

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM692886

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TURNKEY VACATION RENTALS, LLC		12/06/2021	Limited Liability Company: DELAWARE
VACASA LLC		12/06/2021	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A.
Street Address:	10 South Dearborn Street, Floor L2
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	Association: UNITED STATES

PROPERTY NUMBERS Total: 55

Property Type	Number	Word Mark
Registration Number:	3948738	VACASA
Registration Number:	5978798	VACASA
Registration Number:	5926002	VACASA
Registration Number:	5778856	VACASA
Registration Number:	5510240	CABINS AT BLUE RIDGE
Registration Number:	5189988	VACATION DIFFERENTLY
Registration Number:	4949665	VACATION PALM SPRINGS
Registration Number:	4908298	VACATION PALM SPRINGS
Registration Number:	4904548	
Registration Number:	4904547	DELIBERATELY AND SELECTIVELY SMALLER
Registration Number:	4838458	
Registration Number:	4816920	CAROLINIAN
Registration Number:	4816917	HARBOURGATE
Registration Number:	4816914	DD
Registration Number:	4844382	PATRICIA GRAND
Registration Number:	4816907	BAY WATCH
Registration Number:	4816867	ATLANTIC BREEZE OCEAN RESORT

OP \$1390.00 3948738

Property Type	Number	Word Mark
Registration Number:	4816866	BW BAY WATCH
Registration Number:	4816851	ATLANTIC BREEZE OCEAN RESORT
Registration Number:	4816850	OCEANPARK RESORT
Registration Number:	4816832	OCEAN PARK RESORT
Registration Number:	4816831	OCEANA RESORTS
Registration Number:	4799239	OCEANA RESORTS
Registration Number:	4690005	BEACH DREAMS
Registration Number:	4297970	VACATION RENTAL BILL OF RIGHTS
Registration Number:	3999529	BAHAMA BAY
Registration Number:	3999526	BAHAMA BAY RESORT & SPA ORLANDO
Registration Number:	4000875	SHERWOOD FOREST RESORT
Registration Number:	3999389	BAHAMA BAY RESORT & SPA
Registration Number:	3994939	BAHAMA BAY
Registration Number:	4660426	VACATION RENTALS MADE EASY
Registration Number:	3266922	SMOKY MOUNTAIN PROPERTY MANAGEMENT INC.
Registration Number:	3119756	SUGAR MAPLE CABINS
Registration Number:	3242971	LEGACY MOUNTAIN RESORT
Registration Number:	3073637	BIG CABINS
Registration Number:	3105268	THE PRESERVE RESORT
Registration Number:	2998321	RESORTQUEST REAL ESTATE
Registration Number:	3064504	RESORTQUEST
Registration Number:	3761064	GATLINBURG CABINS ONLINE
Registration Number:	3768440	CARIBE COVE
Registration Number:	3768439	CARIBE COVE
Registration Number:	3487958	Q
Registration Number:	3544536	YOUR PLACE IN THE FUN
Registration Number:	3577129	OCEANA RESORTS
Registration Number:	3497645	STEAMBOAT RESORTS
Registration Number:	2782349	QUESTPERKS
Registration Number:	2298957	RESORTQUEST
Registration Number:	1975759	
Registration Number:	1994409	TOPS'L
Registration Number:	4340236	TURNKEY
Registration Number:	5708332	TURNKEY
Serial Number:	88014106	GUESTWORKS
Registration Number:	6025774	GUESTWORKS
Serial Number:	86477775	TURN-KEY VACATION RENTALS
Serial Number:	87563365	GUESTWORTHY

CORRESPONDENCE DATA**Fax Number:** 8009144240*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:** 800-713-0755**Email:** Michael.Violet@wolterskluwer.com, ECarrera@cahill.com**Correspondent Name:** CT Corporation**Address Line 1:** 4400 Easton Commons Way**Address Line 2:** Suite 125**Address Line 4:** Columbus, OHIO 43219

NAME OF SUBMITTER:	Elaine Carrera
SIGNATURE:	/Elaine Carrera/
DATE SIGNED:	12/07/2021

Total Attachments: 18

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TRADEMARK SECURITY AGREEMENT dated as of December 6, 2021 (this "Agreement"), among VACASA LLC and TURNKEY VACATION RENTALS, LLC (each a "Grantor" and together, the "Grantors") and JPMORGAN CHASE BANK, N.A., as Collateral Agent (in such capacity and together with successors in such capacity, the "Collateral Agent").

