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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM415005

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ANTARES CAPITAL LP (as successor agent)		02/02/2017	Limited Partnership: DELAWARE

RECEIVING PARTY DATA

Name:	AIRXCEL, INC.
Street Address:	3050 North St.Francis Street
City:	Wichita
State/Country:	KANSAS
Postal Code:	67219
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Registration Number:	2462365	AIRXCEL
Registration Number:	3946322	AIRXCEL
Registration Number:	2437548	CHILLGRILLE
Registration Number:	2030316	CLASSAIRE
Registration Number:	2669045	COMPAC
Registration Number:	3868130	DYNAPACK
Registration Number:	2449759	FANMATE
Registration Number:	3755669	GREENCUBE
Registration Number:	2666481	GREENWHEEL
Registration Number:	2422504	HP 2
Registration Number:	1147999	MACH
Registration Number:	2247507	MACH 15
Registration Number:	2307012	MACH 3 P.S.
Registration Number:	2307010	MACH 3 PLUS
Registration Number:	2728803	MARVAIR
Registration Number:	1571942	MAXXAIR
Registration Number:	3614207	MAXXAIR
Registration Number:	3552030	MAXXBRACKETS
Registration Number:	2926778	MAXXFAN
		TRADEMARK

900394048 REEL: 005982 FRAME: 0325

Property Type	Number	Word Mark
Registration Number:	2367462	MINI MACH
Registration Number:	2238730	ROUGHNECK
Registration Number:	2322957	SEA MACH
Registration Number:	3128543	TUFF/MAXX
Registration Number:	2166083	TURBO/MAXX
Registration Number:	2330808	TWO TON PLUS HP
Registration Number:	2136634	WINDOW/MAXX
Registration Number:	2629646	
Registration Number:	2577012	
Serial Number:	86162366	COIL COP
Serial Number:	86162345	COIL COP
Serial Number:	86341696	ICE
Serial Number:	86308246	INDUSTRIAL CLIMATE ENGINEERING
Registration Number:	2437016	PARK PAC

CORRESPONDENCE DATA

Fax Number: 7036106200

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: 7036106100

Email: boxip@hoganlovells.com

Correspondent Name: Valerie Brennan, Hogan Lovells US LLP
Address Line 1: 7930 Jones Branch Drive, 9th Floor
Address Line 2: Attn: Box Intellectual Property

Address Line 4: McLean, VIRGINIA 22102

NAME OF SUBMITTER: Valerie Brennan	
SIGNATURE: /vb/	
DATE SIGNED:	02/06/2017

Total Attachments: 15

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of February 2, 2017 (this "<u>Termination</u>"), is made by ANTARES CAPITAL LP (as successor agent by assignment to General Electric Capital Corporation), as administrative agent for the Secured Parties (as defined in the Credit Agreement referenced below) (in such capacity, the "<u>Secured Party</u>"), in favor of AIRXCEL, INC., a Delaware corporation (the "<u>Grantor</u>"). All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement (as defined below).

WHEREAS, pursuant to that certain Credit Agreement, dated as of November 18, 2014, by and among the Grantor (the "Borrower"), the other Persons party thereto that are designated as "Credit Parties", the lenders from time to time party thereto (the "Lenders") and the Secured Party, as administrative agent for the Lenders (as amended, restated, supplemented or otherwise modified, the "Credit Agreement"), the Lenders agreed to provide the Borrower with certain credit facilities:

WHEREAS, pursuant to that certain Guaranty and Security Agreement, dated as of November 18, 2014, by and among the Secured Party, the Grantor and the other grantors named therein (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), the Grantor granted to the Secured Party a continuing security interest in and continuing lien on the Trademark Collateral (as defined below);

WHEREAS, the Grantor, pursuant to a Trademark Security Agreement, dated as of November 18, 2014, by and among the Secured Party and the Grantor (the "<u>Trademark Security Agreement</u>"), granted to the Secured Party for the benefit of the Secured Parties a continuing security interest in and continuing lien on all of the Grantor's right, title and interest in, to and under the following Collateral of the Grantor, in each case whether then owned or thereafter acquired or arising, and wherever located (the "<u>Trademark Collateral</u>"):

- (a) all of its Trademarks, including, without limitation, those referred to on Schedule \underline{A} hereto;
- (b) all reissues, reexaminations, continuations, continuations-in-part, divisionals, renewals and extensions of the foregoing; and
- (c) all income, royalties, proceeds and Liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

WHEREAS, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office on November 19, 2014, at Reel 5404, Frame No. 0011; and

WHEREAS, the Secured Party has agreed to terminate and release its security interest in all of such Trademark Collateral, including, without limitation, the Trademarks identified on Schedule A attached hereto.

