

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM493678

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement (Revolver)		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bombardier Recreational Products Inc.		09/29/2018	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	Bank of Montreal, as Administrative Agent		
Street Address:	100 King Street, 4th Floor		
City:	Toronto		
State/Country:	CANADA		
Postal Code:	M5X 1A1		
Entity Type:	Bank: CANADA		
PROPERTY NUMBERS Total: 111			
Property Type	Number	Word Mark	
Registration Number:	1133435	2 + 4	
Registration Number:	1494082	ACCUMIX R	
Registration Number:	3598519	APACHE	
Registration Number:	3570090	BLIZZARD	
Registration Number:	3695976	BRP	
Registration Number:	3701740	BRP	
Registration Number:	3701741	BRP	
Registration Number:	3867495	BRP	
Registration Number:	3850111	BRP	
Registration Number:	3701744	BRP	
Registration Number:	3810898	BRP	
Registration Number:	3835109	BRP	
Registration Number:	3799566	BRP	
Registration Number:	3803215	BRP	
Serial Number:	87319509	BRP CONNECT	
Serial Number:	87319489	BRP MY APPS	
Registration Number:	3238796	BV2S	
Registration Number:	3686113	CAN-AM	
Registration Number:	2452575	CARBX	
TRADEMARK			

OP \$2790.00 1133435

Property Type	Number	Word Mark
Registration Number:	4362986	COMMANDER
Serial Number:	86534043	DEFENDER
Registration Number:	3243937	DS 250
Registration Number:	3625258	DS 450
Registration Number:	4661633	ECO
Registration Number:	1246903	ECONOMEASURE
Serial Number:	87842123	E-LINQ
Registration Number:	4995726	ENDURO
Registration Number:	1957643	EVEREST
Registration Number:	1293585	EVINRUDE
Registration Number:	516807	EVINRUDE
Registration Number:	3094884	EXPEDITION
Serial Number:	87897488	FISH PRO
Registration Number:	5153423	FREEDOM
Registration Number:	4297368	FREERIDE
Registration Number:	4967111	G2
Registration Number:	2809199	GSX
Registration Number:	3031533	HI-VIS
Registration Number:	3107788	HPF XR
Registration Number:	3069284	HYDRUS
Registration Number:	3946636	IBR
Registration Number:	4232282	ICATCH
Registration Number:	3936199	ICONTROL
Registration Number:	3936200	IS
Registration Number:	1277753	JOHNSON
Registration Number:	519909	JOHNSON
Registration Number:	233698	JOHNSON
Registration Number:	2969038	LEARNING KEY
Registration Number:	4718781	LINQ
Serial Number:	87641436	LONESTAR
Registration Number:	4958954	MACH Z
Registration Number:	4476864	MAVERICK
Registration Number:	1966866	MXZ
Registration Number:	2443860	NAUTIC PRO
Serial Number:	86286814	NEVER STOP PUSHING
Registration Number:	3161644	O.T.A.S.
Registration Number:	1464203	OMC COBRA
Registration Number:	5098040	OMC SYSTEMATCHED

Property Type	Number	Word Mark
Registration Number:	5188918	OMC SYSTEMMATCHED
Registration Number:	3241289	PILOT
Registration Number:	1630778	RAKER
Registration Number:	3124395	REBEL
Registration Number:	3177684	RENEGADE
Registration Number:	3567765	RENEGADE
Registration Number:	2763684	REV
Registration Number:	3765802	REV-XP
Registration Number:	3152756	RXP
Registration Number:	3167473	RXT
Serial Number:	87714053	RYKER
Registration Number:	3933223	S3 HULL
Registration Number:	1532911	SEA-DOO
Registration Number:	1876288	SEA-DOO
Registration Number:	3845308	SEA-DOO
Registration Number:	3705331	SEA-DOO
Registration Number:	1547250	SEA-DOO
Registration Number:	4174383	SEADOO
Registration Number:	1261637	SKANDIC
Registration Number:	939563	SKI-DOO
Registration Number:	1912626	SKI-DOO
Registration Number:	3676489	SKI-DOO
Registration Number:	3673043	SKI-DOO
Registration Number:	1317437	SNAP-IN
Registration Number:	4710226	SPARK
Registration Number:	4177433	SPEND MORE TIME ON THE WATER
Registration Number:	3581307	SPYDER
Registration Number:	3414566	SPYDER
Registration Number:	4238127	SPYDER
Registration Number:	3409191	SPYDER
Serial Number:	87714048	SPYKE
Registration Number:	1846188	SUMMIT
Registration Number:	1544209	TECH SERIES
Registration Number:	2572433	
Registration Number:	4311694	THE RIDE SAYS IT ALL
Registration Number:	1313012	TRIPLE-GUARD
Registration Number:	3372821	TUNDRA
Registration Number:	3939465	WAKEBOOST