Reference is made to (a) the Revolving Credit Agreement dated as of October 7, 2021 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), among VACASA HOLDINGS LLC, a Delaware limited liability company ("Holdings"), V-REVOLVER SUB LLC, a Delaware limited liability company (the "Borrower"), the Lenders party thereto, the Issuing Banks party thereto and JPMorgan Chase Bank, N.A., as Administrative Agent and Collateral Agent, and (b) the Collateral Agreement dated as of December 6, 2021 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Collateral Agreement"), among Holdings, the Borrower, the other grantors from time to time party thereto and the Collateral Agent. The Lenders and the Issuing Banks have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement. Each Grantor is an Affiliate of the Borrower, will derive substantial benefits from the extension of credit to the Borrower pursuant to the Credit Agreement and is willing to execute and deliver this Agreement in order to induce the Lenders to make additional Loans and the Issuing Banks to issue additional Letters of Credit and as consideration for Loans previously made and Letters of Credit previously issued. Accordingly, the parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Collateral Agreement or the Credit Agreement, as applicable. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of all Secured Obligations, each Grantor hereby grants to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest (the "Security Interest") in all of the Grantors' right, title and interest in, to and under the Trademarks, including the registrations and applications thereof listed on Schedule I (the "Trademark Collateral").

SECTION 3. Collateral Agreement. The Security Interest granted to the Collateral Agent herein is granted in furtherance, and not in limitation, of the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. The Grantors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

SECTION 4. Counterparts. This Agreement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original but all of which when taken together shall constitute a single contract. Delivery of an executed

signature page to this Agreement by facsimile or other electronic transmission shall be effective as delivery of a manually signed counterpart of this Agreement.

SECTION 5. GOVERNING LAW. THIS AGREEMENT SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

TURNKEY VACATION RENTALS, LLC

By: DocuSigned by:
Lisa Jurinka

8752B9F9B8A7402...
Name: Lisa Jurinka
Title: Chief Legal Officer

VACASA LLC

By: DocuSigned by:
Lisa Jurinka

8752B9F9B8A7402...
Name: Lisa Jurinka
Title: Secretary

JPMORGAN CHASE BANK, N.A., as Collateral Agent





By: EAJ K
Name: Eleftherios Karsos
Title: Authorized Officer

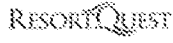
Schedule I
TRADEMARKS


Registrations:

<u>Record Owner</u>	<u>Trademark</u>	<u>Jurisdiction</u>	<u>Registration / Application / Serial Number</u>	<u>Registration / Application Date</u>	<u>Status</u>	<u>Deadline for Next Renewal / Declaration</u>
Vacasa LLC	VACASA	U.S.	3,948,738	04/19/2011	Registered	10/19/2021 (grace period end) Renewal Filed.
Vacasa LLC	VACASA 	U.S.	5,978,798	02/04/2020	Registered	02/04/2026
Vacasa LLC	VACASA	U.S.	5,926,002	12/03/2019	Registered	12/03/2025
Vacasa LLC	VACASA	U.S.	5,778,856	06/18/2019	Registered	06/18/2025
Vacasa LLC	CABINS AT BLUE RIDGE	U.S.	5,510,240	07/03/2018	Registered	07/03/24
Vacasa LLC	VACATION DIFFERENTLY	U.S.	5,189,988	04/25/2017	Registered	04/25/2023
Vacasa LLC	VACATION PALM SPRINGS	U.S.	4,949,665	05/03/2016	Registered	05/03/2022
Vacasa LLC	VACATION PALM SPRINGS	U.S.	4,908,298	03/01/2016	Registered	03/01/2022

Vacasa LLC		U.S.	4,904,548	02/23/2016	Registered	02/23/2022
Vacasa LLC	DELIBERATELY AND SELECTIVELY SMALLER	U.S.	4,904,547	02/23/2016	Registered	02/23/2022
Vacasa LLC		U.S.	4,838,458	10/20/2015	Registered	10/20/2021
Vacasa LLC	CAROLINIAN	U.S.	4,816,920	09/22/2015	Registered	09/22/2021
Vacasa LLC	HARBOURGATE	U.S.	4,816,917	09/22/2015	Registered	09/22/2021
Vacasa LLC	DD 	U.S.	4,816,914	09/22/2015	Registered	09/22/2021
Vacasa LLC	PATRICIA GRAND	U.S.	4,844,382	11/03/2015	Registered	11/03/2021
Vacasa LLC	BAY WATCH	U.S.	4,816,907	09/22/2015	Registered	09/22/2021
Vacasa LLC	ATLANTIC BREEZE OCEAN RESORT	U.S.	4,816,867	09/22/2015	Registered	09/22/2021
Vacasa LLC	BW BAY WATCH 	U.S.	4,816,866	09/22/2015	Registered	09/22/2021

