

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6176431

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	ASSIGNMENT OF PATENT SECURITY INTERESTS (1ST LIEN)	
SEQUENCE:	1	
CONVEYING PARTY DATA		
Name		Execution Date
BANK OF AMERICA, N.A.		06/22/2020
RECEIVING PARTY DATA		
Name:	WILMINGTON SAVINGS FUND SOCIETY, FSB, AS SUCCESSOR ADMINISTRATIVE AGENT AND SUCCESSOR COLLATERAL AGENT	
Street Address:	500 DELAWARE AVENUE	
City:	WILMINGTON	
State/Country:	DELAWARE	
Postal Code:	19801	
PROPERTY NUMBERS Total: 12		
Property Type	Number	
Patent Number:	7693894	
Patent Number:	7694012	
Patent Number:	7603281	
Patent Number:	10013235	
Patent Number:	9916564	
Patent Number:	D797139	
Patent Number:	D783033	
Patent Number:	7062480	
Patent Number:	7853575	
Application Number:	15374991	
Patent Number:	8972433	
Application Number:	13646200	
CORRESPONDENCE DATA		
Fax Number:	(800)914-4240	
<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:	8007130755	
Email:	james.murray@wolterskluwer.com	
Correspondent Name:	CT CORPORATION	

PATENT

Address Line 1:	4400 EASTON COMMONS WAY
Address Line 2:	SUITE 125
Address Line 4:	COLUMBUS, OHIO 43219

NAME OF SUBMITTER:	DORIS KA
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SIGNATURE:	/Doris Ka/
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DATE SIGNED:	06/29/2020
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Total Attachments: 7

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**RECORDATION FORM COVER SHEET
PATENTS ONLY**

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)

Bank of America, N.A.

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance/Execution Date(s):

Execution Date(s) June 22, 2020

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Joint Research Agreement
☐ Government Interest Assignment
☐ Executive Order 9424, Confirmatory License
☒ Other Assignment of Patent Security Interests (1st Lien)

2. Name and address of receiving party(ies)

Name: Wilmington Savings Fund Society, FSB, as successor
Administrative Agent and successor Collateral Agent
Internal Address: _____

Street Address: 500 Delaware Avenue

City: Wilmington

State: DE

Country: USA Zip: 19801

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application or patent number(s):

☐ This document serves as an Oath/Declaration (37 CFR 1.63).

A. Patent Application No.(s)

See attached Schedule A

B. Patent No.(s)

See attached Schedule A

Additional numbers attached? ☒ Yes ☐ No

5. Name and address to whom correspondence concerning document should be mailed:

Name: Doris Ka, Senior Paralegal (IP)

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3569

Docket Number: 08061.1852 (Project Toro.Travelport)

Email Address: dka@cahill.com

6. Total number of applications and patents involved: ¹²

7. Total fee (37 CFR 1.21(h) & 3.41) \$ _____

- ☐ Authorized to be charged to deposit account
☐ Enclosed
☐ None required (government interest not affecting title)

8. Payment Information

Deposit Account Number _____

Authorized UserName _____

9. Signature:

Doris Ka

Signature

June 29, 2020

Date

Doris Ka

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents:

7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

NOTICE OF SUCCESSION OF AGENCY
Reel/Frame 049368/0703, Reel/Frame 049368/0785 and Reel/Frame 049771/0438

This NOTICE OF SUCCESSION OF AGENCY (this “Notice”), dated as of June 22, 2020 (the “Effective Date”), is executed by BANK OF AMERICA, N.A., in its capacity as resigning Administrative Agent and resigning Collateral Agent under the Credit Agreement (as defined below) (the “Prior Agent”), and WILMINGTON SAVINGS FUND SOCIETY, FSB, in its capacity as successor Administrative Agent and successor Collateral Agent under the Credit Agreement (the “Successor Agent”). Capitalized terms used herein but not otherwise defined shall have the meanings ascribed thereto in the Credit Agreement.

WHEREAS, pursuant to that certain First Lien Credit Agreement, dated as of May 30, 2019, by and among TRAVELPORT FINANCE (LUXEMBOURG) S.À .R. L. (the “Borrower”), Prior Agent and certain other parties thereto (as amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”), the Prior Agent and certain grantor parties identified on the signature page hereto (the “Grantors”) entered into that certain Security Agreement, dated as of May 30, 2019 (the “Security Agreement”), that certain Grant of Security Interest in Patent Rights, dated as of May 30, 2019, in respect of certain patents set forth on Schedule A attached thereto and owned by Travelport, LP, that certain Grant of Security Interest in Patent Rights, dated as of May 30, 2019, in respect of certain patents set forth on Schedule A thereto and owned by Travelport Operations, Inc. and that certain Grant of Security Interest in Patent Rights, dated as of July 15, 2019, in respect of certain patents set forth on Schedule A thereto and owned by Travelport International Operations Limited (together, the “Patent Security Agreements”), pursuant to which the Grantors, as applicable, granted a security interest in and to certain Collateral;

