

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM615563

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
UPPER90 CAPITAL MANAGEMENT, LP, as Administrative Agent	FORMERLY Upper90 Capital Management, LLC	12/18/2020	Limited Partnership:
RECEIVING PARTY DATA			
Name:	3 Thrasio Three, Inc.		
Street Address:	85 West Street		
Internal Address:	Floor 3		
City:	Walpole		
State/Country:	MASSACHUSETTS		
Postal Code:	02081		
Entity Type:	Corporation: MASSACHUSETTS		
Name:	5 Thrasio Five, Inc.		
Street Address:	85 West Street		
Internal Address:	Floor 3		
City:	Walpole		
State/Country:	MASSACHUSETTS		
Postal Code:	02081		
Entity Type:	Corporation: MASSACHUSETTS		
Name:	6 Thrasio Six, Inc.		
Street Address:	85 West Street		
Internal Address:	Floor 3		
City:	Walpole		
State/Country:	MASSACHUSETTS		
Postal Code:	02081		
Entity Type:	Corporation: DELAWARE		
Name:	7 Thrasio Seven, Inc.		
Street Address:	85 West Street		
Internal Address:	Floor 3		
City:	Walpole		
State/Country:	MASSACHUSETTS		
Postal Code:	02081		
TRADEMARK			

Entity Type:	Corporation: MASSACHUSETTS
Name:	8 Thrasio Eight, Inc.
Street Address:	85 West Street
Internal Address:	Floor 3
City:	Walpole
State/Country:	MASSACHUSETTS
Postal Code:	02081
Entity Type:	Corporation: DELAWARE
Name:	9 Thrasio Nine, Inc.
Street Address:	85 West Street
City:	Walpole
State/Country:	MASSACHUSETTS
Postal Code:	02081
Entity Type:	Corporation: MASSACHUSETTS
Name:	10 Thrasio Ten, Inc.
Street Address:	85 West Street
Internal Address:	Floor 3
City:	Walpole
State/Country:	MASSACHUSETTS
Postal Code:	02081
Entity Type:	Corporation: DELAWARE
Name:	11 Thrasio Eleven, Inc.
Street Address:	85 West Street
Internal Address:	Floor 3
City:	walpole
State/Country:	MASSACHUSETTS
Postal Code:	02081
Entity Type:	Corporation: DELAWARE
Name:	12 Thrasio Twelve, Inc.
Street Address:	85 West Street
Internal Address:	Floor 3
City:	walpole
State/Country:	MASSACHUSETTS
Postal Code:	02081
Entity Type:	Corporation: DELAWARE
Name:	Penthe Company
Street Address:	85 West Street
Internal Address:	Floor 3
City:	walpole

TRADEMARK

REEL: 007140 FRAME: 0594

State/Country:	MASSACHUSETTS
Postal Code:	02081
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	5541901	KISS ME I'M ORGANIC
Registration Number:	4703291	KISS ME ORGANICS
Registration Number:	5649245	KISS ME ORGANICS
Registration Number:	5526389	EEZ-Y
Registration Number:	5547494	EEZ-Y
Registration Number:	5150581	BIKEROO
Registration Number:	5337995	DRIVE AUTO PRODUCTS
Registration Number:	5283682	BITLY
Registration Number:	5669564	DARK IRON FITNESS
Registration Number:	5674284	DARK IRON FITNESS
Registration Number:	5040693	ULTRABLOCK
Registration Number:	5026684	WILLOW & EVERETT
Registration Number:	3852886	YARDSTASH
Serial Number:	87219909	DRIVE
Serial Number:	88385790	VIVALIFE
Serial Number:	88477492	PRESENT-TEA
Serial Number:	88482042	THE KNOWLEDGEABLE GNOME

CORRESPONDENCE DATA

Fax Number: 2123108007
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: 2123108000
Email: juan.arias@weil.com
Correspondent Name: Linda Oh
Address Line 1: Weil, Gotshal & Manges LLP
Address Line 2: 767 Fifth Avenue
Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	Linda Oh- 77555.0003
NAME OF SUBMITTER:	Linda Oh
SIGNATURE:	/Linda Oh/
DATE SIGNED:	12/18/2020

Total Attachments: 3

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RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY** (the “Release”) is made as of December 18, 2020, by **UPPER90 CAPITAL MANAGEMENT, LP (f/k/a Upper90 Capital Management, LLC)**, as Administrative Agent (in such capacity, the “Administrative Agent”), in favor of the respective Grantors listed on Exhibit A hereto (the “Grantors”).

