademark Registrations**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
AXS ADVANTAGE	4830497	10/13/15
CARBONHOUSE	2693385	03/04/03