WHEREAS, each of the Patent Security Agreements for patents owned by Travelport, LP and Travelport Operations, Inc. were recorded with the United States Patent and Trademark Office on June 4, 2019 at Reel/Frame 049368/0703 and Reel/Frame 049368/0785, respectively, and the Patent Security Agreement for patents owned by Travelport International Operations Limited was recorded with the United States Patent and Trademark Office on July 16, 2019 at Reel/Frame 049771/0438;

WHEREAS, the Prior Agent, the Successor Agent, the Borrower and certain other credit parties have entered into that certain First Lien Agency Resignation, Appointment, Assignment and Assumption Agreement, dated as of June 19, 2020 (the “Resignation Agreement”), whereby the Prior Agent resigned as Administrative Agent and Collateral Agent under the Credit Agreement and is succeeded to and replaced by the Successor Agent as successor Administrative Agent and successor Collateral Agent under the Credit Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Credit Agreement.

2. Succession and Replacement of Agency. Pursuant to the terms and conditions set forth in the Resignation Agreement, the Prior Agent has ceased to be Administrative Agent and Collateral Agent under such capacity and is succeeded to and replaced by the Successor Agent as Administrative Agent under such capacity. Nothing herein shall be deemed to terminate, interrupt or impair the continuity of the security interest in the Collateral originally granted to the Prior Agent under the Patent Security Agreements, as applicable, which security interest is now succeeded by and transferred to the Successor Agent.

IN WITNESS WHEREOF, the parties have executed this Notice effective as of the Effective
Date:

BANK OF AMERICA, N.A., as Prior Agent

A handwritten signature in black ink, appearing to be 'H. Pennell', is written over a horizontal line.

By: _____

Name: Henry Pennell

Title: Vice President

**WILMINGTON SAVINGS FUND SOCIETY,
FSB, as Successor Agent**

By: _____

Name: Geoff Lewis

Title: Vice President

IN WITNESS WHEREOF, the parties have executed this Notice effective as of the Effective
Date:

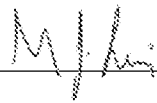
BANK OF AMERICA, N.A., not in its
individual capacity, but solely as Prior Agent

By: _____

Name:

Title:

**WILMINGTON SAVINGS FUND SOCIETY,
FSB**, not in its individual capacity, but solely as
Successor Agent

By:  _____

Name: Geoffrey J. Lewis

Title: Vice President

Schedule A:**Patent First Lien Security Agreement recorded June 4, 2019 at Reel/Frame 049368/0703****Patent Registrations:**

Title	Patent Registration No.	Patent No. Issue Date	Owner
SYSTEM AND METHOD FOR CACHING AND UTILIZING FLIGHT AVAILABILITY DATA	7693894	06-APR-2010	TRAVELPORT, LP
SYSTEM AND METHOD FOR ROUTING DATA	7694012	06-APR-2010	TRAVELPORT, LP
METHOD, COMPUTER PROGRAM, AND SYSTEM FOR PUSHING FLIGHT INFORMATION TO PASSENGERS	7603281	13-OCT-2009	TRAVELPORT, LP
METHOD AND SYSTEM FOR QUEUING DATA FOR MULTIPLE READERS AND WRITERS	10013235	03-JUL-2018	TRAVELPORT, LP
COMPUTER-BASED SYSTEMS AND METHODS FOR COLLABORATIVE TRAVEL PLANNING	9916564	13-MAR-2018	TRAVELPORT, LP
DISPLAY SCREEN OR PORTION THEREOF WITH TRANSITIONAL GRAPHICAL USER INTERFACE	D797139	12-SEP-2017	TRAVELPORT, LP
DISPLAY SCREEN WITH GRAPHICAL USER INTERFACE	D783033	04-APR-2017	TRAVELPORT, LP
SYSTEM AND METHOD FOR CACHING AND UTILIZING FLIGHT AVAILABILITY DATA	7062480	13-JUN-2006	TRAVELPORT, LP
SYSTEM AND METHOD FOR CACHING AND UTILIZING FLIGHT AVAILABILITY DATA	7853575	14-DEC-2010	TRAVELPORT, LP

Patent Applications:

Title	Patent Application No.	Patent Application Filing Date	Owner
SYSTEM AND METHOD FOR IMPLEMENTING NON-BLOCKING, CONCURRENT HASH TABLES	15374991	09-DEC-2016	TRAVELPORT, LP

Patent First Lien Security Agreement recorded June 4, 2019 at Reel/Frame 049368/0785

Patent Registrations:

Title	Patent Registration No.	Patent No. Issue Date	Owner
SYSTEMS AND METHODS FOR PROGRAMMATIC GENERATION OF DATABASE STATEMENTS	8972433	03-MAR-2015	TRAVELPORT OPERATIONS, INC.

Patent Applications:

None.

Patent First Lien Security Agreement recorded July 16, 2019 at Reel/Frame 049771/0438

Patent Registrations:

None.

Patent Applications:

Title	Patent Registration No.	Patent No. Issue Date	Owner
SCRIPT-DRIVEN DATA EXTRACTION USING A BROWSER	13646200	05-OCT-2012	TRAVELPORT INTERNATIONAL OPERATIONS LIMITED