Vacasa LLC	ATLANTIC BREEZE OCEAN RESORT	U.S.	4,816,851	09/22/2015	Registered	09/22/2021
Vacasa LLC	OCEANPARK RESORT 	U.S.	4,816,850	09/22/2015	Registered	09/22/2021
Vacasa LLC	OCEAN PARK RESORT	U.S.	4,816,832	09/22/2015	Registered	09/22/2021
Vacasa LLC	OCEANA RESORTS	U.S.	4,816,831	09/22/2015	Registered	09/22/2021
Vacasa LLC	OCEANA RESORTS 	U.S.	4,799,239	08/25/2015	Registered	08/25/2025
Vacasa LLC	BEACH DREAMS	U.S.	4,690,005	02/17/2015	Registered	02/17/2025
Vacasa LLC	VACATION RENTAL BILL OF RIGHTS	U.S.	4,297,970	03/05/2013	Registered	03/05/2023
Vacasa LLC	BAHAMA BAY 	U.S.	3,999,529	07/19/2011	Registered	07/19/2021
Vacasa LLC	BAHAMA BAY RESORT & SPA ORLANDO 	U.S.	3,999,526	07/19/2011	Registered	07/19/2021 (Section 8 & 15 accepted)

Vacasa LLC	SHERWOOD FOREST RESORT	U.S.	4,000,875	07/26/2011	Registered	07/26/2021
Vacasa LLC	BAHAMA BAY RESORT & SPA	U.S.	3,999,389	07/19/2011	Registered	07/19/2021
Vacasa LLC	BAHAMA BAY	U.S.	3,994,939	07/12/2011	Registered	07/12/2021
Vacasa LLC	VACATION RENTALS MADE EASY	U.S.	4,660,426	12/23/2014	Registered	12/23/2024
Vacasa LLC	SMOKY MOUNTAIN PROPERTY MANAGEMENT INC.	U.S.	3,266,922	07/17/2007	Registered	07/17/2027
Vacasa LLC	SUGAR MAPLE CABINS	U.S.	3,119,756	07/25/2006	Registered	07/25/2026
Vacasa LLC	LEGACY MOUNTAIN RESORT	U.S.	3,242,971	05/15/2007	Registered	05/15/2027
Vacasa LLC	BIG CABINS	U.S.	3,073,637	03/28/2006	Registered	03/28/2026
Vacasa LLC	THE PRESERVE RESORT	U.S.	3,105,268	06/13/2006	Registered	06/13/2026
Vacasa LLC	RESORTQUEST REAL ESTATE	U.S.	2,998,321	09/20/2005	Registered	09/20/2025
Vacasa LLC	RESORTQUEST 	U.S.	3,064,504	02/28/2006	Registered	02/28/2026

Vacasa LLC	GATLINBURG CABINS ONLINE	U.S.	3,761,064	03/16/2010	Registered	03/16/2030
Vacasa LLC	CARIBE COVE	U.S.	3,768,440	03/30/2010	Registered	03/30/2030
Vacasa LLC	CARIBE COVE	U.S.	3,768,439	03/30/2010	Registered	03/30/2030
Vacasa LLC	Q	U.S.	3,487,958	08/19/2008	Registered	08/19/2028
Vacasa LLC	YOUR PLACE IN THE FUN	U.S.	3,544,536	12/09/2008	Registered	12/09/2028
Vacasa LLC	OCEANA RESORTS	U.S.	3,577,129	02/17/2009	Registered	02/17/2029
Vacasa LLC	STEAMBOAT RESORTS	U.S.	3,497,645	09/09/2008	Registered	09/09/2028
Vacasa LLC	QUESTPERKS	U.S.	2,782,349	11/11/2003	Registered	11/11/2023
Vacasa LLC	RESORTQUEST	U.S.	2,298,957	12/07/1999	Registered	12/07/2029
Vacasa LLC		U.S.	1,975,759	05/28/1996	Registered	05/28/2026
Vacasa LLC	TOPS'L	U.S.	1,994,409	08/20/1996	Registered	08/20/2026

