

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6524175

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	INTELLECTUAL PROPERTY SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
HT HOLDCO, LLC	01/29/2021
HT BUYER, LLC	01/29/2021
HEALTHTRIO LLC	01/29/2021

RECEIVING PARTY DATA

Name:	SILICON VALLEY BANK, AS ADMINISTRATIVE AGENT
Street Address:	3003 TASMAN DRIVE, HF 150
City:	SANTA CLARA
State/Country:	CALIFORNIA
Postal Code:	95054

PROPERTY NUMBERS Total: 34

Property Type	Number
Patent Number:	7720691
Patent Number:	7440904
Patent Number:	7533030
Patent Number:	7509264
Patent Number:	7428494
Patent Number:	7475020
Patent Number:	7707047
Patent Number:	8626534
Patent Number:	7685003
Patent Number:	7664660
Patent Number:	7831446
Patent Number:	7693730
Patent Number:	8229760
Patent Number:	8260635
Patent Number:	8000984
Patent Number:	8131563
Patent Number:	8639531
Patent Number:	8073710

PATENT

Property Type	Number
Patent Number:	8265954
Patent Number:	8489424
Patent Number:	8321239
Patent Number:	8214234
Patent Number:	8392223
Patent Number:	8489423
Patent Number:	8380537
Patent Number:	8650044
Patent Number:	8473310
Patent Number:	8612260
Patent Number:	8620691
Patent Number:	8639534
Application Number:	13156801
Application Number:	13768935
Application Number:	13959172
Application Number:	14147127

CORRESPONDENCE DATA

Fax Number:

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: 800-494-5225

Email: ipteam@cogencyglobal.com

Correspondent Name: STEWART WALSH

Address Line 1: 1025 VERMONT AVE NW, SUITE 1130

Address Line 2: COGENCY GLOBAL INC.

Address Line 4: WASHINGTON, D.C. 20005

ATTORNEY DOCKET NUMBER:	1322080 PAT
NAME OF SUBMITTER:	ALICIA VELLANTE
SIGNATURE:	/Alicia Vellante/
DATE SIGNED:	01/29/2021

Total Attachments: 11

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of January 29, 2021, by and between the Grantors listed on the signature page hereto (each, a “*Grantor*” and, collectively, the “*Grantors*”) and **SILICON VALLEY BANK**, as administrative agent for the Lenders (in such capacity, the “*Administrative Agent*”).

RECITALS

A. Administrative Agent and the Lenders have agreed to make certain advances of money and to extend certain financial accommodations to certain Grantors (the “*Loans*”) in the amounts and manner set forth in that certain Credit Agreement, dated as of the date herewith, by and among **HT HOLDCO, LLC**, a Delaware limited liability company (“*Holdings*”), **HT BUYER, LLC**, a Delaware limited liability company (“*HT Buyer*”) and **HEALTHTRIO LLC**, a Colorado limited liability company (“*HealthTrio*” and together with HT Buyer, the “*Borrowers*”, and jointly and severally, individually and collectively, the “*Borrower*”), the several banks and other financial institutions or entities from time to time parties thereto (each a “*Lender*” and, collectively, the “*Lenders*”) and Administrative Agent (as amended, restated, amended and restated, supplemented, restructured or otherwise modified from time to time, the “*Credit Agreement*”). Unless otherwise specified, capitalized terms used herein are used as defined in the Credit Agreement.

B. In consideration of the agreement by Administrative Agent and Lenders to make the Loans to Borrower under the Credit Agreement, Borrower and each other Grantor have entered into that certain Guarantee and Collateral Agreement in favor of Administrative Agent, dated as of even date herewith (as the same may be amended, modified or supplemented from time to time, the “*Guarantee and Collateral Agreement*”).

C. Administrative Agent and Lenders are willing to make the Loans to Borrower, but only upon the condition, among others, that Borrower and each other Grantor shall grant to Administrative Agent a security interest in certain Copyrights, Trademarks, and Patents (in each case, as defined in the Guarantee and Collateral Agreement) to secure the obligations of Borrower and certain Grantors under the Credit Agreement and the Guarantee and Collateral Agreement.

D. Pursuant to the terms of the Credit Agreement and the Guarantee and Collateral Agreement, Borrower and each other Grantor have granted to Administrative Agent, for the benefit of the Secured Parties, a security interest in all of Borrower’s and such other Grantors’ right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its Obligations under the Credit Agreement and Loan Documents, each Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its Obligations under the Credit Agreement and Loan Documents, each Grantor grants and pledges to Administrative Agent a security interest in all of such Grantor’s right, title

and interest in, to and under its Intellectual Property collateral (including without limitation those Copyrights, Patents, and Trademarks listed on Exhibits A, B, and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Administrative Agent under the Guarantee and Collateral Agreement. The rights and remedies of Administrative Agent with respect to the security interest granted hereby are in addition to those set forth in the Credit Agreement and the other Loan Documents, and those which are now or hereafter available to Administrative Agent as a matter of law or equity. Each right, power and remedy of Administrative Agent provided for herein or in the Credit Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Administrative Agent of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Credit Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Administrative Agent, of any or all other rights, powers or remedies.

