

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM537602

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF SECURITY INTEREST -- TRADEMARKS

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
KushCo Holdings, Inc.		08/21/2019	Corporation: NEVADA
KIM International Corporation		08/21/2019	Corporation: CALIFORNIA
KBCMP, Inc.		08/21/2019	Corporation: DELAWARE
CMP Wellness, LLC		08/21/2019	Limited Liability Company: CALIFORNIA
Kush Energy, LLC		08/21/2019	Limited Liability Company: COLORADO
Zack Darling Creative Associates, LLC		08/21/2019	Limited Liability Company: CALIFORNIA
The Hybrid Creative LLC		08/21/2019	Limited Liability Company: CALIFORNIA
KCH Distribution Inc.		08/21/2019	Corporation: BRITISH COLUMBIA
Kush Supply Co. LLC		08/21/2019	Corporation: NEVADA
Celeritas Industries, LLC		08/21/2019	Limited Liability Company: NEVADA
Koleto Innovations LLC		08/21/2019	Limited Liability Company: NEVADA
Betaport, LLC		08/21/2019	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Monroe Capital Management Advisors, LLC
Street Address:	311 South Wacker Drive, 64th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	5177856	K
Registration Number:	4860381	KUSH BOTTLES
Registration Number:	4683017	KUSH BOTTLES

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	88262659	TIGRIS
Serial Number:	88216642	SUNDAZE
Serial Number:	88216639	
Serial Number:	88216626	SUNDAZE
Serial Number:	88177016	KUSH SUPPLY CO.
Serial Number:	88177019	KUSH SUPPLY CO.
Serial Number:	88177020	K KUSH SUPPLY CO. EST. 2010
Serial Number:	88177021	K KUSH SUPPLY CO. EST. 2010
Serial Number:	88216121	POWERED BY KUSH ENERGY QUALITY SOLVENTS
Serial Number:	88216126	KUSH ENERGY
Serial Number:	88234250	K
Serial Number:	88234225	K KUSHCO HOLDINGS
Serial Number:	88424727	KOLETO INNOVATIONS
Serial Number:	88460772	K KOLETO INNOVATIONS
Serial Number:	88460790	K
Serial Number:	88573140	SURA MIO
Serial Number:	88573161	SURA MIO SOLUTIONS
Serial Number:	88573169	KUSH VERIFY

CORRESPONDENCE DATA

Fax Number: 2125935955

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: (212) 756-2132

Email: scott.kareff@srz.com

Correspondent Name: Scott Kareff

Address Line 1: Schulte Roth & Zabel, 919 Third Avenue

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 059816.0013

NAME OF SUBMITTER: Scott Kareff

SIGNATURE: /RS for SK/

DATE SIGNED: 08/21/2019

Total Attachments: 9

source=KushCo - Trademark Security Agreement#page1.tif
source=KushCo - Trademark Security Agreement#page2.tif
source=KushCo - Trademark Security Agreement#page3.tif
source=KushCo - Trademark Security Agreement#page4.tif
source=KushCo - Trademark Security Agreement#page5.tif
source=KushCo - Trademark Security Agreement#page6.tif
source=KushCo - Trademark Security Agreement#page7.tif

source=KushCo - Trademark Security Agreement#page8.tif

source=KushCo - Trademark Security Agreement#page9.tif

ASSIGNMENT OF SECURITY INTEREST - - TRADEMARKS

WHEREAS, the undersigned (each an "Assignor" and collectively, the "Assignors") have adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, each Assignor has entered into a Pledge and Security Agreement, dated August 21, 2019 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Monroe Capital Management Advisors, LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and permitted assigns, if any, the "Assignee"); and


WHEREAS, pursuant to the Security Agreement, the Assignors have collaterally assigned to the Assignee and granted to the Assignee for the benefit of the Secured Parties (as defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignors in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignors do hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee and the Secured Parties a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

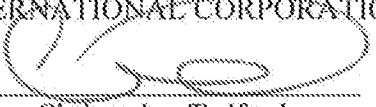
Each Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. This Assignment of Security Interest shall be governed by, and construed in accordance with, the laws of the State of New York.

IN WITNESS WHEREOF, each Assignor has caused this Assignment of Security Interest to be duly executed by its respective officer thereunto duly authorized as of August 21, 2019.

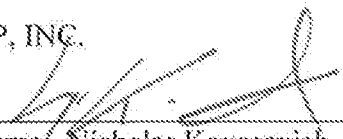
KUSHCO HOLDINGS, INC.