W I T N E S S E T H

WHEREAS, pursuant to (i) that certain Credit and Security Agreement, dated as of November 29, 2018 (the “Credit and Security Agreement”), by and among the Grantors, the other grantors party thereto and the Administrative Agent, and (ii) that certain Intellectual Property Security Agreement, dated as of August 6, 2019, by and among the Grantors and the Administrative Agent (the “Intellectual Property Security Agreement”; all capitalized terms used herein but not otherwise defined shall have the meanings set forth in the Intellectual Property Security Agreement), the Grantors granted the Administrative Agent a security interest in all of the Grantors’ right, title and interest in, to and under the Trademarks (as that term is defined in the Intellectual Property Security Agreement) of the Grantors, including those trademarks identified on Schedule A attached hereto (the “IP Security Interest”);

WHEREAS, the Intellectual Property Security Agreement was recorded with the United States Patent and Trademark Office on August 15, 2019 at Reel 6721, Frame 0584;

WHEREAS, the Grantors have satisfied in full the terms of the Credit and Security Agreement and Intellectual Property Security Agreement and requests a release of the IP Security Interest; and

WHEREAS, the Administrative Agent, on behalf of itself and the Secured Parties, desires to terminate and grant a release of the IP Security Interest as provided in this Release.

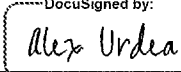
NOW THEREFORE, for good and valuable consideration previously tendered by the Grantors, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent, on behalf of itself and the Secured Parties, does hereby agree as follows:

1. The Administrative Agent hereby (a) terminates the Intellectual Property Security Agreement, (b) releases, relinquishes, terminates and discharges the IP Security Interest in its entirety and (c) reassigns to the Grantors any and all right, title and interest of any nature whatsoever which it may hold in or to the any of the Trademarks (including, without limitation, the trademarks identified on Schedule A attached hereto) and associated common law rights and goodwill appurtenant thereto.
2. The Administrative Agent, on behalf of itself and the Secured Parties, authorizes the United States Patent and Trademark Office and any other applicable governmental authority to record this Release.
3. At the request and sole expense of the Grantors, the Administrative Agent, on behalf of itself and the Secured Parties, agrees to execute, acknowledge and deliver all such further instruments and to take all such further actions necessary to carry out the purposes of this Release.
4. This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[Signature page follows]

IN TESTIMONY WHEREOF, the Administrative Agent has executed this Release by its proper officers thereunto duly authorized.

UPPER90 CAPITAL MANAGEMENT, LP, as
Administrative Agent

By:  _____
CF47EEAD9925496...

Name: Alex Urdea
Title: Managing Partner

Schedule A

U.S. Trademark Registrations:

Grantor	Mark	Registration No.
3 Thrasio Three, Inc.	KISS ME I'M ORGANIC	5541901
3 Thrasio Three, Inc.	KISS ME ORGANICS	4703291
3 Thrasio Three, Inc.	KISS ME ORGANICS	5649245
5 Thrasio Five, Inc.	EEZ-Y	5526389
5 Thrasio Five, Inc.	EEZ-Y and Design	5547494
6 Thrasio Six, Inc.	Registered Word Mark - "BIKEROO"	5150581
7 Thrasio Seven, Inc.	Registered Word Mark - "DRIVE AUTO PRODUCTS"	5337995
7 Thrasio Seven, Inc.	DRIVE AUTO PRODUCTS	5337995
8 Thrasio Eight, Inc.	Registered Word Mark - "BITLY"	5283682
9 Thrasio Nine, Inc.	Registered Word Mark - "DARK IRON FITNESS"	5669564
9 Thrasio Nine, Inc.	Registered Trade Mark - DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS	5674284
10 Thrasio Ten, Inc.	Registered Word Mark - "ULTRABLOCK"	5040693
11 Thrasio Eleven, Inc.	WILLOW & EVERETT	5026684
12 Thrasio Twelve, Inc.	Registered Word Mark - "YardStash"	3852886

U.S. Trademark Applications:

Grantor	Mark	Serial No.
7 Thrasio Seven, Inc.	Registered Trade Mark - DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS	87219909
11 Thrasio Eleven, Inc.	VIVALIFE	88385790
Penthe Company	PRESENT-TEA	88477492
Penthe Company	THE KNOWLEDGEABLE GNOME	88482042