

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4402274

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECOND LIEN PATENT SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
HARRIS IT SERVICES CORPORATION	04/28/2017

RECEIVING PARTY DATA

Name:	HPS INVESTMENT PARTNERS, LLC
Street Address:	40 WEST 57TH STREET
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10019

PROPERTY NUMBERS Total: 66

Property Type	Number
Patent Number:	8010502
Patent Number:	8572133
Patent Number:	9363160
Patent Number:	8843628
Patent Number:	6014628
Patent Number:	6048366
Patent Number:	6256602
Patent Number:	6813596
Patent Number:	9195808
Patent Number:	9069751
Patent Number:	8259381
Patent Number:	8054462
Patent Number:	8586371
Patent Number:	7236923
Patent Number:	6976911
Patent Number:	7240338
Patent Number:	7277570
Patent Number:	7490537
Patent Number:	7239463
Patent Number:	8000373

PATENT

Property Type	Number
Patent Number:	7829345
Patent Number:	8054070
Patent Number:	8381290
Patent Number:	7127372
Patent Number:	7954359
Patent Number:	7587141
Patent Number:	7609972
Patent Number:	7583378
Patent Number:	7584521
Patent Number:	7724788
Patent Number:	7136205
Patent Number:	7366618
Patent Number:	7620532
Patent Number:	7610184
Patent Number:	7684972
Patent Number:	7318565
Patent Number:	8086396
Patent Number:	8160809
Patent Number:	7796251
Patent Number:	7665663
Patent Number:	7511809
Patent Number:	7383129
Patent Number:	8374832
Patent Number:	7333190
Patent Number:	8306780
Patent Number:	7636154
Patent Number:	7359040
Patent Number:	7545490
Patent Number:	7502693
Patent Number:	8373962
Patent Number:	8751209
Patent Number:	8463556
Patent Number:	8045752
Patent Number:	8159662
Patent Number:	7760352
Patent Number:	8056953
Patent Number:	7933013
Patent Number:	9256713

Property Type	Number
Patent Number:	8665433
Patent Number:	8730566
Patent Number:	8576382
Patent Number:	8922560
Patent Number:	8832774
Patent Number:	8645866
Application Number:	12752464
Application Number:	14850461

CORRESPONDENCE DATA

Fax Number: (212)751-4864

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: 212-906-1216

Email: angela.amaru@lw.com

Correspondent Name: LATHAM & WATKINS LLP C/O ANGELA M. AMARU

Address Line 1: 885 THIRD AVENUE

Address Line 2: SUITE 1000

Address Line 4: NEW YORK, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 050485-0038

NAME OF SUBMITTER: ANGELA M. AMARU

SIGNATURE: /S/ Angela M. Amaru

DATE SIGNED: 05/08/2017

Total Attachments: 11

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Second Lien Patent Security Agreement

Second Lien Patent Security Agreement, dated as of April 28, 2017, by HARRIS IT SERVICES CORPORATION (the “Pledgor”), in favor of HPS INVESTMENT PARTNERS, LLC, in its capacity as collateral agent pursuant to the Note Purchase Agreement (in such capacity, the “Collateral Agent”).

WITNESSETH:

WHEREAS, pursuant to the Second Lien Note Purchase Agreement, dated as of April 28, 2017 (as the same may be amended, restated, amended and restated, extended, refinanced, supplemented or otherwise modified from time to time, the “Note Purchase Agreement”) among MHVC ACQUISITION CORP., a Delaware corporation, MHVC HOLDING CORP., a Delaware corporation, the Subsidiary Guarantors (such term and each other capitalized term used but not defined herein having the meaning given to it in Article I), each of the Purchasers listed on Schedule 1.01(a) (together with any other Person who from time to time is a holder of any Notes, the “Purchasers”), HPS Investment Partners, LLC, as administrative agent for the Purchasers and as collateral agent for the Secured Parties (as defined in the Second Lien Note Purchase Agreement), the Purchasers have severally agreed to purchase the Notes upon the terms and subject to the conditions set forth therein;