By: 
Name: Christopher Tedford
Title: Chief Financial Officer

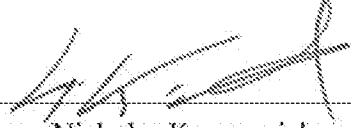
KIM INTERNATIONAL CORPORATION

By: 
Name: Christopher Tedford
Title: Chief Financial Officer

KBCMP, INC.

By: 
Name: Nicholas Kovacevich
Title: President

CMP WELLNESS, LLC

By: 
Name: Nicholas Kovacevich
Title: Secretary

KUSH ENERGY, LLC

By: 
Name: Christopher Tedford
Title: Chief Financial Officer

ZACK DARLING CREATIVE ASSOCIATES, LLC

By: _____
Name: Zack Darling
Title: Manager

IN WITNESS WHEREOF, each Assignor has caused this Assignment of Security Interest to be duly executed by its respective officer thereunto duly authorized as of August 21, 2019.

KUSHCO HOLDINGS, INC.

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

KIM INTERNATIONAL CORPORATION

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

KBCMP, INC.

By: _____
Name: Nicholas Kovacevich
Title: Secretary

CMP WELLNESS, LLC

By: _____
Name: Nicholas Kovacevich
Title: Secretary

KUSH ENERGY, LLC

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

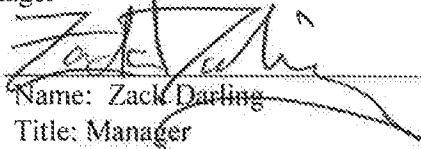
ZACK DARLING CREATIVE ASSOCIATES, LLC

By:  _____
Name: Zack Darling
Title: Manager

[Signature Page to Assignment of Security Interests – Patents]

THE HYBRID CREATIVE LLC

By: Zack Darling Creative Associates, LLC, its
Manager

By: 
Name: Zack Darling
Title: Manager

KCH DISTRIBUTION INC.

By: _____
Name: _____
Title: _____

KUSH SUPPLY CO. LLC

By: KushCo Holdings, Inc., its Manager

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

CELERITAS INDUSTRIES, LLC

By: KushCo Holdings, Inc., its Manager

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

KOLETO INNOVATIONS LLC

By: KushCo Holdings, Inc., its Manager

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

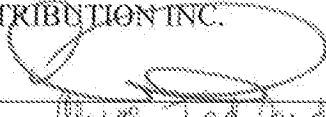
[Signature Page to Assignment of Security Interests -- Trademarks]

THE HYBRID CREATIVE LLC

By: Zack Darling Creative Associates, LLC, its
Manager

By: _____
Name: Zack Darling
Title: Manager

KCH DISTRIBUTION INC.

By: _____
Name:  Chris Tedford
Title: CEO

KUSH SUPPLY CO. LLC

By: KushCo Holdings, Inc., its Manager

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

CELERITAS INDUSTRIES, LLC

By: KushCo Holdings, Inc., its Manager

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

KOLETO INNOVATIONS LLC

By: KushCo Holdings, Inc., its Manager

By: _____
Name: Christopher Tedford
Title: Chief Financial Officer

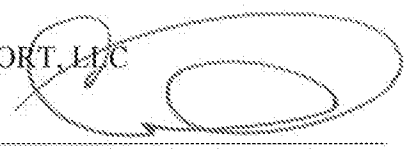
[Signature Page to Assignment of Security Interests -- Trademarks]

TRADEMARK
REEL: 006726 FRAME: 0180

BETAPORT, LLC


By: _____

Name: Christopher Tedford
Title: Chief Financial Officer




A handwritten signature in black ink, appearing to read "Christopher Tedford", is written over a horizontal line. The signature is somewhat stylized and loops back.