Property Type	Number	Word Mark
Registration Number:	4175824	X
Registration Number:	3293501	X
Serial Number:	86941028	X
Registration Number:	4317302	X
Registration Number:	4116926	X
Registration Number:	4116927	X
Registration Number:	2933189	XD100
Registration Number:	2933187	XD50
Registration Number:	4839452	XP
Registration Number:	3103292	XP-S
Serial Number:	87036644	XPS PRO
Serial Number:	87088056	XPS PRO
Registration Number:	3186257	XRS
Registration Number:	3284069	X-TEAM
Registration Number:	3762010	Y-FACTOR
Registration Number:	3779873	Y-FACTOR

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

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: Doris Ka

SIGNATURE: /Doris Ka/

DATE SIGNED: 10/12/2018

Total Attachments: 10

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Bombardier Recreational Products Inc.

- Individual(s) Association
 Partnership Limited Partnership
 Corporation- State: _____
 Other _____

Citizenship (see guidelines) Canada

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) September 29, 2018

- Assignment Merger
 Security Agreement Change of Name
 Other Security Agreement (Revolver)

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Bank of Montreal, as Administrative Agent

Street Address: 100 King Street West, 4th Floor

City: Toronto

State: Ontario

Country: Canada Zip: M5X 1A1

- Individual(s) Citizenship _____
 Association Citizenship _____
 Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other Bank Citizenship Canada

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

see attached Schedule I

B. Trademark Registration No.(s)

see attached Schedule I

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Doris Ka, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3569

Docket Number: 08490.070 (Revolver)

Email Address: dka@cahill.com

6. Total number of applications and registrations involved:

111

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account.
 Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

Doris Ka

Name of Person Signing

October 11, 2018

Date

Total number of pages including cover sheet, attachments, and document:

10

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
 Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement, dated as of September 29, 2018, by Bombardier Recreational Products Inc. (the “Pledgor”), in favor of Bank of Montreal, in its capacity as administrative agent pursuant to the Term Loan Credit Agreement (in such capacity, the “Administrative Agent”).

WITNESSETH:

WHEREAS, the Pledgor is party to an amended and restated security agreement of even date herewith (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) in favor of the Administrative Agent pursuant to which the Pledgor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Administrative Agent, for the benefit of the Secured Parties, to enter into the Revolving Credit Agreement, the Pledgor hereby agrees with the Administrative Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. The Pledgor hereby pledges and grants to the Administrative Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Pledged Collateral of the Pledgor:

- (a) Trademarks of the Pledgor listed on Schedule I attached hereto;
- (b) all Goodwill associated with such Trademarks; and
- (c) all Proceeds of any and all of the foregoing (other than Excluded Property).

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Security Agreement and Pledgor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Administrative Agent shall otherwise determine. The security interest granted pursuant to this Trademark Security Agreement shall be subject to the terms of the Revolving/Term Loan Intercreditor Agreement.

SECTION 4. Termination. Upon the payment in full of the Obligations and termination of the Security Agreement, the Administrative Agent shall execute, acknowledge, and deliver to the Pledgor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party

hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

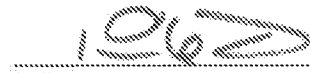
[signature page follows]

IN WITNESS WHEREOF, each Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

BOMBARDIER RECREATIONAL PRODUCTS INC.

