

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM472263

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Pacific Western Bank		04/26/2018	Chartered Bank: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Ares Capital Corporation		
<b>Street Address:</b>	245 Park Ave, 44th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10167		
<b>Entity Type:</b>	Corporation: MARYLAND		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4045824	PLUSGRADE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3125774565		
<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>			
<b>Phone:</b>	312-577-8265		
<b>Email:</b>	kristin.brozovic@kattenlaw.com		
<b>Correspondent Name:</b>	Kristin Brozovic c/o Katten		
<b>Address Line 1:</b>	525 W Monroe St		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60661		
<b>ATTORNEY DOCKET NUMBER:</b>	330119-288		
<b>NAME OF SUBMITTER:</b>	Kristin Brozovic		
<b>SIGNATURE:</b>	/Kristin Brozovic/		
<b>DATE SIGNED:</b>	05/02/2018		
<b>Total Attachments: 5</b>			
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**ASSIGNMENT OF INTELLECTUAL PROPERTY  
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “**Assignment**”), dated as of April 26, 2018, is by **PACIFIC WESTERN BANK**, a California state-chartered bank (individually, “**PacWest**”), acting in its capacity as the current and resigning administrative agent and/or collateral agent (in such capacities, the “**Resigning Agent**”) and **ARES CAPITAL CORPORATION** (individually, “**Ares**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

**RECITALS:**

**WHEREAS**, Plusgrade L.P., as “Grantor”, and Resigning Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) conveying certain intellectual property set forth on Exhibit B hereto; and

**WHEREAS**, pursuant to that certain Resignation of Agent and Appointment of Successor Agent (the “**Resignation Agreement**”) by and among PacWest, as the Resigning Agent, and Ares, as Successor Agent, Resigning Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

**NOW, THEREFORE**, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Resigning Agent, without recourse, representation or warranty (except for the representations made in Section 4(b) of the Resignation Agreement), hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.


This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

*- Remainder of Page Intentionally Left Blank; Signature Page Follows –*

IN WITNESS WHEREOF, Resigning Agent and Successor Collateral Agent have caused this Assignment to be duly executed as of the date first above written.

**RESIGNING AGENT:**

**PACIFIC WESTERN BANK**

By:   
Name: David Zimmerman  
Title: Senior Vice President

SUCCESSOR AGENT:

ARES CAPITAL CORPORATION

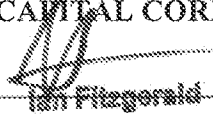
By:   
Name: Ian Fitzgerald  
Title: Authorized Signatory

EXHIBIT A

Patent Security Agreement dated as of July 31, 2015 and filed with the United States Patent and Trademark Office on February 29, 2016 at Reel 037854, Frame 0009

Trademark Security Agreement dated as of July 31, 2015 and filed with the United States Patent and Trademark Office on February 29, 2016 at Reel 5746, Frame 0120

EXHIBIT B

Patents:

- Application #12/648662 for “an engine, system and method for upselling perishable products or service items.”
- Application #13/191,116 for an “engine, system and method for maximizing long-term value of products or service items.”

Trademarks:

Trademark	Registration Date	Registration #
Word Mark “PLUSGRADE”	October 25, 2011	4045824