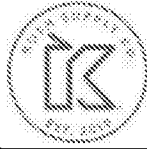




SCHEDULE A


Registered Trademarks

Title	Owner of Record	Country	UZ Ref	Status	Filing Date	Appl. No.	Reg. Date	Reg. No.
	KIM International Corporation	United States	103118.0003US	Issued	2/13/2016	86907248	4/4/2017	5177856
KUSH BOTTLES	KIM International Corporation	United States	103118.0004US	Issued	3/10/2014	86216608	11/24/2015	4860381
KUSH BOTTLES	KIM International Corporation	United States	103118.0005US	Issued	3/10/2014	86216615	2/3/2015	4683017

Trademark Applications

Title	Owner of Record	Country	UZ Ref	Status	Filing Date	Appl. No.	Reg. Date	Reg. No.
KUSH SUPPLY CO (classes 16, 21, 25)	KIM International Corporation	European Union	103118.0025EU	Pending	4/30/2019	18057772	N/A	N/A
KUSH SUPPLY CO (classes 16, 21, 25)	KIM International Corporation	United Kingdom	103118.0025GB	Pending	4/30/2019	UK00003395938	N/A	N/A
TIGRIS	KushCo Holdings, Inc.	United States	N/A	Pending	1/15/2019	88262659	N/A	N/A
	KushCo Holdings, Inc.	United States	N/A	Pending	12/4/2018	88216642	N/A	N/A
	KushCo Holdings, Inc.	United States	N/A	Pending	12/4/2018	88216639	N/A	N/A
SUNDAZE	KushCo Holdings, Inc.	United States	N/A	Pending	12/4/2018	88216626	N/A	N/A
	KIM International Corporation	Canada	103118.0003CA	Pending	1/15/2019	1940788	N/A	N/A
KUSH SUPPLY CO	KIM International Corporation	Canada	103118.0025CA	Pending	1/15/2019	1940792	N/A	N/A

KUSH SUPPLY CO (classes 16, 21, 25)	KIM International Corporation	China	103118.0025CN	Pending	4/30/2019	37903049 – class 16 37903048 – class 21 37903047 – class 25	N/A	N/A
KUSH SUPPLY CO (classes 16, 21, 25)	KIM International Corporation	Colombia	103118.0025CO	Pending	4/30/2019	SD2019-0035777	N/A	N/A
KUSH SUPPLY CO (classes 16, 21, 25)	KIM International Corporation	United States	103118.0025US	Pending	10/31/2018	88177016	N/A	N/A
KUSH SUPPLY CO (class 34)	KIM International Corporation	United States	103118.0026US	Pending	10/31/2018	88177019	N/A	N/A
	KIM International Corporation	Canada	103118.0027CA	Pending	1/15/2019	1940800	N/A	N/A
KUSH SUPPLY CO. EST. 2010 (logo)	KIM International Corporation	United States	103118.0027US	Pending	10/31/2018	88177020	N/A	N/A
KUSH SUPPLY CO. EST. 2010 + design	KIM International Corporation	United States	103118.0028US	Pending	10/31/2018	88177021	N/A	N/A
	KIM International Corporation	Canada	103118.0029CA	Pending	1/15/2019	1940816	N/A	N/A
POWERED BY KUSH ENERGY QUALITY SOLVENTS SAFETY	KIM International Corporation	United States	103118.0029US	Pending	12/4/2018	88216121	N/A	N/A
KUSH ENERGY	KIM International Corporation	Canada	103118.0030CA	Pending	1/15/2019	1940810	N/A	N/A
KUSH ENERGY	KIM International Corporation	United States	103118.0030US	Pending	12/4/2018	88216126	N/A	N/A
	KushCo Holdings, Inc.	Canada	103118.0031CA	Pending	6/18/2019	1971478	N/A	N/A
	KushCo Holdings, Inc.	United States	103118.0031US	Pending	12/18/2018	88234250	N/A	N/A
	KushCo Holdings, Inc.	Canada	103118.0032CA	Pending	6/18/2019	1971477	N/A	N/A

K KUSHCO HOLDINGS + design	KushCo Holdings, Inc.	United States	103118.0032US	Pending	12/18/2018	88234225	N/A	N/A
KOLETO INNOVATIONS	Koleto Innovations LLC	United States	103118.0051US	Pending	5/10/2019	88424727	N/A	N/A
KOLETO INNOVATIONS (design)	Koleto Innovations LLC	United States	103118.0052US	Pending	6/5/2019	88460772	N/A	N/A
	Koleto Innovations LLC	United States	103118.0053US	Pending	6/5/2019	88460790	N/A	N/A
SURA MIO	Koleto Innovations LLC	United States	103118.0057US	Pending	8/9/2019	88573140	N/A	N/A
<i>sura mio solutions</i>	Koleto Innovations LLC	United States	103118.0058US	Pending	8/9/2019	88573161	N/A	N/A
KUSH VERIFY	Koleto Innovations LLC	United States	103118.0059US	Pending	8/9/2019	88573169	N/A	N/A