By:



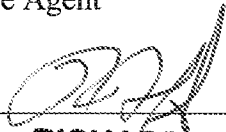
Name: Paule Morisset

Title: Assistant Secretary

Accepted and Agreed:

BANK OF MONTREAL,
as Administrative Agent

By: _____



Name:

RICHARD BELZIL

Title:

Directeur / Director

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

OWNER	REGISTRATION / APPLICATION NUMBER	NAME
Bombardier Recreational Products Inc.	1,133,435	2 + 4
Bombardier Recreational Products Inc.	1,494,082	ACCUMIX R
Bombardier Recreational Products Inc.	3,598,519	APACHE
Bombardier Recreational Products Inc.	3570090	BLIZZARD
Bombardier Recreational Products Inc.	3,695,976	BRP
Bombardier Recreational Products Inc.	3,701,740	BRP
Bombardier Recreational Products Inc.	3,701,741	BRP
Bombardier Recreational Products Inc.	3867495	BRP
Bombardier Recreational Products Inc.	3 850 111	BRP
Bombardier Recreational Products Inc.	3,701,744	BRP & Design
Bombardier Recreational Products Inc.	3 810 898	BRP & Design
Bombardier Recreational Products Inc.	3 835 109	BRP & Design
Bombardier Recreational Products Inc.	3 799 566	BRP & Design
Bombardier Recreational Products Inc.	3 803 215	BRP & Design
Bombardier Recreational Products Inc.	87/319,509	BRP CONNECT
Bombardier Recreational Products Inc.	87/319,489	BRP MY APPS
Bombardier Recreational Products Inc.	3 238 796	BV2S
Bombardier Recreational Products Inc.	3,686,113	CAN-AM
Bombardier Recreational Products Inc.	2,452,575	CARBX
Bombardier Recreational Products Inc.	4362986	COMMANDER
Bombardier Recreational Products Inc.	86/534043	DEFENDER
Bombardier Recreational Products Inc.	3,243,937	DS 250
Bombardier Recreational Products Inc.	3,625,258	DS 450
Bombardier Recreational Products Inc.	4661633	ECO & Design

OWNER	REGISTRATION / APPLICATION NUMBER	NAME
Bombardier Recreational Products Inc.	1 246 903	ECONOMEASURE
Bombardier Recreational Products Inc.	87/842123	E-LINQ
Bombardier Recreational Products Inc.	4 995 726	ENDURO
Bombardier Recreational Products Inc.	1,957,643	EVEREST
Bombardier Recreational Products Inc.	1,293,585	EVINRUDE
Bombardier Recreational Products Inc.	516,807	EVINRUDE & design
Bombardier Recreational Products Inc.	3,094,884	EXPEDITION
Bombardier Recreational Products Inc.	87/897488	FISH PRO
Bombardier Recreational Products Inc.	5153423	FREEDOM
Bombardier Recreational Products Inc.	4297368	FREERIDE
Bombardier Recreational Products Inc.	4967111	G2
Bombardier Recreational Products Inc.	2,809,199	GSX
Bombardier Recreational Products Inc.	3,031,533	HI-VIS
Bombardier Recreational Products Inc.	3,107,788	HPF XR
Bombardier Recreational Products Inc.	3,069,284	HYDRUS
Bombardier Recreational Products Inc.	3,946,636	IBR Design
Bombardier Recreational Products Inc.	4 232 282	ICATCH
Bombardier Recreational Products Inc.	3,936,199	ICONTR0L Design
Bombardier Recreational Products Inc.	3,936,200	IS Design
Bombardier Recreational Products Inc.	1,277,753	JOHNSON
Bombardier Recreational Products Inc.	519,909	JOHNSON
Bombardier Recreational Products Inc.	233,698	JOHNSON & Design
Bombardier Recreational Products Inc.	2 969 038	LEARNING KEY
Bombardier Recreational Products Inc.	4718781	LINQ
Bombardier Recreational Products Inc.	87641436	LONESTAR
Bombardier Recreational Products Inc.	4958954	MACH Z
Bombardier Recreational Products Inc.	4476864	MAVERICK