This Intellectual Property Security Agreement may be executed by one or more of the parties to this Intellectual Property Security Agreement on any number of separate counterparts, and all of said counterparts taken together shall be deemed to constitute one and the same instrument. Delivery of an executed counterpart by electronic transmission shall be equally effective as delivery of an original executed counterpart.

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE INTERNAL LAWS (AND NOT THE CONFLICT OF LAW RULES) OF THE STATE OF NEW YORK.

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IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Grantors:

HT HOLDCO, LLC

By:  _____

Name: Chris Heim

Title: President

HT BUYER, LLC

By:  _____

Name: Chris Heim

Title: President

HEALTHTRIO, LLC

By:  _____

Name: Chris Heim

Title: President

[Signature Page to Intellectual Property Security Agreement]

ADMINISTRATIVE AGENT:

SILICON VALLEY BANK,
as the Administrative Agent

By: 
Name: John Karakelle
Title: Vice President

[Signature Page to Intellectual Property Security Agreement]

PATENT
REEL: 055171 FRAME: 0569

EXHIBIT A

COPYRIGHTS

Registered Copyrights

<u>Loan Party</u>	<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Work of Authorship</u>
HealthTrio LLC	United States of America	Registration #: TXu-1-270- 491	Date: 06-13-2005	HealthTrio Connect
HealthTrio LLC	United States of America	Registration #: TXu-1-056- 964	Date: 06-27-2002	HealthTrio Broker Portal
HealthTrio LLC	United States of America	Registration #: TX-5-603- 982	Date: 06-27-2002	Provider Portal Source Code
HealthTrio LLC	United States of America	Registration #: TX-5-603- 981	Date: 06-27-2002	Employer Portal Source Code
HealthTrio LLC	United States of America	Registration #: TX-5-603- 980	Date: 06-27-2002	Member Portal Source Code
HealthTrio LLC	United States of America	Registration #: TXu-1-242- 564	Date: 06-01-2005	Individual Health Record (IHR) Description
HealthTrio LLC	United States of America	Registration #: TXu-1-578- 933	Date: 09-07-2007	HealthTrio Connect

Pending Copyright Applications

None.

Registered Copyrights and Pending Copyrights Applications Licensed

None.

EXHIBIT B**PATENTS****Issued Patents**

<u>Loan Party</u>	<u>Jurisdiction</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Inventors</u>	<u>Title</u>
HealthTrio LLC	Australia	Patent #: 2002211889	Issue Date: 07-Jun- 2007	J. Dominic Wallen; Cindy A. Post; John C. Peterson; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	Australia	Patent #: 2006275540	Issue Date: 08-Dec- 2011	John C. Peterson, J. Dominic Wallen; Malik M. Hasan	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	Canada	Patent #: 2425603	Issue Date: 24-May- 2011	Ralph A. Korpman; John C. Peterson; Cindy A. Post; J. Dominic Wallen; Malik M. Hasan	System for Communication of Health Care Data
HealthTrio LLC	Canada	Patent #: 2616111	Issue Date: 10-Jun- 2014	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Individual Electronic Medical Records
HealthTrio LLC	Canada	Patent #: 2734080	Issue Date: 24-Feb- 2015	Ralph A. Korpman; John C. Peterson; Cindy A. Post; J. Dominic Wallen; Malik M. Hasan	System for Communication of Health Care Data
HealthTrio LLC	Japan	Patent #: 4514783	Issue Date: 21-May- 2010	Malik M. Hasan; Ralph A. Korpman; John C. Peterson	System for Communication of Health Care Data
HealthTrio LLC	Singapore	Patent #: 95795	Issue Date: 30-Jun- 2005	Ralph A. Korpman; John C. Peterson; Cindy A. Post; J. Dominic Wallen	System for Communication of Health Care Data
HealthTrio LLC	Singapore	Patent #: 139250	Issue Date: 31-Dec- 2010	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Individual Electronic Medical Record
HealthTrio LLC	Singapore	Patent #: 164402	Issue Date: 30-Mar- 2012	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	Singapore	Patent #: 164404	Issue Date: 30-Sep- 2011	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	Singapore	Patent #: 164403	Issue Date: 15-Jun- 2012	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	Singapore	Patent #: 164405	Issue Date: 15-Sep- 2011	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating

					Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 7720691	Issue Date: 18-May-2010	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Ralph A. Korpman; Cindy A. Post	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 7440904	Issue Date: 21-Oct-2008	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 7533030	Issue Date: 12-May-2009	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 7509264	Issue Date: 24-Mar-2009	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 7428494	Issue Date: 23-Sep-2008	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 7475020	Issue Date: 06-Jan-2009	Malik M. Hasan; John C. Peterson; J. Dominic Wallen Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 7707047	Issue Date: 27-Apr-2010	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 8626534	Issue Date: 07-Jan-2014	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 7685003	Issue Date: 23-Mar-2010	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 7664660	Issue Date: 16-Feb-2010	Ralph A. Korpman; John C. Peterson; Cindy A. Post; J. Dominic Wallen; Malik M. Hasan	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 7831446	Issue Date: 09-Nov-2010	Ralph A. Korpman; John C. Peterson; Cindy A. Post; J. Dominic Wallen; Malik M. Hasan	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 7693730	Issue Date: 06-Apr-2010	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data

HealthTrio LLC	United States of America	Patent #: 8229760	Issue Date: 24-Jul-2012	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8260635	Issue Date: 04-Sep-2012	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8000984	Issue Date: 16-Aug-2011	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8131563	Issue Date: 06-Mar-2012	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 8639531	Issue Date: 28-Jan-2014	Malik M. Hasan; J. Dominic Wallen	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8073710	Issue Date: 06-Dec-2011	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8265954	Issue Date: 11-Sep-2012	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8489424	Issue Date: 16-Jul-2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8321239	Issue Date: 27-Nov-2012	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8214234	Issue Date: 03-Jul-2012	Malik M. Hasan; John C. Peterson; J. Dominic Wallen	Method and System for Generating Personal/Individual Health Records
HealthTrio LLC	United States of America	Patent #: 8392223	Issue Date: 05-Mar-2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8489423	Issue Date: 16-Jul-2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data

HealthTrio LLC	United States of America	Patent #: 8380537	Issue Date: 19-Feb-2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8650044	Issue Date: 11-Feb-2014	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8473310	Issue Date: 25-Jun-2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8612260	Issue Date: 17-Dec-2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8620691	Issue Date: 31-Dec-2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Patent #: 8639534	Issue Date: 28-Jan-2014	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data

Patent Applications

<u>Loan Party</u>	<u>Jurisdiction</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Inventor</u>	<u>Title</u>
HealthTrio LLC	United States of America	Application# 13/156801 Document# 20110246240	06/09/2011	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Application# 13/768935 Document# 20130159013	02/15/2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Application# 13/959172 Document# 20130317858	08/05/2013	Malik M. Hasan; J. Dominic Wallen; John C. Peterson;	METHOD AND SYSTEM FOR GENERATING PERSONAL/INDIVIDUAL HEALTH RECORDS
HealthTrio LLC	United States of America	Application# 14/147127 Document#	01/03/2014	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy	System for Communication of Health Care Data

		20140122128		A. Post; Ralph A. Korpman	
HealthTrio LLC	United States of America	Application# 14/164895 Document# 20140142976	01/27/2014	Malik M. Hasan; J. Dominic Wallen;	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Application# 14/148121 Document# 20140244297	01/06/2014	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data
HealthTrio LLC	United States of America	Application# 15/395358 Document# 20170109478	12/30/2016	Malik M. Hasan; J. Dominic Wallen; John C. Peterson; Cindy A. Post; Ralph A. Korpman	System for Communication of Health Care Data

Issued Patents and Pending Patent Applications Licensed

None.

EXHIBIT C

TRADEMARKS

Registered Trademarks

<u>Loan Party</u>	<u>Jurisdiction*</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>	<u>Registered Owner</u>	<u>Mark</u>
HealthTrio LLC	Canada	Registration #: TMA828587	Issue Date: 25-Jul- 2012	July 31, 2008	HealthTrio LLC	HEALTHTRIO
HealthTrio LLC	Canada	Registration #: TMA828592	Issue Date: 25-Jul- 2012	July 31, 2008	HealthTrio LLC	HEALTHTRIO & DESIGN
HealthTrio LLC	United States of America	Registration #: 3649785	Issue Date: 07-Jul-2009	June 13, 2008	HealthTrio LLC	HEALTHTRIO
HealthTrio LLC	United States of America	Registration #: 3649787	Issue Date: 07-Jul-2009	June 13, 2008	HealthTrio LLC	HEALTHTRIO & DESIGN

Pending Trademark Applications

None.

Registered Trademarks and Pending Trademark Applications Licensed

None.

Unregistered Trademarks

* No registration or mark clearance has been pursued for this Company Product. These marks may be in use by other entities.

Grantor	Trademark	Jurisdiction; Registration/Serial Number; Filing/Registration and Issuance Date (as applicable)
HealthTrio LLC	Smart Series	There is no registered trademark for this Company Product
HealthTrio LLC	Smart Connect	There is no registered trademark for this Company Product
HealthTrio LLC	Smart Exchange	There is no registered trademark for this Company Product
HealthTrio LLC	Smart Record	There is no registered trademark for this Company Product
HealthTrio LLC	Smart Metrix	There is no registered trademark for this Company Product
HealthTrio LLC	Smart Care	There is no registered trademark for this Company Product
HealthTrio LLC	Smart Support	There is no registered trademark for this Company Product
HealthTrio LLC	Smart Consumer	There is no registered trademark for this Company Product

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