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

- 1. <u>Release of Lien</u>. The Secured Party hereby terminates the Trademark Security Agreement and hereby terminates, cancels and releases any and all mortgages, liens, and security interests that it has in, to and under the Trademark Collateral, including, without limitation, the Trademarks identified on <u>Schedule A</u> attached hereto.
- 2. <u>Authorization to Record</u>. The Secured Party authorizes and requests that the United States Patent and Trademark Office and any applicable government officer record this Termination.
- 3. <u>Further Assurances</u>. The Secured Party shall take all further actions, and provide to the Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Grantor to more fully and effectively effectuate the purposes of this Termination, all at the sole expense of the Grantor.
- 4. <u>Governing Law</u>. This Termination shall be governed by, and construed and enforced in accordance with, the law of the State of New York.

The foregoing release is made without recourse, representation, warranty or other assurance of any kind by the Secured Party as to the Secured Party's rights in any collateral security for amounts owing under the Credit Documents, the condition or value of any Trademark Collateral, or any other matter.

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IN WITNESS WHEREOF, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

ANTARES CAPITAL LP,

as Agent

By: Myll Wilson
Title: Duly Authorized Signalory

Trademark Release (Airxcel)

SCHEDULE A

1. <u>U.S. FEDERAL TRADEMARK APPLICATIONS AND REGISTRATIONS</u>

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
AIRXCEL SN:75-628049 RN:2,462,365	Renewed June 19, 2011 Int'l Class: 11 First Use: January 29, 2001 Filed: January 26, 1999 Published: November 9, 1999 Registered: June 19, 2001	(Int'l Class: 11) Air conditioners, furnaces, water heaters and gas stoves for recreational vehicles	Airxcel, Inc. (Delaware Corp.)
AIRXCEL AIRXCEL SN:85-082767 RN:3,946,322	Registered April 12, 2011 Int'l Class: 11 First Use: May 23, 2007 Int'l Class: 9 First Use: March 8, 2010 Filed: July 12, 2010 Published: December 7, 2010 Allowed: February 1, 2011	(Int'l Class: 9) Thermostats, electronic controls for use with air conditioners and heat pumps (Int'l Class: 11) Air conditioners, furnaces, and heat pumps	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219
CHILLGRILLE SN:75-685388 RN:2,437,548	Renewed March 20, 2011 Int'l Class: 11 First Use: June, 1999 Filed: May 12, 1999 Published: December 28, 1999 Registered: March 20, 2001	(Int'l Class: 11) Vent for vehicle rooftop air conditioner	Airxcel, Inc. (Delaware Corp.)
CLASSAIRE and Design	Renewed January 14, 2007 Int'l Class: 11 First Use:	(Int'l Class: 11) Unit ventilators for use with heating, ventilating and air conditioning systems	Airxcel, Inc. (Delaware Corp.) 3050 North Saint Francis

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TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
Classaire	January 1, 1996 Filed: February 22, 1996 Published: October 22, 1996 Registered: January 14, 1997		Wichita, Kansas 67219
SN:75-066389 RN:2,030,316			
COIL COP COIL COP SN:86-162366	Allowed - Intent to Use Notice of Allowance Issued August 5, 2014 Filed: January 10, 2014 - Published: June 10, 2014	(Int'l Class: 9) Theft deterrent system comprised of electronic alarm circuit, alarm sensors and alarm siren for air conditioners and heat pumps	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219
COIL COP and Design	Allowed - Intent to Use Notice of Allowance Issued August 5, 2014 Filed: January 10, 2014 Published: June 10, 2014	(Int'l Class: 9) Theft deterrent system comprised of electronic alarm circuit, alarm sensors and alarm siren for air conditioners and heat pumps	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219
SN:86-162345			
COMPAC SN:76-388944 RN:2,669,045	Renewed December 31, 2012 Int'l Class: 11 First Use: April, 1987 Filed: March 28, 2002 Published: October 8, 2002 Registered: December 31, 2002	(Int'l Class: 11) Air conditioners	Airxcel, Inc. (Delaware Corp.)

