

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM530273

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fuse, LLC		07/01/2019	Limited Liability Company: DELAWARE
FM Networks LLC		07/01/2019	Limited Liability Company: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Wells Fargo Bank, N.A. as Administrative Agent
<b>Street Address:</b>	101 North Phillips Avenue
<b>City:</b>	Sioux Falls
<b>State/Country:</b>	SOUTH DAKOTA
<b>Postal Code:</b>	57104
<b>Entity Type:</b>	National Banking Association: SOUTH DAKOTA

## PROPERTY NUMBERS Total: 70

Property Type	Number	Word Mark
Registration Number:	4576071	ACROSS THE HALL
Registration Number:	4656169	LOVE&SALSA
Registration Number:	4682833	LOVE & SALSA
Registration Number:	4689848	KNOCKOUT
Registration Number:	4575933	NUVO HD
Registration Number:	4575934	NUVO HD
Registration Number:	4575832	HOUSE OF JOY
Registration Number:	4575834	A STEP AWAY
Registration Number:	4575835	A STEP AWAY
Registration Number:	4565623	NU POINT OF VIEW: THE EMERGING LATINO FI
Registration Number:	4565624	NUPOINT OF VIEW THE EMERGING LATINO FILM
Registration Number:	4455120	WE ARE IT
Registration Number:	4458439	STAND UP & DELIVER
Registration Number:	4458440	STAND UP & DELIVER
Registration Number:	4518881	MODERN LATINO ENTERTAINMENT
Registration Number:	4530568	MODERN LATINO EXPERIENCE
Registration Number:	4400288	FIGHTFACTORY

CH \$1765.00 4576071

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4599803	FIGHT FACTORY
Registration Number:	4530930	CURVY GIRLS
Registration Number:	4530929	CG CURVY GIRLS
Registration Number:	4511148	NUVO
Registration Number:	4438218	NUVOTV
Registration Number:	4227932	OPERATION: OSMIN
Registration Number:	4227933	OPERATION: OSMIN
Registration Number:	4173134	MODELLATINA LAS VEGAS
Registration Number:	4173135	MODELLATINA LAS VEGAS
Registration Number:	4547882	NUVO TV
Registration Number:	3615201	CRASH THE PARTIES
Registration Number:	3615202	CRASH THE PARTIES
Registration Number:	3576021	SITV
Registration Number:	3332314	UNACCEPTABLE BEHAVIOR
Registration Number:	3093039	BREAKFAST LUNCH AND DINNER
Registration Number:	4794592	WE DECIDE OUR AMERICA
Registration Number:	4944638	KNOCKOUT
Registration Number:	2849560	FUSE
Registration Number:	2870618	FUSE
Registration Number:	3900483	FUSE
Registration Number:	3636824	FUSE MOBILE
Registration Number:	4348057	FUSE NEWS
Registration Number:	4937914	FUSE MEDIA
Registration Number:	5112928	MODEL LATINA
Registration Number:	5086753	RIFFS
Registration Number:	5556044	FUSE MEDIA NETWORKS
Registration Number:	5194433	SATURDAY MORNING FEVER
Registration Number:	5197391	CLASH OF THE CORPS
Registration Number:	5342773	WE THE DREAMERS
Registration Number:	5671191	HIP HOP HOUDINI
Registration Number:	5567007	TRIVIAL TAKEDOWN
Registration Number:	5552618	THE HOLLYWOOD PUPPET SHOW
Registration Number:	5524959	BEHIND THE BAR
Registration Number:	5592175	TRACK BY TRACK
Registration Number:	5671746	WEEKLY NEWS RAP
Registration Number:	5741511	A SEAT WITH
Registration Number:	4569110	G-THING
Registration Number:	3900480	FUSE WHERE MUSIC LIVES

Property Type	Number	Word Mark
Registration Number:	4309333	FUSE FESTIVALS
Registration Number:	4933573	WHITE GUY TALK SHOW
Registration Number:	4870432	WHITE GUY* TALK SHOW
Registration Number:	5079244	WRISTBANDED
Registration Number:	5628096	FM NETWORKS
Serial Number:	87937209	SIDE GIG
Serial Number:	88157721	WHAT'S UR THING?
Serial Number:	88227310	GROWN TINGZ
Serial Number:	88250972	MIND MASSAGE
Serial Number:	88250977	SOUNDCHECK TO STAGE
Serial Number:	88255996	SUGAR AND TOYS
Serial Number:	88259207	T-PAIN'S SCHOOL OF BUSINESS
Serial Number:	88399082	BUST IT OPEN
Serial Number:	88399113	THE DROP
Serial Number:	87848164	THE 212

**CORRESPONDENCE DATA**

**Fax Number:**

*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:** 2128598000

**Email:** teas@friedfrank.com

**Correspondent Name:** Corey Fersel c/o Fried Frank et al

**Address Line 1:** One New York Plaza

**Address Line 4:** New York, NEW YORK 10004

<b>ATTORNEY DOCKET NUMBER:</b>	005398-0001
<b>NAME OF SUBMITTER:</b>	Corey Fersel
<b>SIGNATURE:</b>	/s/Corey Fersel
<b>DATE SIGNED:</b>	07/02/2019

**Total Attachments: 7**

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## TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of July 1, 2019, by each of the entities listed on the signature pages hereof (each an "Obligor" and, collectively, the "Obligors"), in favor of Wells Fargo Bank, N.A., as administrative agent for the Secured Parties (in such capacity, the "Administrative Agent").