WHEREAS, the Pledgor is party to a Second Lien Security Agreement of even date herewith (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) in favor of the Collateral Agent pursuant to which the Pledgor is required to execute and deliver this Second Lien Patent Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Note Purchase Agreement, the Pledgor hereby agrees with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Patent Collateral. As collateral security for the payment and performance in full of all the Secured Obligations, the Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest, subject in priority only to the first priority security interest in favor of the First Lien Collateral Agent in accordance with the Intercreditor Agreement and to Permitted Liens, in all of the right, title and interest of the Pledgor in, to and under the following Pledged Collateral of the Pledgor (collectively, “Patent Collateral”):

- (a) Patents of the Pledgor, including those listed on Schedule I attached hereto; and
- (b) all Proceeds of any and all of the foregoing; in each case of the foregoing clauses (a) and (b), other than Excluded Property.

SECTION 3. Security Agreement. Subject to the terms of the Intercreditor Agreement, the security interest granted pursuant to this Second Lien Patent Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and the Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interest in the Patent Collateral made and granted hereby are more fully set forth in

the Security Agreement. In the event that any provision of this Second Lien Patent Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Termination. Upon the payment in full of the Secured Obligations and termination of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Patent Collateral under this Second Lien Patent Security Agreement.

SECTION 5. Counterparts. This Second Lien Patent Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Second Lien Patent Security Agreement by signing and delivering one or more counterparts.

SECTION 6. Governing Law. This Second Lien Patent Security Agreement and the transactions contemplated hereby, and all disputes between the parties under or relating to this Second Lien Patent Security Agreement or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

SECTION 7. Intercreditor Agreement Governs. Notwithstanding anything herein to the contrary (other than with respect to Section 2.1 of the Security Agreement), (i) the liens and security interests granted to the Collateral Agent pursuant to this Second Lien Patent Security Agreement are expressly subject and subordinate to the liens and security interests granted in favor of the Senior Priority Secured Parties (as defined in the Intercreditor Agreement), including liens and security interests granted to Macquarie Capital Funding LLC, as collateral agent, pursuant to or in connection with the First Lien Credit Agreement and (ii) the exercise of any right or remedy by the Collateral Agent or any other secured party hereunder is subject to the limitations and provisions of the Intercreditor Agreement. In the event of any conflict between the terms of the Intercreditor Agreement and the terms of this Second Lien Patent Security Agreement (other than with respect to Section 2.1 of the Security Agreement), the terms of the Intercreditor Agreement shall govern and control.

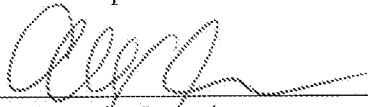
[signature page follows]

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

Very truly yours,

Harris IT Services Corporation

By: _____


Name: Alexander S. Andrusyszyn
Title: Treasurer and Secretary

Accepted and Agreed:

HPS INVESTMENT PARTNERS, LLC,
as Second Lien Collateral Agent

By: 

Name:

Title: **MARK RUBENSTEIN**
Managing Director

[Signature Page to Second Lien Patent Security Agreement]

PATENT
REEL: 042419 FRAME: 0801

SCHEDULE I
to
SECOND LIEN PATENT SECURITY AGREEMENT
PATENT REGISTRATIONS AND PATENT APPLICATIONS

PATENTS:

