

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM559392

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: 5			
Property Type	Number	Word Mark	
Registration Number:	2908788	INFINITOY	
Registration Number:	3305673	ZOOB	
Registration Number:	5096539	ZOOB BUILDERZ	
Registration Number:	2458793		
Registration Number:	5096540	ZOOB RACERZ	
CORRESPONDENCE DATA			
Fax Number:	3105572193		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			
TRADEMARK			

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using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 310-557-2900
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 Zoob
NAME OF SUBMITTER:	Kimberley A. Lathrop
SIGNATURE:	/Kimberley A. Lathrop/
DATE SIGNED:	01/29/2020

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 Zoob Corporation 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 6480 Frame 0626 (the “Trademark Security Agreement”), Zoob Corporation 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
INFINITOY	United States of America	78338916	Dec 10, 2003	2908788	Dec 7, 2004
ZOOB	United States of America	77063548	Dec 13, 2006	3305673	Oct 9, 2007
ZOOB BUILDERZ	United States of America	86702163	Jul 23, 2015	5096539	Dec 6, 2016
Zoob Image	United States of America	75833997	Oct 28, 1999	2458793	Jun 5, 2001
ZOOB RACERZ	United States of America	86702178	Jul 23, 2015	5096540	Dec 6, 2016