**WITNESSETH:**

WHEREAS, pursuant to the Security and Pledge Agreement dated as of July 1, 2019 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto and the Administrative Agent, the Obligors are required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

**1. Defined Terms**

Unless otherwise defined herein, terms defined in the Agreement and used herein have the meaning given to them in the Agreement.

**2. Grant of Security Interest in Trademark Collateral**

Each Obligor, as collateral security for the full, prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Obligations of such Obligor, hereby mortgages, pledges and hypothecates to the Administrative Agent for the benefit of the Secured Parties, and grants to the Administrative Agent for the benefit of the Secured Parties a lien on and security interest in, all of its right, title and interest in, to and under the following Collateral of such Obligor (the "Trademark Collateral"):

- (a) all of its Trademarks and Trademark Licenses to which it is a party (other than any Excluded Property), including, without limitation, those referred to on Schedule I hereto;
- (b) all reissues, renewals or extensions of the foregoing;
- (c) all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
- (d) all Proceeds of the foregoing, including, without limitation, any claim by Obligor against third parties for past, present, future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

### **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 Agreement and each Obligor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[SIGNATURE PAGES FOLLOW]

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

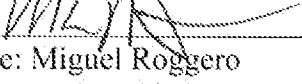
FUSE, LLC

*as Obligor*

By:   
Name: Miguel Roggero  
Title: Interim Chief Executive Officer

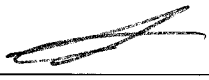
FM NETWORKS LLC

*as Obligor*

By:   
Name: Miguel Roggero  
Title: Interim Chief Executive Officer

ACCEPTED AND AGREED  
as of the date first above written:

WELLS FARGO BANK, N.A.,  
*as Administrative Agent*

By:   
Name: Michael Pinzon  
Title: Vice President

SCHEDULE I  
TO  
TRADEMARK SECURITY AGREEMENT

Owner Name	Trademark	Application Number	Application Date	Reg. No.	Reg. Date
FUSE, LLC	ACROSS THE HALL	86229436	3/23/14	4576071	7/29/14
FUSE, LLC	LOVE & SALSA	86273614	5/6/14	4656169	12/16/14
FUSE, LLC	LOVE & SALSA	86168026	1/16/14	4682833	2/3/15
FUSE, LLC	KNOCKOUT	86162002	1/9/14	4689848	2/17/15
FUSE, LLC	NUVO HD	86159463	1/7/14	4575933	7/29/14
FUSE, LLC	NUVO HD	86159464	1/7/14	4575934	7/29/14
FUSE, LLC	HOUSE OF JOY	86157675	1/5/14	4575832	7/29/14
FUSE, LLC	A STEP AWAY	86157696	1/5/14	4575834	7/29/14
FUSE, LLC	A STEP AWAY	86157697	1/5/14	4575835	7/29/14
FUSE, LLC	NU POINT OF VIEW: THE EMERGING LATINO FILMMAKERS	86079086	9/30/13	4565623	7/8/14
FUSE, LLC	NUPOINT OF VIEW THE EMERGING LATINO FILMMAKERS	86079087	9/30/13	4565624	7/8/14
FUSE, LLC	WE ARE IT	85973738	6/30/13	4455120	12/24/13
FUSE, LLC	STAND UP & DELIVER	85924301	5/6/13	4458439	12/31/13
FUSE, LLC	STAND UP & DELIVER	85924302	5/6/13	4458440	12/31/13
FUSE, LLC	MODERN LATINO ENTERTAINMENT	85825254	1/17/13	4518881	4/22/14
FUSE, LLC	MODERN LATINO EXPERIENCE	85825253	1/17/13	4530568	5/13/14
FUSE, LLC	FIGHTFACTORY	85979232	8/10/12	4400288	9/10/13
FUSE, LLC	FIGHT FACTORY	85979234	8/10/12	4599803	9/9/14
FUSE, LLC	CURVY GIRLS	85981590	8/3/12	4530930	5/13/14
FUSE, LLC	CG CURVY GIRLS	85981589	8/3/12	4530929	5/13/14
FUSE, LLC	NUVO	85419401	9/9/11	4511148	4/8/14
FUSE, LLC	NUVOTV	85419403	9/9/11	4438218	11/26/13