Patent	Jurisdiction	App. No.	Filing Date	Patent No.	Status	Owner¹
METHODS AND SYSTEMS FOR DATA RECOVERY	United States	12/101576	11-Apr-2008	8010502	Granted	Harris IT Services Corporation
SYSTEM FOR IDENTIFYING A SELECTED TARGET IN A GEOGRAPHIC MODEL AND ASSOCIATED METHODS	United States	12/748816	29-Mar-2010	8572133	Granted	Harris IT Services Corporation
SYSTEM AND METHOD FOR MANAGING A MARKETING CAMPAIGN	United States	12/752464	01-Apr-2010	N/A	Published	Harris IT Services Corporation
SYSTEM AND METHOD FOR PROVISIONING AND MANAGING NETWORK ACCESS AND CONNECTIVITY	United States	12/750918	31-Mar-2010	9363160	Granted	Harris IT Services Corporation
SYSTEM AND METHOD OF CAPACITY MANAGEMENT FOR PROVISIONING AND MANAGING NETWORK ACCESS AND CONNECTIVITY	United States	12/873005	31-Aug-2010	8843628	Granted	Harris IT Services Corporation
METHOD AND SYSTEM FOR TRACKING ANY ENTITY THROUGH ANY SET OF PROCESSES UTILIZING A TEMPORAL	United States	09/135389	17-Aug-1998	6014628	Granted	Harris IT Services Corporation

¹ Harris IT Services Corporation is the beneficial owner of the respective patents, and record ownership updates are pending.

Patent	Jurisdiction	App. No.	Filing Date	Patent No.	Status	Owner ¹
PROJECTION						
SATELLITE SIMULATOR	United States	09/178713	26-Oct-1998	6048366	Granted	Harris IT Services Corporation
SATELLITE SIMULATOR DEVELOPMENT TOOL	United States	09/537055	28-Mar-00	6256602	Granted	Harris IT Services Corporation
METHOD FOR GENERATING A HIGH FIDELITY SIMULATION OF AN ORBITING SATELLITE TELEMETRY STREAM	United States	09/828360	6-Apr-01	6813596	Granted	Harris IT Services Corporation
Systems and Methods for Proactive Document Scanning	United States	12/509521	27-Jul-2009	9195808	Granted	Harris IT Services Corporation
Systems and Methods for Managing Document Pedigrees*	United States	12/506494	21-Jul-2009	9069751	Granted	Harris IT Services Corporation
Phase-Change materials and optical limiting devices utilizing phase-change materials	United States	12/479311	05-Jun-2009	8259381	Granted	Harris IT Services Corporation and Vanderbilt University
Quantum Efficiency Enhancement Device for Array Detectors	United States	12/638231	15-Dec-2009	8054462	Granted	Harris IT Services Corporation
Optical Sensors Including Surface Modified Phase-Change Materials for Detection of Chemical, Biological and Explosive Compounds	United States	12/712048	24-Feb-2010	8586371	Granted	Harris IT Services Corporation and Vanderbilt University
Acronym Extraction System and Method of Identifying Acronyms and Extracting Corresponding Expansions from Text	United States	10/212914	07-Aug-2002	7236923	Granted	Harris IT Services Corporation
Method and Apparatus for Filtering Airborne Contaminants	United States	10/419789	22-Apr-2003	6976911	Granted	Harris IT Services Corporation
Computer Language Translation System and Method of Converting	United States	10/446725	29-May-2003	7240338	Granted	Harris IT Services Corporation

