

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM688440

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ML Genius Holdings, LLC		11/10/2021	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	MGG California LLC, as Collateral Agent		
Street Address:	One Penn Plaza, 53rd Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10119		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 38			
Property Type	Number	Word Mark	
Registration Number:	4775562	GENIUS	
Registration Number:	4775564	GENIUS	
Registration Number:	4775563	GENIUS	
Registration Number:	4775565	GENIUS	
Registration Number:	4775561	RAP GENIUS	
Registration Number:	4052470	RAP GENIUS	
Registration Number:	5048868	G	
Registration Number:	5048864	G	
Registration Number:	5048867	G	
Registration Number:	5048869	G	
Registration Number:	5586248	IQ/BBQ	
Registration Number:	5586301	VERIFIED	
Registration Number:	5586302	VERIFIED GENIUS	
Registration Number:	5605672	BEHIND THE LYRICS	
Registration Number:	5606829	GENIUS NEWS	
Registration Number:	5606830	LYRICS TO LIFE	
Registration Number:	4794639	ANNOTATE THE WORLD.	
Registration Number:	4803156	ANNOTATE THE WORLD.	
Registration Number:	4775597	HISTORY GENIUS	
TRADEMARK			

CH \$965.00 4775562

Property Type	Number	Word Mark
Registration Number:	4775598	HISTORY GENIUS
Registration Number:	4784624	LAW GENIUS
Registration Number:	4784625	LAW GENIUS
Registration Number:	4775596	LIT GENIUS
Registration Number:	4775595	LIT GENIUS
Registration Number:	4780449	META GENIUS
Registration Number:	4780448	META GENIUS
Registration Number:	4775599	POP GENIUS
Registration Number:	4784541	POP GENIUS
Registration Number:	4784544	POWERED BY GENIUS
Registration Number:	4784545	POWERED BY GENIUS
Registration Number:	4775560	ROCK GENIUS
Registration Number:	4775559	ROCK GENIUS
Registration Number:	4784543	SCREEN GENIUS
Registration Number:	4784542	SCREEN GENIUS
Registration Number:	4775601	SPORTS GENIUS
Registration Number:	4775600	SPORTS GENIUS
Registration Number:	4780431	X GENIUS
Registration Number:	4780432	X GENIUS

CORRESPONDENCE DATA

Fax Number: 6175269899

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: 6175269628

Email: cslattery@proskauer.com

Correspondent Name: Christine Slattery

Address Line 1: Proskauer Rose LLP

Address Line 2: One International Place, 23rd Floor

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	47057.043
NAME OF SUBMITTER:	Christine Slattery
SIGNATURE:	/Christine Slattery/
DATE SIGNED:	11/16/2021

Total Attachments: 4

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ASSIGNMENT FOR SECURITY - - TRADEMARKS

WHEREAS, ML Genius Holdings, LLC (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 Pledge and Security Agreement, dated September 13, 2021 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of MGG California LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Assignee"); and

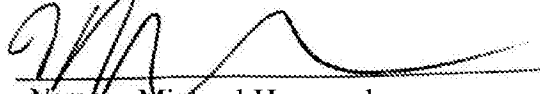
WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Secured Parties (as defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, 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 and the Secured Parties 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 November 10, 2021.

ML GENIUS HOLDINGS, LLC

By: 
Name: Michael Heyward
Title: Chief Executive Officer

SCHEDULE A TO ASSIGNMENT FOR SECURITY

Trademarks and Trademark Applications

Owned by ML GENIUS HOLDINGS, LLC

Mark	Jurisdiction	Owner Name	Registration Number
GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775562
GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775564
GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775563
GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775565
RAP GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775561
RAP GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4052470
G	U.S.	ML GENIUS HOLDINGS, LLC	5048868
G	U.S.	ML GENIUS HOLDINGS, LLC	5048864
G	U.S.	ML GENIUS HOLDINGS, LLC	5048867
G	U.S.	ML GENIUS HOLDINGS, LLC	5048869
IQ/BBQ	U.S.	ML GENIUS HOLDINGS, LLC	5586248
VERIFIED	U.S.	ML GENIUS HOLDINGS, LLC	5586301
VERIFIED GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	5586302
BEHIND THE LYRICS	U.S.	ML GENIUS HOLDINGS, LLC	5605672
GENIUS NEWS	U.S.	ML GENIUS HOLDINGS, LLC	5606829
LYRICS TO LIFE	U.S.	ML GENIUS HOLDINGS, LLC	5606830
ANNOTATE THE WORLD.	U.S.	ML GENIUS HOLDINGS, LLC	4794639

ANNOTATE THE WORLD.	U.S.	ML GENIUS HOLDINGS, LLC	4803156
HISTORY GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775597
HISTORY GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775598
LAW GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4784624
LAW GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4784625
LIT GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775596
LIT GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775595
META GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4780449
META GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4780448
POP GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775599
POP GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4784541
POWERED BY GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4784544
POWERED BY GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4784545
ROCK GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775560
ROCK GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775559
SCREEN GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4784543
SCREEN GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4784542
SPORTS GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775601
SPORTS GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4775600
X GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4780431
X GENIUS	U.S.	ML GENIUS HOLDINGS, LLC	4780432