OWNER	REGISTRATION / APPLICATION NUMBER	NAME
Bombardier Recreational Products Inc.	1,966,866	MXZ
Bombardier Recreational Products Inc.	2,443,860	NAUTIC PRO
Bombardier Recreational Products Inc.	86/286814	NEVER STOP PUSHING
Bombardier Recreational Products Inc.	3,161,644	O.T.A.S.
Bombardier Recreational Products Inc.	1,464,203	OMC COBRA
Bombardier Recreational Products Inc.	5098040	OMC SYSTEMATCHED Design
Bombardier Recreational Products Inc.	5188918	OMC SYSTEMATCHED Design
Bombardier Recreational Products Inc.	3 241 289	PILOT
Bombardier Recreational Products Inc.	1,630,778	RAKER
Bombardier Recreational Products Inc.	3,124,395	REBEL
Bombardier Recreational Products Inc.	3,177,684	RENEGADE
Bombardier Recreational Products Inc.	3,567,765	RENEGADE
Bombardier Recreational Products Inc.	2,763,684	REV
Bombardier Recreational Products Inc.	3,765,802	REV-XP
Bombardier Recreational Products Inc.	3,152,756	RXP
Bombardier Recreational Products Inc.	3,167,473	RXT
Bombardier Recreational Products Inc.	87714053	RYKER
Bombardier Recreational Products Inc.	3,933,223	S3HULL Design
Bombardier Recreational Products Inc.	1,532,911	SEA-DOO
Bombardier Recreational Products Inc.	1,876,288	SEA-DOO
Bombardier Recreational Products Inc.	3 845 308	SEA-DOO
Bombardier Recreational Products Inc.	3,705,331	SEA-DOO
Bombardier Recreational Products Inc.	1,547,250	SEA-DOO & Design
Bombardier Recreational Products Inc.	4,174,383	SEA-DOO & Dolphin Design
Bombardier Recreational Products Inc.	1 261 637	SKANDIC
Bombardier Recreational Products Inc.	939,563	SKI-DOO
Bombardier Recreational Products Inc.	1,912,626	SKI-DOO

OWNER	REGISTRATION / APPLICATION NUMBER	NAME
Bombardier Recreational Products Inc.	3,676,489	SKI-DOO
Bombardier Recreational Products Inc.	3,673,043	SKI-DOO
Bombardier Recreational Products Inc.	1 317 437	SNAP-IN
Bombardier Recreational Products Inc.	4710226	SPARK
Bombardier Recreational Products Inc.	4177433	SPEND MORE TIME ON THE WATER
Bombardier Recreational Products Inc.	3581307	SPYDER
Bombardier Recreational Products Inc.	3414566	SPYDER
Bombardier Recreational Products Inc.	4,238,127	SPYDER
Bombardier Recreational Products Inc.	3,409,191	SPYDER & Design
Bombardier Recreational Products Inc.	87714048	SPYKE
Bombardier Recreational Products Inc.	1,846,188	SUMMIT
Bombardier Recreational Products Inc.	1,544,209	TECH SERIES
Bombardier Recreational Products Inc.	2,572,433	THE COLOR YELLOW
Bombardier Recreational Products Inc.	4311694	THE RIDE SAYS IT ALL
Bombardier Recreational Products Inc.	1,313,012	TRIPLE-GUARD
Bombardier Recreational Products Inc.	3,372,821	TUNDRA
Bombardier Recreational Products Inc.	3,939,465	WAKEBOOST
Bombardier Recreational Products Inc.	4175824	X
Bombardier Recreational Products Inc.	3293501	X
Bombardier Recreational Products Inc.	86941028	X logo (2016)
Bombardier Recreational Products Inc.	4317302	X Logo (black & white)
Bombardier Recreational Products Inc.	4 116 926	X Logo (black & white)
Bombardier Recreational Products Inc.	4 116 927	X Logo (yellow)
Bombardier Recreational Products Inc.	2,933,189	XD100
Bombardier Recreational Products Inc.	2,933,187	XD50
Bombardier Recreational Products Inc.	4 839 452	XP
Bombardier Recreational Products Inc.	3,103,292	XP-S

OWNER	REGISTRATION / APPLICATION NUMBER	NAME
Bombardier Recreational Products Inc.	87/036,644	XPS PRO
Bombardier Recreational Products Inc.	87/088056	XPS PRO & Design
Bombardier Recreational Products Inc.	3,186,257	XRS
Bombardier Recreational Products Inc.	3 284 069	X-TEAM
Bombardier Recreational Products Inc.	3762010	Y-FACTOR
Bombardier Recreational Products Inc.	3779873	Y-FACTOR & Design