

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM474601

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MIDCAP FINANCIAL TRUST		05/18/2018	Trust: DELAWARE
RECEIVING PARTY DATA			
Name:	GUGGENHEIM CORPORATE FUNDING, LLC, AS COLLATERAL AGENT		
Street Address:	330 Madison Avenue, 11th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2073561	YACHTWORLD	
Registration Number:	3594034	YACHTWORLD.COM	
Registration Number:	2374368	ALL ABOUT BOATS	
Registration Number:	2637621	BOATSBANK	
Registration Number:	2662676	BOATSCENTRAL	
Registration Number:	3630425	BOATWIZARD	
Registration Number:	3792046	SOLDBOATS.COM	
CORRESPONDENCE DATA			
Fax Number:	2139963303		
<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:	213-683-6303		
Email:	amyarnelle@paulhastings.com		
Correspondent Name:	Amy Arnelle		
Address Line 1:	515 Flower Street, 25th Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90071		
NAME OF SUBMITTER:	Amy Arnelle		
SIGNATURE:	/Amy Arnelle/		
DATE SIGNED:	05/18/2018		

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Total Attachments: 5

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ASSIGNMENT OF SECURITY INTEREST IN TRADEMARKS

This ASSIGNMENT OF SECURITY INTEREST IN TRADEMARKS (this “Trademark Assignment”) is made as of this 18th day of May, 2018 from MIDCAP FINANCIAL TRUST, in its capacity as collateral agent for itself and the Secured Parties (hereinafter referred to as the “Existing Agent”), to GUGGENHEIM CORPORATE FUNDING, LLC, in its capacity as collateral agent for itself and the Secured Parties (hereinafter referred to as the “Successor Agent”). All terms capitalized but not otherwise defined herein shall have the meanings as set forth in the Trademark Security Agreement as defined below.

WITNESSETH

WHEREAS, pursuant to that certain Intellectual Property Security Agreement, dated September 12, 2016, by Boats Group, LLC f/k/a Dominion Marine Media, LLC (the “Grantor”) in favor of the Existing Agent, recorded by the Assignment Recordation Branch of the United States Patent and Trademark Office on September 12, 2016 at Reel 5875, Frame 0293 (the “Trademark Security Agreement”), the Grantor granted a security interest to the Existing Agent for the benefit of the Secured Parties in certain Collateral including the trademarks set forth on Schedule 1 hereto; and

WHEREAS, Existing Agent and Successor Agent entered into that certain Resignation and Assignment Agreement (the “Resignation Agreement”), dated as of May 18, 2018, with respect to Existing Agent’s assignment to Successor Agent of, among other things as expressly set forth therein, Existing Agent’s rights under the Trademark Security Agreement;

WHEREAS, the Existing Agent desires to assign all of its rights, powers and privileges as Collateral Agent under the Trademark Security Agreement to the Successor Agent; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Trademark Assignment, the parties hereto hereby acknowledge and agree as follows:

1. Existing Agent hereby assigns to Successor Agent, and Successor Agent hereby assumes and undertakes from Existing Agent, without recourse and without representation or warranty, Existing Agent’s entire right, title and interest in, to and under the Trademark Security Agreement, including, without limitation, Existing Agent’s entire right, title and interest and in and to the security interest granted by the Grantor thereunder in the Collateral, and the Trademarks referred to on Schedule 1.

2. Existing Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect this Trademark Assignment.

3. This Trademark Assignment may be executed in any number of counterparts and all of such counterparts taken together shall be deemed to constitute one and the same instrument.

4. This Trademark Assignment shall be governed by and construed in accordance with the laws of the state of New York.

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This Assignment of Security Interest in Trademarks is made this 18th day of May, 2018.

MIDCAP FINANCIAL TRUST, as Existing Agent

By: Apollo Capital Management, L.P., its investment
manager

By: Apollo Capital Management GP, LLC, its general
partner

By:


Name: Maurice Arsellem
Title: Authorized Signatory


GUGGENHEIM CORPORATE FUNDING, LLC, as
Successor Agent

By  _____

Name: Kevin M. Robinson
Its: Attorney-in-Fact

ACKNOWLEDGED AND AGREED:

BOATS GROUP, LLC (f/k/a Dominion Marine Media, LLC),
as Grantor

By: 
Name: Staven Kooyers
Title: Secretary

Schedule A

SCHEDULE OF TRADEMARKS

U.S. Trademark Registrations

Registered owner/ Grantor	Trademark	Registration No.
Boats Group, LLC	YACHTWORLD	2073561
Boats Group, LLC	YACHTWORLD.COM	3594034
Boats Group, LLC	ALL ABOUT BOATS	2374368
Boats Group, LLC	BOATSBANK	2637621
Boats Group, LLC	BOATSCENTRAL	2662676
Boats Group, LLC	BOATWIZARD	3630425
Boats Group, LLC	SOLDBOATS.COM and Design	3792046