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
DYNAPACK DYNAPACK SN:77-652268 RN:3,868,130	Registered October 26, 2010 Int'l Class: 11 First Use: June 24, 2010 Filed: January 19, 2009 Published: May 5, 2009 Allowed: July 28, 2009	(Int'l Class: 11) Packaged air conditioner and gas heater for indoor wall-mounting	Airxcel, Inc. (Delaware Corp.)
FAN/MATE SN:75-611755 RN:2,449,759	Renewed May 8, 2011 Int'l Class: 12 First Use: December 17, 1998 Filed:	(Int'l Class: 12) Vent covers for land vehicles namely recreational vehicles	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas
	December 23, 1998 Published: November 23, 1999 Registered: May 8, 2001		67219
GREENCUBE GREENCUBE SN:77-585938 RN:3,755,669	Registered March 2, 2010 Int'l Class: 11 First Use: October 7, 2009 Filed: October 6, 2008 Published: February 24, 2009 Allowed:	(Int'l Class: 11) Energy recovery ventilators for hvac units	Airxcel, Inc. (Delaware Corp.)
GREENWHEEL SN:76-388943 RN:2,666,481	May 19, 2009 Renewed December 24, 2012 Int'l Class: 11 First Use: June, 1993 Filed: March 28, 2002 Published: October 1, 2002 Registered: December 24, 2002	(Int'l Class: 11) Energy recovery ventilator	Airxcel, Inc. (Delaware Corp.)
HP 2	Renewed January 23, 2011	(Int'l Class: 11) Rooftop heat pump for vehicles	Airxcel, Inc. (Delaware

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
SN:75-446146 RN:2,422,504 Disclaimer: "HP"	Int'l Class: 11 First Use: March, 1995 Filed: March 6, 1998 Published: October 31, 2000 Registered: January 23, 2001		Corp.)
ICE and Design SN:86-341696	Pending - Initialized July 22, 2014 Filed: July 18, 2014	(Int'l Class: 11) Air conditioners	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219
INDUSTRIAL CLIMATE ENGINEERING INDUSTRIAL CLIMATE ENGINEERING SN:86-308246	Pending - Initialized June 16, 2014 Filed: June 12, 2014	(Int'l Class: 11) Air conditioners	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219
MACH SN:73-225849 RN:1,147,999	Renewed March 3, 2011 Int'l Class: 11 First Use: May, 1970 Filed: August 2, 1979 Published: December 2, 1980 Registered: March 3, 1981	(Int'l Class: 11) Air conditioners for recreational vehicles	Airxcel, Inc. (Delaware Corp.)
MACH 15 SN:75-431680 RN:2,247,507	Renewed May 25, 2009 Int'l Class: 11 First Use: October, 1992	(Int'l Class: 11) Rooftop air conditioners for vehicles	Airxcel, Inc. (Delaware Corp.)

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
Disclaimer: "15"	Filed: February 10, 1998 Published: March 2, 1999 Registered: May 25, 1999		
MACH 3 P.S.	Renewed January 11, 2010	(Int'l Class: 11) Rooftop air conditioners for vehicles	Airxcel, Inc. (Delaware Corp.)
SN:75-446128 RN:2,307,012	Int'l Class: 11 First Use: May, 1997 Filed: March 6, 1998 Published: October 19, 1999 Registered: January 11, 2000		
MACH 3 PLUS	Renewed January 11, 2010	(Int'l Class: 11) Rooftop air conditioners for vehicles	Airxcel, Inc. (Delaware Corp.)
SN:75-445176 RN:2,307,010	Int'l Class: 11 First Use: March, 1992 Filed: March 5, 1998 Published: October 19, 1999 Registered: January 11, 2000		
MARVAIR	Renewed June 24, 2013	(Int'l Class: 9) Thermostats and electronic controls for use with air conditioners (Int'l Class: 11) Air conditioners and heat	Airxcel, Inc. (Delaware Corp.)
SN:76-388942 RN:2,728,803	Int'l Class: 9, 11 First Use: 1975 Filed: March 28, 2002 Published: April 1, 2003 Registered: June 24, 2003	pumps	
MAXXAIR	Renewed December 19, 2009	(Int'l Class: 19) Plastic static vent units	Airxcel, Inc. (Delaware Corp.)
SN:73-790400 RN:1,571,942	Int'l Class: 19 First Use: December 29, 1988 Filed: March 31, 1989		3050 N. St. Francis Wichita, Kansas 67219