Patent	Jurisdiction	App. No.	Filing Date	Patent No.	Status	Owner ¹
Procedural Computer Language Software to Object-Oriented Computer Language Software						
Method and Apparatus for Witness Card Statistical Analysis Using Image Processing Techniques	United States	10/778085	17-Feb-2004	7277570	Granted	Harris IT Services Corporation
Suppression Apparatus for Explosive Devices*	United States	10/917,295	13-Aug-2004	7490537	Granted	Harris IT Services Corporation
Prism Device and Combined Optical and Radio Frequency Beam Steering System	United States	11/072641	07-Mar-2005	7239463	Granted	Harris IT Services Corporation
Methods and Apparatus for Generating RGB Laser Light	United States	12/059277	31-Mar-2008	8000373	Granted	Harris IT Services Corporation
Remote Detection of Peroxide Compounds Via Laser Induced Florescence	United States	12/329045	05-Dec-2008	7829345	Granted	Harris IT Services Corporation
Nanomagnet-based Magnetic Anomaly Detector (NOMAD)	United States	12/328065	04-Dec-2008	8054070	Granted	Harris IT Services Corporation
Intrusion Detection Systems and Methods	United States	12/504766	17-Jul-2009	8381290	Granted	Harris IT Services Corporation
Retro-Regression Residual Remediation for Spectral/Signal Identification	United States	11/064290	24-Feb-2005	7127372	Granted	Harris IT Services Corporation
Method and Apparatus for Impact Detection and Prioritization of Impact Information Transmitted to a Receiving Station*	United States	11/154691	17-Jun-2005	7954359	Granted	Harris IT Services Corporation
Communication Transceiver Architecture	United States	11/194740	02-Aug-2005	7587141	Granted	Harris IT Services Corporation
Acquisition Pointing and Tracking Architecture for Laser Communication*	United States	11/194741	02-Aug-2005	7609972	Granted	Harris IT Services Corporation
Spectrograph	United	11/418107	05-May-	7583378	Granted	Harris IT Services

Patent	Jurisdiction	App. No.	Filing Date	Patent No.	Status	Owner ¹
Calibration Using Known Light Source and Raman Scattering*	States		2006			Corporation
Dust Mitigation and Surface Cleaning System for Maintaining a Surface Free from Dust and Other Materials*	United States	11/312489	21-Dec-2005	7584521	Granted	Harris IT Services Corporation
Wavelength-Agile Laser Transmitter Using Optical Parametric Oscillator	United States	12/055385	26-Mar-2008	7724788	Granted	Harris IT Services Corporation
Volume-Phase Holographic Diffraction Grating Optimized for the Ultraviolet Spectral Region	United States	11/255955	24-Oct-2005	7136205	Granted	Harris IT Services Corporation
Database System and Method for Analyzing and Associating Observable Data with Substances, Equipment, and Processes	United States	11/315098	23-Dec-2005	7366618	Granted	Harris IT Services Corporation
Object Discretization to Particles for Computer Simulation and Analysis*	United States	11/336860	23-Jan-2006	7620532	Granted	Harris IT Services Corporation
Sector Meshing and Neighbor Searching for Object Interaction Simulation*	United States	11/336885	23-Jan-2006	7610184	Granted	Harris IT Services Corporation
Termination Assessment of a Computer Simulation*	United States	11/336859	23-Jan-2006	7684972	Granted	Harris IT Services Corporation
Electric Motor Assisted Takeoff Device for an Air Vehicle	United States	11/304535	16-Dec-2005	7318565	Granted	Harris IT Services Corporation
Close-Spaced Leader-Follower Navigation Using Control Mimic	United States	11/634986	07-Dec-2006	8086396	Granted	Harris IT Services Corporation
Close-Spaced Leader-Follower Navigation Using Control Mimic	United States	13/116095	26-May-2011	8160809	Granted	Harris IT Services Corporation
Methods, Apparatus	United	11/688434	20-Mar-	7796251	Granted	Harris IT Services

