

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM485945

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
RED DOT CORPORATION		06/29/2018	Corporation: WASHINGTON
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BANK OF AMERICA, N.A.		
<b>Street Address:</b>	400 4TH STREET		
<b>City:</b>	LAKE OSWEGO		
<b>State/Country:</b>	OREGON		
<b>Postal Code:</b>	97034		
<b>Entity Type:</b>	National Banking Association: OREGON		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3460836	RED DOT CORPORATION	
<b>Registration Number:</b>	3460837	RED DOT CORPORATION	
<b>Registration Number:</b>	3492420	RED DOT CUSTOM HEATERS AND AIR CONDITION	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7037125050		
<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>	7037125352		
<b>Email:</b>	jmiller@mcguirewoods.com		
<b>Correspondent Name:</b>	Joyce Miller		
<b>Address Line 1:</b>	1750 Tysons Blvd.		
<b>Address Line 4:</b>	Tysons, VIRGINIA 22102		
<b>NAME OF SUBMITTER:</b>	JOYCE MILLER		
<b>SIGNATURE:</b>	/Joyce Miller/		
<b>DATE SIGNED:</b>	08/14/2018		
<b>Total Attachments: 5</b>			
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

June 29, 2018

**RED DOT CORPORATION**, a Washington corporation ("Debtor") hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, a national banking association ("Lender"), whose address is 400 4th Street, Lake Oswego, Oregon 97034, a security interest in and to all of Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Loan Agreement (as defined below) and (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents").

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of June 29, 2018 (as amended, restated, amended or restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), by and between, Debtor and Lender, as security for the Obligations (as defined in the Loan Agreement) as set forth in the Loan Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Lender may have in any other collateral described in the Loan Agreement or otherwise.

The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property shall be governed by the laws of the State of New York, without giving effect to any conflict of law principles except federal laws relating to national banks and Sections 12.14 and 12.15 of the Loan Agreement are hereby incorporated by reference. Debtor hereby authorizes the filing of this Memorandum and Notice of Security Interest in Intellectual Property with the United States Patent and Trademark Office.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

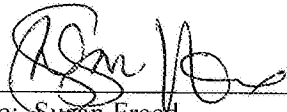
**DEBTOR:**

**RED DOT CORPORATION,**  
a Washington corporation

By: *Nick Janus*  
Name: NICK JANUS  
Title: CFO

SECURED PARTY:

**BANK OF AMERICA, NA.,**

By:  \_\_\_\_\_  
Name: Susan Freed  
Title: Senior Vice President

Address:  
400 4<sup>th</sup> Street  
Lake Oswego, Oregon 97034  
Attn: Red Dot Corporation Asset Based  
Portfolio Specialist

EXHIBIT A  
TRADEMARKS


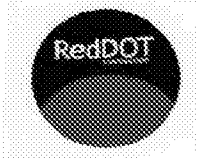


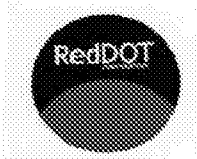
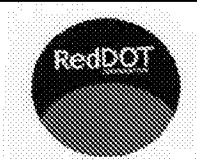

<u>Trademark</u>	<u>Owner</u>	<u>Country/ Jurisdiction</u>	<u>Registration No. and Date</u>	<u>Status in Trademark Office</u>
	Red Dot Corporation	U.S.	3460836 July 8, 2008	Registered
	Red Dot Corporation	U.S.	3460837 July 8, 2008	Registered
	Red Dot Corporation	U.S.	3492420 August 26, 2008	Registered
	Red Dot Corporation	European Union	6658975 January 21, 2009	Registered
	Red Dot Corporation	European Union	7134927 September 16, 2009	Registered
	Red Dot Corporation	China	6925712 August 7, 2010	Registered
	Red Dot Corporation	China	8387716 July 21, 2011	Registered
红点	Red Dot Corporation	China	6925711 August 7, 2010	Registered

Exhibit A

EXHIBIT B  
PATENTS

<u>Patent No.</u>	<u>Owner</u>	<u>Status in Patent Office</u>	<u>Federal Registration No.</u>	<u>Registration Date</u>
4,462,541	Red Dot Corporation, Seattle, WA, a Corp.	Issued/Expired	06/422,710	09/24/1982
4,466,456	Red Dot Corporation Seattle Washington a Corp. of DE	Issued/Expired	06/443,232	11/22/1982
4,493,957	Red Dot Corporation, Seattle, WA a Corp of DE	Issued/Expired	06/474,702	03/11/1983
4,784,412	Red Dot Corporation, Seattle, Washington a Corp. of DE	Issued/Expired	07/097,844	09/16/1987
5,322,217	Red Dot Corporation	Issued/Expired	07/875,447	04/29/1992
6,293,114	Red Dot Corporation	Issued	09/584,204	05/31/2000
8,943,846	Red Dot Corporation	Issued	13/972,693	08/21/2013

Exhibit B