FUSE, LLC	OPERATION: OSMIN	85977230	6/20/11	4227932	10/16/12
FUSE, LLC	OPERATION: OSMIN	85977231	6/20/11	4227933	10/16/12
FUSE, LLC	MODELLATINA LAS VEGAS	85328891	5/24/11	4173134	7/10/12
FUSE, LLC	MODELLATINA LAS VEGAS	85328892	5/24/11	4173135	7/10/12
FUSE, LLC	NUVO TV	85167621	11/2/10	4547882	6/10/14
FUSE, LLC	CRASH THE PARTIES	77557322	8/27/08	3615201	5/5/09
FUSE, LLC	CRASH THE PARTIES	77557323	8/27/08	3615202	5/5/09
FUSE, LLC	SITV	77520682	7/11/08	3576021	2/17/09
FUSE, LLC	UNACCEPTABLE BEHAVIOR	78844062	3/23/06	3332314	11/6/07
FUSE, LLC	BREAKFAST LUNCH AND DINNER	78638931	5/27/05	3093039	5/16/06
FUSE, LLC	WE DECIDE OUR AMERICA	86497986	1/7/15	4794592	8/18/15
FUSE, LLC	KNOCKOUT	86661822	6/14/15	4944638	4/26/16
FUSE, LLC	FUSE	78183640	11/11/02	2849560	6/1/04
FUSE, LLC	FUSE	78234973	4/8/03	2870618	8/3/04
FUSE, LLC	FUSE	85044588	5/21/10	3900483	1/4/11
FUSE, LLC	FUSE MOBILE	78728238	10/6/05	3636824	6/9/09
FUSE, LLC	FUSE NEWS	85665149	6/29/12	4348057	6/4/13
FUSE, LLC	FUSE MEDIA	86498009	1/7/15	4937914	4/12/16
FUSE, LLC	MODEL LATINA	87004601	4/18/16	5112928	01/03/17
FUSE, LLC	RIFFS	87045659	5/20/16	5086753	11/22/16
FUSE, LLC	RIFFS	87045666	5/20/16	5086753	11/22/16
FUSE, LLC	FUSE MEDIA NETWORKS	86522022	2/2/15	5556044	9/4/18
FUSE, LLC	SATURDAY MORNING FEVER	87044063	5/19/16	5194433	5/2/2017
FUSE, LLC	CLASH OF THE CORPS	87114945	7/25/16	5197391	5/2/2017
FUSE, LLC	WE THE DREAMERS	87403694	4/7/17	5342773	11/21/17
FUSE, LLC	HIP HOP HOUDINI	87642363	10/11/17	5671191	2/5/19
FUSE, LLC	TRIVIAL TAKEDOWN	87566078	8/11/17	5567007	9/18/18
FUSE, LLC	THE HOLLYWOOD PUPPET SHOW	87703661	11/30/2017	5552618	8/28/18

FUSE, LLC	BEHIND THE BAR	87769245	1/24/18	5524959	7/24/18
FUSE, LLC	TRACK BY TRACK	87769280	1/24/18	5592175	10/23/18
FUSE, LLC	THE 212	87848164	3/23/18		
FUSE, LLC	WEEKLY NEWS RAP	87869665	4/9/18	5671746	2/5/19
FUSE, LLC	A SEAT WITH	87933971	5/23/18	5741511	4/30/19
FUSE, LLC	SIDE GIG	87937209	5/25/18		
FUSE, LLC	WHAT'S UR THING?	88157721	10/16/18		
FUSE, LLC	GROWN TINGZ	88227310	12/12/18		
FUSE, LLC	MIND MASSAGE	88250972	1/5/19		
FUSE, LLC	SOUNDCHECK TO STAGE	88250977	1/5/19		
FUSE, LLC	SUGAR AND TOYS	88255996	1/9/19		
FUSE, LLC	T-PAIN'S SCHOOL OF BUSINESS	88259207	1/11/19		
FUSE, LLC	BUST IT OPEN	88399082	4/23/19		
FUSE, LLC	THE DROP	88399113	4/23/19		
FM NETWORKS LLC	G-THING	85823284	1/15/13	4569110	7/15/14
FM NETWORKS LLC	FUSE WHERE MUSIC LIVES	85044560	5/21/10	3900480	1/4/11
FM NETWORKS LLC	FUSE FESTIVALS	77733569	5/11/09	4309333	3/26/13
FM NETWORKS LLC	WHITE GUY TALK SHOW	86477683	12/11/14	4933573	4/5/16
FM NETWORKS LLC	WHITE GUY* TALK SHOW	86621153	5/6/15	4870432	12/15/15
FM NETWORKS LLC	WRISTBANDED	86733421	8/21/15	5079244	11/08/16
FM NETWORKS LLC	FM NETWORKS	86522030	2/2/15	5628096	12/11/18