

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM445263

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
METLIFE PRIVATE EQUITY HOLDINGS, LLC (as successor to Metropolitan Life Insurance Company)		09/29/2017	Limited Liability Company: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Troon Golf, L.L.C.
<b>Street Address:</b>	15044 North Scottsdale Road
<b>City:</b>	Scottsdale
<b>State/Country:</b>	ARIZONA
<b>Postal Code:</b>	85254
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

**PROPERTY NUMBERS Total: 37**

Property Type	Number	Word Mark
Registration Number:	2645245	TROON GOLF GOLF'S FIRST AND FOREMOST LUX
Registration Number:	2342695	TROON
Registration Number:	2396896	TROON GOLF
Registration Number:	2299833	TROON GOLF SCHOOLS
Registration Number:	2346630	TROON GOLF
Registration Number:	2344740	TROON
Registration Number:	2342652	TROON GOLF
Registration Number:	2342651	EXPERIENCE TROON GOLF
Registration Number:	2371472	TROON GOLF
Registration Number:	2242602	TROON GOLF
Registration Number:	2255029	TROON GOLF
Registration Number:	2242603	TROON GOLF
Registration Number:	2094139	TROON
Registration Number:	2100745	TROON
Registration Number:	2128035	TROON
Registration Number:	2128037	TROON
Registration Number:	4532161	TROONFIT

OP \$940.00 2645245

Property Type	Number	Word Mark
Registration Number:	4215224	TROON
Registration Number:	4219149	TROON
Registration Number:	4215225	TROON
Registration Number:	4215226	TROON
Registration Number:	4074900	TROON GOLF VACATIONS
Registration Number:	3952646	TROON GOLF & TRAVEL
Registration Number:	3952647	TROON GOLF & TRAVEL
Registration Number:	3956032	TROON PRIVÉ CONNECT
Registration Number:	4074835	TROON GOLF VACATIONS
Registration Number:	3975479	TROON PRIVE
Registration Number:	3932506	TROON PRIVE
Registration Number:	3975480	TROON PRIVE
Registration Number:	3932507	TROON PRIVE
Registration Number:	3372598	TROON GOLF ACADEMY
Registration Number:	2966030	TROON REWARDS
Registration Number:	2889481	TROON
Registration Number:	2889482	TROON LODGE
Registration Number:	4532160	TROONFIT
Registration Number:	2241555	TROON GOLF
Registration Number:	3694208	PURE GOLF

**CORRESPONDENCE DATA**

**Fax Number:** 2122919868

*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.*

**Phone:** 212-558-4229

**Email:** demarcor@sullcrom.com, nguyenb@sullcrom.com

**Correspondent Name:** Raffaele A. DeMarco

**Address Line 1:** 125 Broad Street

**Address Line 2:** Sullivan & Cromwell LLP

**Address Line 4:** New York, NEW YORK 10004-2498

<b>NAME OF SUBMITTER:</b>	Raffaele A. DeMarco
<b>SIGNATURE:</b>	/Raffaele A. DeMarco/
<b>DATE SIGNED:</b>	09/29/2017

**Total Attachments: 5**

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**TRADEMARK RELEASE AND REASSIGNMENT**

(Second Lien)

THIS TRADEMARK RELEASE AND REASSIGNMENT (this "Release") is made as of September 29, 2017, by METLIFE PRIVATE EQUITY HOLDINGS, LLC (as successor to Metropolitan Life Insurance Company), in its capacity as Agent ("Agent"). Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreement (as defined below).

W I T N E S S E T H:

WHEREAS, Troon Golf, L.L.C., a Delaware limited liability company ("Grantor") and Agent are parties to that certain Trademark Security Agreement dated as of June 30, 2014 (the "Security Agreement") pursuant to which Grantor granted a security interest to Agent in certain Trademarks and Trademark Collateral (as defined below) as security for certain obligations owing by Grantor to Agent, including the Trademarks set forth on Schedule 1 hereto;

WHEREAS, the Security Agreement was recorded by the Trademark Division of the United States Patent and Trademark Office on September 15, 2014, at Reel 5362, Frame 0178;

WHEREAS, Grantor has requested that Agent terminate and release its security interest in the Trademarks and Trademark Collateral listed on Schedule 1 hereto and reassign any and all rights in the same to Grantor.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Agent agrees as follows:

