

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM469739

| | | | |
|---|--------------------------------------|-----------------------|---------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Release (Reel 4896 / Frame 0113) | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| BMO Harris Bank N.A. | | 04/11/2018 | Bank: UNITED STATES |
| RECEIVING PARTY DATA | | | |
| Name: | MN Airlines, LLC | | |
| Street Address: | 1300 Corporate Center Curve | | |
| City: | Eagan | | |
| State/Country: | MINNESOTA | | |
| Postal Code: | 55121 | | |
| Entity Type: | Limited Liability Company: MINNESOTA | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1303139 | SUN COUNTRY AIRLINES | |
| Registration Number: | 2126040 | SUN COUNTRY VACATIONS | |
| Registration Number: | 2326946 | S | |
| Registration Number: | 3785170 | UFLY | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 8009144240 | | |
| <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: | 614-280-3566 | | |
| Email: | james.murray@wolterskluwer.com | | |
| Correspondent Name: | James Murray | | |
| Address Line 1: | 4400 Easton Commons Way, Suite 125 | | |
| Address Line 2: | CT Corporation | | |
| Address Line 4: | Columbus, OHIO 43219 | | |
| NAME OF SUBMITTER: | Doris Ka | | |
| SIGNATURE: | /Doris Ka/ | | |
| DATE SIGNED: | 04/13/2018 | | |
| Total Attachments: 4 | | | |
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

BMO Harris Bank N.A.

- Individual(s)
- Partnership
- Corporation- State: _____
- Other Bank
- Association
- Limited Partnership

Citizenship (see guidelines) USA

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) April 11, 2018

- Assignment
- Security Agreement
- Other Release (Reel 4896 / Frame 0113)
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: MN Airlines, LLC

Street Address: 1300 Corporate Center Curve

City: Eagan

State: Minnesota

Country: USA Zip: 55121

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other Minnesota, USA

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

B. Trademark Registration No.(s)

see attached Schedule A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Doris Ka, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3569

Docket Number: 08380.912

Email Address: dka@cahill.com

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

April 12, 2018

Date

Doris Ka

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS dated April 11, 2018 by BMO Harris Bank N.A., a national banking association (“*BMO*”), with its mailing address at 111 West Monroe Street, Chicago, Illinois 60603, acting as administrative agent hereunder for the Secured Creditors as defined in the Security Agreement referred to below (BMO acting as such administrative agent being hereinafter referred to as the “*Agent*”);

WITNESSETH:

WHEREAS, MN Airlines, LLC, a Minnesota limited liability company (“*Debtor*”), with its mailing address at 1300 Mendota Heights Road, Mendota Heights, Minnesota 55120 and Agent were parties to a certain Trademark Collateral Agreement dated December 7, 2012 between Debtor and Agent which was recorded in the United States Patent and Trademark Office on November 8, 2012 at Reel 004896, Frame 0113 (the “*Agreement*”), pursuant to which Debtor granted to Agent, a security interest in, among other things, the trademarks, trademark registrations, and trademark applications listed on Schedule A attached hereto and certain other property (collectively, the “*Trademark Property*”); and

WHEREAS, Debtor has requested that Secured Party release its security interests in the Trademark Property and reassign the same to Debtor;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

Agent hereby releases its security interests in, and hereby reassigns, grants and conveys to Debtor, without any representation, warranty, recourse or undertaking by Agent, all of its right, title and interest, if any, in and to each trademark, trademark registration, and trademark application listed on Schedule A hereto, including:

(i) each trademark, trademark registration, and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration, and trademark application; and

(ii) all proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any trademark, trademark registration, or trademark application listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right to sue for and collect said damages.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, Agent has caused this Release of Security Interests in Trademarks to be duly executed by its duly authorized officer as of the day and year first above written.


BMO HARRIS BANK N.A., as Administrative
Agent

By Betzaida Erdelyi
Name: Betzaida Erdelyi
Its: Managing Director

[Signature Page]

TRADEMARK
REEL: 006358 FRAME: 0633

SCHEDULE A
TO RELEASE OF SECURITY INTERESTS IN TRADEMARKS

| MARK | REG. NO. | REG. DATE | NEXT DEADLINE | GOODS |
|---|----------|------------|--|---|
| SUN COUNTRY AIRLINES | 1303139 | 10/30/1984 | Renewal 10/30/2014 | Airline Transportation Services |
| SUN COUNTRY VACATIONS | 2126040 | 12/30/1997 | Renewal 12/30/2017 | travel agency services, namely, making reservations and bookings for transportation; car rental services; air transportation; and arranging travel tours. |
|  | 2326946 | 3/7/2000 | Renewal 3/7/2020 | publications, namely, in-flight general interest magazine; transportation of people by air; airplane food services |
| UFLY | 3785170 | 5/4/2010 | Sec. 8 (15) 5/4/2015 to 5/4/2016 | Air transportation services featuring a frequent flyer incentive program and customer loyalty program |