

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM623172

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment for Security - Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Motiv Power Systems, Inc.		12/31/2020	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Crescent Cove Opportunity Lending, LLC		
Street Address:	530 Bush Street, Suite 703		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94108		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	4944338	MOTIV	
Registration Number:	5748512	EPIC	
Registration Number:	5748513	EPIC	
Registration Number:	5836463	ELECTRIC POWERED INTELLIGENT CHASSIS	
Registration Number:	5590440	ABC ADAPTIVE BATTERY CONTROLLER	
Serial Number:	88775284	POWERED BY MOTIV	
Serial Number:	90319289	IT'S INEVITABLE	
Serial Number:	90319291	ELECTRIFIED BY MOTIV	
Serial Number:	90319285	MOTIV	
Serial Number:	90319015	M	
Serial Number:	90318991	MOTIV POWER SYSTEMS	
CORRESPONDENCE DATA			
Fax Number:	2027393001		
<i>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.</i>			
Phone:	2027395866		
Email:	felicia.gordon@morganlewis.com		
Correspondent Name:	Morgan, Lewis & Bockius LLP		
Address Line 1:	1111 Pennsylvania Avenue, NW		
Address Line 2:	Attn: TMSU		

CH \$290.00 4944338

Address Line 4:	Washington, D.C. 20004
ATTORNEY DOCKET NUMBER:	115972.01.0015
NAME OF SUBMITTER:	Felicia D. Gordon
SIGNATURE:	/Felicia D. Gordon/
DATE SIGNED:	01/29/2021
Total Attachments: 3 source=Assignment for Security - Trademarks - Motiv#page1.tif source=Assignment for Security - Trademarks - Motiv#page2.tif source=Assignment for Security - Trademarks - Motiv#page3.tif	

ASSIGNMENT FOR SECURITY - TRADEMARKS

WHEREAS, Motiv Power Systems, Inc., a Delaware corporation (the “Assignor”) has 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, the Assignor has entered into a Security Agreement, dated as of December 31, 2020 (as amended, restated, supplemented, modified or otherwise changed from time to time, the “Security Agreement”), in favor of Crescent Cove Opportunity Lending, LLC, a Delaware limited liability company, as Collateral Agent (in such capacity, together with its successors and assigns, if any, the “Assignee”); and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee a continuing security interest in all right, title and interest of the Assignor 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 Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The 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.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of December 31, 2020.

MOTIV POWER SYSTEMS, INC.


By: _____

Name: Matt O'Leary

Title: Chairman and Chief Executive Officer

SCHEDULE A TO ASSIGNMENT FOR SECURITY

Trademark Registrations/Applications

Designator	Trademark	Status	Registration No.	Registration Date
T01		Registered	4944338	April 26, 2016
T02	EPIC	Registered	5748512	May 14, 2019
T03		Registered	5748513	May 14, 2019
T04	ELECTRIC POWERED INTELLIGENT CHASSIS	Registered	5836463	Aug. 13, 2019
T05		Registered	5590440	Oct. 23, 2018
T06	Powered by Motiv	Pending	88775284	
T07	AdaptEV	Pending	88775282	
T08	it's inevitable	Pending	90319289	
T09	Electrified by Motiv	Pending	90319291	
T10	Motiv	Pending	90319285	
T11		Pending	90319015	
T12	Motiv Power Systems	Pending	90318991	