Patent	Jurisdiction	App. No.	Filing Date	Patent No.	Status	Owner ¹
and System for Rapid and Sensitive Standoff Detection of Surface Contaminants*	States		2007			Corporation
Method and Apparatus for Target Discrimination Within Return Signals	United States	11/481889	07-Jul-2006	7665663	Granted	Harris IT Services Corporation
Air Sampler Module for Enhancing the Detection Capabilities of a Chemical Detection Device or System	United States	11/481885	07-Jul-2006	7511809	Granted	Harris IT Services Corporation
Method and System for Geo-Referencing and Visualization of Detected Contaminant	United States	11/516545	07-Sep-2006	7383129	Granted	Harris IT Services Corporation
Virtual Scene Generator and Probability of Interception System and Method*	United States	11/951679	06-Dec-2007	8374832	Granted	Harris IT Services Corporation
Raman Interrogation of Threat Aerosols (RITA)	United States	11/586497	26-Oct-2006	7333190	Granted	Harris IT Services Corporation
Data Quality and Ancillary Data Checking for Raman Sensor*	United States	12/359589	26-Jan-2009	8306780	Granted	Harris IT Services Corporation
Modular Optical Detection System for Point Airborne and Area Surface Substance Detection*	United States	11/614676	21-Dec-2006	7636154	Granted	Harris IT Services Corporation
Simultaneous Capture of Fluorescence Signature and Raman Signature for Spectroscopy Analysis	United States	11/580051	13-Oct-2006	7359040	Granted	Harris IT Services Corporation
Microscope Flow Cell Apparatus for Raman Analysis of a Liquid	United States	11/526670	26-Sep-2006	7545490	Granted	Harris IT Services Corporation
Spectral Feature-Based Identification of Substances	United States	11/862803	27-Sep-2007	7502693	Granted	Harris IT Services Corporation
Charged Seed Cloud as a Method for	United States	11/838938	15-Aug-2007	8373962	Granted	Harris IT Services Corporation

Patent	Jurisdiction	App. No.	Filing Date	Patent No.	Status	Owner ¹
Increasing Particle Collisions and for Scavenging Airborne Biological Agents and Other Contaminants						
Simulation Cache to Expedite Complex Modeling and Simulation Processes*	United States	11/686170	14-Mar-2007	8751209	Granted	Harris IT Services Corporation
System and Method for Radioisotope Identification	United States	11/847602	30-Aug-2007	8463556	Granted	Harris IT Services Corporation
Systems and Methods for Witness Card Analysis*	United States	11/948182	30-Nov-2007	8045752	Granted	Harris IT Services Corporation
Systems and Methods for Remote Unmanned Raman Spectroscopy	United States	12/235893	23-Sep-2008	8159662	Granted	Harris IT Services Corporation
Dual Pulse Single Event Raman Spectroscopy	United States	12/050590	18-Mar-2008	7760352	Granted	Harris IT Services Corporation
Thermal Barrier System	United States	12/138550	13-Jun-2008	8056953	Granted	Harris IT Services Corporation
Detection of Materials Based on Raman Scattering and Laser-Induced Fluorescence By Deep UV Excitation	United States	12/125961	23-May-2008	7933013	Granted	Harris IT Services Corporation
Library Generation for Detection and Identification of Shielded Radioisotopes	United States	12/106385	21-Apr-2008	9256713	Granted	Harris IT Services Corporation
Standoff Explosives Detector Using Deep UV Raman Spectroscopy	United States	13/150757	01-Jun-2011	8665433	Granted	Harris IT Services Corporation
Grating Based Optical Parametric Oscillator and Method of Dynamically Tuning the Oscillator for Generating Desired Optical Signals	United States	13/050589	17-Mar-2011	8730566	Granted	Harris IT Services Corporation
Method and Apparatus for Controlling Laser Transmissions for Enhanced Safety	United States	13/053664	22-Mar-2011	8576382	Granted	Harris IT Services Corporation

Patent	Jurisdiction	App. No.	Filing Date	Patent No.	Status	Owner ¹
Method and Apparatus for Correlating Simulation Models with Physical Devices Based on Correlation Metrics*	United States	12/826745	30-Jun-2010	8922560	Granted	Harris IT Services Corporation
Dynamic Management of Role Membership*	United States	12/821758	23-Jun-2010	8832774	Granted	Harris IT Services Corporation
Dynamic Icon Overlay System and Method of Producing Dynamic Icon Overlays*	United States	12/825532	29-Jun-2010	8645866	Granted	Harris IT Services Corporation
Aggregate Interference Model and Use Thereof to Evaluate Performance of a Receiver	United States	14/850461	10-Sep-2015	N/A	Pending	Harris IT Services Corporation