Vacasa LLC	VACASA	Canada	1910345	07/19/2018	Pending	Pending Opposition
Vacasa LLC	VACASA	Belize	11998.15	07/29/2015	Registered	07/29/2025
Vacasa LLC	VACASA	Costa Rica	262536	06/02/2017	Registered	06/02/2027
Vacasa LLC	VACASA	Costa Rica	262537	06/02/2017	Registered	06/02/2027
Vacasa LLC	VACASA VACATION RENTALS MADE EASY	Nicaragua	2018124113 LM	08/31/2018	Registered	08/30/2028
Vacasa LLC	VACASA	Nicaragua	2017121614 LM	12/20/2017	Registered	12/19/2027
Vacasa LLC	VACASA	Argentina	3024804	09/24/2019	Registered	09/24/2029
Vacasa LLC	VACASA	Chile	1279795	08/09/2018	Registered	08/09/2028
Vacasa LLC	VACASA	Colombia	564430	05/25/2017	Registered	05/07/2025
Vacasa LLC	VACASA	Uruguay	483217	04/05/2019	Registered	04/05/2029
Vacasa LLC	VACASA	Dominican Republic	249194	05/15/2018	Registered	05/15/2028
Vacasa LLC	VACASA	South Africa	2017/14991	05/31/2017	Pending	Pending Examination

Vacasa LLC	VACASA	South Africa	2017/14990	05/31/2017	Pending	Pending Examination
Vacasa LLC	VACASA	India (International Register)	3232507	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Austria (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Australia (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Bulgaria (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Benelux (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Switzerland (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	China (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Colombia (International)	1271006	05/07/2015	Registered	05/07/2025

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Vacasa LLC	VACASA	Cuba (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Cyprus (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Czech Republic (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Germany (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Denmark (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Estonia (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Egypt (International Register)	1271006	05/07/2015	Registered	05/07/2025

Vacasa LLC	VACASA	Spain (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Finland (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	France (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	UK (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Georgia (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Greece (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Croatia (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Hungary (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Israel (International)	1271006	05/07/2015	Registered	05/07/2025

		Register)				
Vacasa LLC	VACASA	Italy (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Lithuania (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Latvia (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Morocco (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Mexico (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Norway (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	New Zealand (International Register)	1271006	05/07/2015	Registered	05/07/2025

Vacasa LLC	VACASA	Philippines (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Poland (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Portugal (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Romania (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Serbia (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Russian Federation (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Sweden (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Slovenia (International Register)	1271006	05/07/2015	Registered	05/07/2025

Vacasa LLC	VACASA	Slovakia (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Turkey (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Vietnam (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Iceland (International Register)	1271006	05/07/2015	Registered	05/07/2025
Vacasa LLC	VACASA	Mexico	1760861	06/05/2017	Registered	05/07/2025
Vacasa LLC	VACASA	Honduras	2018_16432	04/16/2018	Pending	Pending Examination
Vacasa LLC	VACASA	Honduras	2018_16431	04/16/2018	Pending	Pending Examination
Vacasa LLC	Q LOGO Design	Canada	TMA734952	02/23/2009	Registered	02/23/2024
Vacasa LLC	RESORTQUEST	Canada	TMA556895	01/25/2002	Registered	01/25/2032
Vacasa LLC	RESORTQUEST Design	Canada	TMA721320	08/19/2008	Registered	08/19/2023

Vacasa LLC	SPRINGS LOGO Design	Canada	1975823	07/16/2019	Pending	Pending Examination
Vacasa LLC	RESORTQUEST	EU	001017268	04/14/2000	Registered	12/10/2028
Turnkey Vacation Rentals, LLC	TURNKEY	US	4340236	05/21/2013	Registered	05/22/2023
Turnkey Vacation Rentals, LLC	TURNKEY & DESIGN	US	5708332	03/26/2019	Registered	03/26/2025
Turnkey Vacation Rentals, LLC	GUESTWORKS	US	88014106	06/25/2018	Published Intent to Use	01/28/2022
Turnkey Vacation Rentals, LLC	GUESTWORKS	US	6025774	03/31/2020	Registered	03/31/2026
Turn-key Vacation Rentals, Inc.	TURN-KEY VACATION RENTALS	US	86477775	12/11/2014	Abandoned	N/A
Turn-key Vacation Rentals, Inc.	GUESTWORTHY	US	87563365	08/10/2017	Abandoned Intent to Use	N/A

Applications:

See above.