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
	Published: September 26, 1989 Registered: December 19, 1989		
MAXXAIR MAXXAIR	Registered 8 & 15 August 5, 2014 Int'l Class: 11	(Int'l Class: 11) Ventilating fans for land vehicles and sea craft	Airxcel, Inc. (Delaware Corp.) 3050 N. St.
SN:76-604179 RN:3,614,207	First Use: May 31, 1995 Filed: July 26, 2004 Published: February 17, 2009 Registered: May 5, 2009		Francis Wichita, Kansas 67219
MAXXBRACKETS	Registered December 23, 2008	(Int'l Class: 6) Metal brackets used to attach vent covers to roof vents of recreational land vehicles and sea craft	Airxcel, Inc. (Delaware Corp.)
SN:78-869057 RN:3,552,030	Int'l Class: 6 First Use: October 4, 2006 Filed: April 25, 2006 Published: December 18, 2007 Allowed: March 11, 2008		3050 N. St. Francis Wichita, Kansas 67219
MAXXFAN	Renewed February 15, 2015	(Int'l Class: 12) Environmental control apparatus, namely, air vents for recreational vehicles	Airxcel, Inc. (Delaware Corp.)
SN:76-554636 RN:2,926,778	Int'l Class: 12 First Use: July 15, 2004 Filed: October 9, 2003 Published: May 18, 2004 Allowed: August 10, 2004 Registered: February 15, 2005		3050 N. St. Francis Wichita, Kansas 67219
MINI MACH	Renewed July 18, 2010	(Int'l Class: 11) Rooftop air conditioners for vehicles	Airxcel, Inc. (Delaware Corp.)
SN:75-445593 RN:2,367,462	Int'l Class: 11 First Use: January, 1978 Filed:		F·//
Disclaimer: "MINI"	March 5, 1998		

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
	Published: November 30, 1999 Registered: July 18, 2000		
PARK PAC SN:76-004886 RN:2,437,016	Renewed March 20, 2011 Int'l Class: 11 First Use: November 17, 1998 Filed: March 20, 2000 Published: December 26, 2000 Registered: March 20, 2001	(Int'l Class: 11) Air conditioner for recreational park trailers	Airxcel, Inc. (Delaware Corp.)
ROUGHNECK SN:75-431681 RN:2,238,730	Renewed April 13, 2009 Int'l Class: 11 First Use: March, 1982 Filed: February 10, 1998 Published: January 19, 1999 Registered: April 13, 1999	(Int'l Class: 11) Rooftop air conditioners for vehicles	Airxcel, Inc. (Delaware Corp.)
SEA MACH SN:75-445177 RN:2,322,957 Disclaimer: "SEA"	Renewed February 28, 2010 Int'l Class: 11 First Use: January, 1995 Filed: March 5, 1998 Published: December 7, 1999 Registered: February 29, 2000	(Int'l Class: 11) Marine rooftop air conditioner	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219
TUFF/MAXX TUFF/MAXX SN:76-645120 RN:3,128,543	Registered 8 & 15 September 6, 2012 Int'l Class: 11 First Use: April 30, 1997 Filed: August 17, 2005 Published: May 23, 2006	(Int'l Class: 11) Non-fabric external covers for air conditioners on recreational land vehicles	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
	Registered: August 15, 2006		
TURBO/MAXX SN:74-600513 RN:2,166,083	Renewed June 16, 2008 Int'l Class: 12 First Use: February 10, 1995 Filed: November 18, 1994 Published: October 17, 1995 Registered: June 16, 1998	(Int'l Class: 12) Air vents for recreational vehicles (rvs)	Airxcel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219
TWO TON PLUS HP SN:75-445577 RN:2,330,808 Disclaimer: "TWO TON"	Renewed March 21, 2010 Int'l Class: 11 First Use: June, 1997 Filed: March 5, 1998 Published: December 28, 1999 Registered: March 21, 2000	(Int'l Class: 11) Central heat pump for vehicles and mobile homes	Airxcel, Inc. (Delaware Corp.)
WINDOW/MAXX SN:75-098454 RN:2,136,634	Renewed February 17, 2008 Int'l Class: 12 First Use: February 9, 1996 Filed: May 3, 1996 Published: March 25, 1997 Registered: February 17, 1998	(Int'l Class: 12) Air vents for windows on land vehicles	Airxeel, Inc. (Delaware Corp.) 3050 N. St. Francis Wichita, Kansas 67219
SN:75-678722 RN:2,629,646	Renewed Principal Register - Sec. 2(F) October 8, 2012 Int'l Class: 11 First Use: September 20, 1973 Filed: April 9, 1999 Published: July 16, 2002 Registered:	(Int'l Class: 11) Rooftop air conditioners for vehicles	Airxcel, Inc. (Delaware Corp.)