1. Agent hereby unconditionally and irrevocably terminates, releases and discharges its lien on and security interest in all of the collateral under which any rights are granted under the Security Agreement (collectively the "Trademark Collateral"), including without limitation any and all of the following:

- (i) the Trademarks listed on Schedule 1 hereto;
- (ii) all renewals and extensions of the foregoing;
- (iii) all goodwill of the business connected with the use of, and symbolized by, each such Trademark listed on Schedule 1 hereto; and
- (iv) all income, royalties, proceeds and Liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

2. Agent hereby unconditionally and irrevocably reassigns, grants and conveys to the Grantor, without any representation or recourse by Agent, any and all of Agent's right, title

and interest in and to the Trademark Collateral.

3. This Release and the rights and obligations of the Agent and the Grantor shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

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IN WITNESS WHEREOF, Agent has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.

**METLIFE PRIVATE EQUITY HOLDINGS, LLC** (as successor to Metropolitan Life Insurance Company), as Agent and as a Lender

By: MetLife SP Holdings, LLC, its sole member

By: Metropolitan Life Insurance Company, its sole member

By:   
Name: Sean Ritter  
Title: Director

SCHEDULE I

<b>Trademark</b>	<b>Application Number</b>	<b>Application Date</b>	<b>Trademark Number</b>	<b>Registration Date</b>
TROON GOLF GOLF'S FIRST AND FOREMOST LUXURY BRAND.	76178047	12/8/00	2645245	11/5/02
TROON	75569988	10/14/98	2342695	4/18/00
TROON GOLF	75560672	9/29/98	2396896	10/24/00
TROON GOLF SCHOOLS	75561171	9/29/98	2299833	12/14/99
TROON GOLF	75561206	9/29/98	2346630	5/2/00
TROON	75561431	9/29/98	2344740	4/25/00
TROON GOLF	75560645	9/29/98	2342652	4/18/00
EXPERIENCE TROON GOLF	75560499	9/24/98	2342651	4/18/00
TROON GOLF	75385950	11/6/97	2371472	7/25/00
TROON GOLF	75385956	11/6/97	2242602	5/4/99
TROON GOLF	75385957	11/6/97	2255029	6/22/99
TROON GOLF	75385958	11/6/97	2242603	5/4/99
TROON	74734815	9/18/95	2094139	9/9/97
TROON	74734819	9/18/95	2100745	9/30/97
TROON	74734820	9/18/95	2128035	1/13/98
TROON	74734822	9/18/95	2128037	1/13/98
TROONFIT	85914067	4/24/13	4532161	5/20/14
TROON	85389019	8/3/11	4215224	8/25/12
TROON	85389031	8/3/11	4219149	10/2/12
TROON	85389034	8/3/11	4215225	9/25/12

<b>Trademark</b>	<b>Application Number</b>	<b>Application Date</b>	<b>Trademark Number</b>	<b>Registration Date</b>
TROON	85389038	8/3/11	4215226	9/25/12
TROON GOLF VACATIONS	85100796	8/5/10	4074900	12/20/11
TROON GOLF & TRAVEL	85066294	6/18/10	3952646	4/26/11
TROON GOLF & TRAVEL	85066308	6/18/10	3952647	4/26/11
TROON PRIVÉ CONNECT	85066325	6/18/10	3956032	5/3/11
TROON GOLF VACATIONS	85066380	6/18/10	4074835	12/20/11
TROON PRIVÉ	77938999	2/18/10	3975479	6/7/11
TROON PRIVÉ	77939023	2/18/10	3932506	3/15/11
TROON PRIVE	77939041	2/18/10	3975480	6/7/11
TROON PRIVE	77939053	2/18/10	3932507	3/15/11
TROON GOLF ACADEMY	77189688	5/24/07	3372598	1/22/08
TROON REWARDS	76581773	3/18/04	2966030	7/12/05
TROON	76067005	6/8/00	2889481	9/28/04
TROON LODGE	76067052	6/8/00	2889482	9/28/04
TROONFIT	85914049	4/24/13	4532160	5/20/14
TROON GOLF	75385959	11/6/97	2241555	4/27/99
PURE GOLF	78709879	9/9/05	3694208	10/6/09