

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM559387

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PINEBRIDGE STRUCTURED CAPITAL PARTNERS III, L.P.		01/28/2020	Limited Partnership: DELAWARE
PINEBRIDGE STRUCTURED CAPITAL PARTNERS OFFSHORE III-A, L.P.		01/28/2020	Limited Partnership: CAYMAN ISLANDS

RECEIVING PARTY DATA

Name:	LUCKY GOLDEN TOY FINANCE I, LLC
Street Address:	200 BELLEVUE PARKWAY, SUITE 210
Internal Address:	C/O INTERTRUST CORPORATE SERVICES DELAWARE LTD.
City:	WILMINGTON
State/Country:	DELAWARE
Postal Code:	19809
Entity Type:	Limited Liability Company: DELAWARE
Name:	LUCKY GOLDEN TOY FINANCE II, LLC
Street Address:	200 BELLEVUE PARKWAY, SUITE 210
Internal Address:	C/O INTERTRUST CORPORATE SERVICES DELAWARE LTD.
City:	WILMINGTON
State/Country:	DELAWARE
Postal Code:	19809
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	3975032	CITIBLOCS
Registration Number:	3853607	CITIBLOCS
Registration Number:	5133568	CITIBLOCS

CORRESPONDENCE DATA

Fax Number: 3105572193

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: 310-557-2900

CH \$90.00 3975032

Email: klathrop@proskauer.com
Correspondent Name: PROSKAUER ROSE LLP
Address Line 1: 2029 CENTURY PARK EAST, SUITE 2400
Address Line 2: C/O KIMBERLEY A. LATHROP
Address Line 4: LOS ANGELES, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER: 11816.021 Citiblocs

NAME OF SUBMITTER: Kimberley A. Lathrop

SIGNATURE: /Kimberley A. Lathrop/

DATE SIGNED: 01/28/2020

Total Attachments: 5

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ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL

ASSIGNMENT dated as of January 28, 2020, from PineBridge Structured Capital Partners III, L.P. (“PB Structured Capital”) and PineBridge Structured Capital Partners Offshore III-A, L.P. (together with PB Structured Capital, the “Existing Purchasers”), to Lucky Golden Toy Finance I, LLC (“Golden I”) and Lucky Golden Toy Finance II, LLC (together with Golden I, the “Successor Purchasers”). All terms capitalized but not otherwise defined herein shall have the meanings as in the Trademark Security Agreement as defined below.

W I T N E S S E T H:

WHEREAS, pursuant to that certain Notice of Grant of Security Interest in Trademarks, dated as of July 27, 2018 by Citiblocs Holdings LLC in favor of the Existing Purchasers, recorded with the Trademark Assignment Division of the United States Patent and Trademark Office on November 13, 2018 at Reel 6536 Frame 0878 (the “Trademark Security Agreement”), Citiblocs Holdings LLC granted a security interest to the Existing Purchasers for the ratable benefit of the holders of the Secured Obligations in certain Trademark Collateral including the trademarks set forth on Schedules A hereto;

WHEREAS, the Existing Purchasers has assigned all of their rights, powers and privileges under the Trademark Security Agreement to the Successor Purchasers; 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 Assignment, the Existing Purchasers hereby acknowledges and agrees as follows:

1. Definitions. The term “Trademark Collateral” shall mean those items listed on Schedule 1 of the Trademark Security Agreement, and includes, without limitation, those items listed on Schedule A.

2. Assignment of Security Interest. The Existing Purchasers hereby assign all of its rights, powers and privileges under the Trademark Security Agreement, including those respecting the Trademark Collateral, to the Successor Purchasers.

3. Further Assurances. The Existing Purchasers 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 Assignment.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Security Interest in Trademark Collateral by its duly authorized officer as of the date first written above.

EXISTING PURCHASERS:

PINEBRIDGE STRUCTURED CAPITAL PARTNERS III, L.P.

By: PineBridge Structured Capital General Partner III, L.P., its General Partner

By: PineBridge Structured Capital General Partner III, LLC, its General Partner

By: PineBridge Investments LLC, its Sole Member

By: 
Name: FT Chong
Title: Managing Director

PINEBRIDGE STRUCTURED CAPITAL PARTNERS OFFSHORE III-A, L.P.

By: PineBridge Structured Capital General Partner III, L.P., its General Partner

By: PineBridge Structured Capital General Partner III, LLC, its General Partner

By: PineBridge Investments LLC, its Sole Member

By: 
Name: FT Chong
Title: Managing Director

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Security Interest in Trademark Collateral by its duly authorized officer as of the date first written above.

SUCCESSOR PURCHASERS:

LUCKY GOLDEN TOY FINANCE I, LLC, a
Delaware limited liability company

By: 

Name: FT Chong

Title: President

LUCKY GOLDEN TOY FINANCE II, LLC, a
Delaware limited liability company

By: 

Name: FT Chong

Title: President

Schedule A

(See attached)

SCHEDULE 1

MARK	COUNTRY NAME	SERIAL NUMBER	FILING DATE	REG. NUMBER	REG. DATE
CITIBLOCS	United States of America	77671100	Feb 16, 2009	3975032	Jun 7, 2011
CitiBlocs	United States of America	77978257	Feb 16, 2009	3853607	Sep 28, 2010
CITIBLOCS	United States of America	87086068	Jun 28, 2016	5133568	Jan 31, 2017