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
	October 8, 2002		
AMULANIA EN SECULIARA	Renewed Principal Register - Sec. 2(F) June 11, 2012 Int'l Class: 11 First Use:	(Int'l Class: 11) Rooftop air conditioners for vehicles	Airxcel, Inc. (Delaware Corp.)
SN:75-680937 RN:2,577,012	February 26, 1973 Filed: April 12, 1999 Published: March 19, 2002 Registered: June 11, 2002		

${\bf 2.} \quad \underline{\bf STATE} \; \underline{\bf TRADEMARK} \; \underline{\bf APPLICATIONS} \; \underline{\bf AND} \; \underline{\bf REGISTRATIONS}$

None

3. FOREIGN TRADEMARK APPLICATIONS AND REGISTRATIONS

Jurisdiction	TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
Canada	DYNAPACK RN: 829194 AN: 1445305	Canada Registered Last Status Received: Registered Filed: July 20, 2009 Application Published: January 27, 2010 Registered: August 7, 2012	(Int'l Class: 11) Wares: (1) Packaged air conditioner and gas heater for indoor wall-mounting.	AIRXCEL, INC. 3050 N. St. Francis Wichita, Kansas 67219, US Federal
Canada	MINI MACH	Canada	(Int'l Class: 11)	Airxcel, Inc. 3050 North St. Francis

Jurisdiction	TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
	RN: 287520 AN: 0503747	Registered Last Status Received: Registered	Wares: (1) Air conditioners.	Wichita, Kansas 67204, US Federal
		Filed: May 17, 1983 Registered: February 3, 1984		
European Community (CTM)	COMPAC RN: 002602993 AN: 002602993	Registered Last Status Received: Registered July 10, 2003	(Int'l Class: 11) Wall mounted air conditioner for telecommunication enclosures.	Airxcel, Inc. 3050 N. St. Francis, 67219, Wichita,, Kansas, US Federal
		Filed: March 4, 2002 Registered: May 22, 2003 Expiration Date:		
		March 4, 2022		
Community (CTM)	RN: 002602977	Community Registered Last Status Received:	(Int'l Class: 11) Wall mounted air conditioner for telecommunication enclosures, plus controller for wall mounted air conditioner	Airxcel, Inc. 3050 N. St. Francis, 67219, Wichita,, Kansas, US Federal

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
	Registered June 25, 2003	for telecommunication enclosures.	
	Filed: March 4, 2002 Registered: May 22, 2003 Expiration Date: March 4, 2022 China Registered Last Status Received: Registered February 21, 2012 Filed: February 12, 2011 Application Published: November 20, 2011 Registered: February 21, 2012 Expiration	(Translation) (Int'l Class: 11) Air conditioning equipment; Uses in the telecommunication class engine case the wall hanging type air conditioning; Air conditioning; Counter current circulation air conditioning; Air conditioning installation; Adds the heat pump; Ship water used cooling system	AIRXCEL,INC. American 67219 State of Kansas north Wichita Francis avenue 3050 3050 N.ST.FRANCIS WICHITA, KANSAS 67219 USA, US Federal
	MARVAIR MARVAIR	Registered June 25, 2003 Filed: March 4, 2002 Registered: May 22, 2003 Expiration Date: March 4, 2022 MARVAIR China Registered Last Status Received: Registered February 21, 2012 Filed: February 12, 2011 Application Published: November 20, 2011 Registered: February 21,	Registered June 25, 2003 Filed: March 4, 2002 Registered: May 22, 2003 Expiration Date: March 4, 2022 MARVAIR MARVAIR China China (Translation) (Int'l Class: 11) Last Status Received: Registered Registered Registered: Registered February 21, 2012 February 12, 2011 Application Published: November 20, 2011 Registered: February 21, 2012 Registered: February 21, 2011 Registered: February 12, 2011 Registered: February 21, 2012

Jurisdiction	TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Owner
		Date:		
		February 20, 2022		

RECORDED: 02/06/2017