

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM353901

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		08/21/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Antares Capital LP		
Street Address:	500 W. Monroe Street		
Internal Address:	17th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	3832436	HEALTHY AISLES	
Registration Number:	3674428	HEALTHY AISLES	
Registration Number:	3670426	SHELFCAST	
Registration Number:	3768669	VESTCOM	
Registration Number:	3917522	VESTCOM	
Registration Number:	3857492	VESTCOM	
Registration Number:	3944817	VESTCOM	
Registration Number:	3768667	VESTCOM	
Registration Number:	3772751	V VESTCOM	
Registration Number:	3917523	VESTCOM	
Registration Number:	3641953	V VESTCOM	
Registration Number:	2212352		
Registration Number:	2229989	VESTCOM	
CORRESPONDENCE DATA			
Fax Number:	3026365454		
<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>			

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Phone: 800-927-9801 x 62348
Email: jean.paterson@cscglobal.com
Correspondent Name: Corporation Service Company
Address Line 1: 1090 Vermont Avenue NW, Suite 430
Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER: 772438-16A

NAME OF SUBMITTER: Jean Paterson

SIGNATURE: /jep/

DATE SIGNED: 09/03/2015

Total Attachments: 4

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this "Assignment"), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, "GECC"), acting in its capacity as the current and resigning administrative agent (in such capacity, the "Retiring Agent") and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, "Antares"), acting in its capacity as the successor administrative agent (in such capacity, the "Successor Agent").

RECITALS:

WHEREAS, VESTCOM INTERNATIONAL, INC., a Delaware corporation, as "Grantor", and Retiring 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") covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring 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, Retiring Agent 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.

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

RETIRING AGENT:

**GENERAL ELECTRIC CAPITAL
CORPORATION**

By: 
Name: BRUNNIE ROBERTA
Its: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP


By: 
Name: BRUNNIE ROBERTA
Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated as of December 27, 2012 and filed with the United States Patent and Trademark Office on January 24, 2013 at Reel 4948, Frame 0410.

Second Lien Trademark Security Agreement dated as of September 30, 2014 and filed with the United States Patent and Trademark Office on October 6, 2014 at Reel 5375, Frame 0515.

**EXHIBIT B
TRADEMARKS**

MARK NAME	CNTRY	CLASS	APPL NO	APPL DATE	REG NO	REG DATE	RENEWAL DATE	STATUS	CURRENT OWNER
HEALTHY AISLES	US	009; 044	77/472,684	05/13/2008	3,832,436	08/10/2010	08/10/2020	Registered	Vestcom International, Inc.
HEALTHY AISLES	US	016, 035	77/977,447	05/13/2008	3,674,428	08/25/2009	08/25/2019	Registered	Vestcom International, Inc.
SHELFCAST	US	009; 035	77/456,710	04/24/2008	3,670,426	08/18/2009	08/18/2019	Registered	Vestcom International, Inc.
VESTCOM (and design)	US	035	77/610,767	11/10/2008	3,768,669	03/30/2010	03/30/2020	Registered	Vestcom International, Inc.
VESTCOM (and design)	US	020	77/610,755	11/10/2008	3,917,522	02/08/2011	02/08/2021	Registered	Vestcom International, Inc.
VESTCOM (and design)	US	042; 035	77/610,817	11/10/2008	3,857,492	10/05/2010	10/05/2020	Registered	Vestcom International, Inc.
VESTCOM (and design)	US	044	77/610,828	11/10/2008	3,944,817	04/12/2011	04/12/2021	Registered	Vestcom International, Inc.
VESTCOM (and design)	US	016	77/610,734	11/10/2008	3,768,667	03/30/2010	03/30/2020	Registered	Vestcom International, Inc.
VESTCOM (and design)	US	009	77/610,714	11/10/2008	3,772,751	04/06/2010	04/06/2020	Registered	Vestcom International, Inc.
VESTCOM (and design)	US	040	77/610,793	11/10/2008	3,917,523	02/08/2011	02/08/2021	Registered	Vestcom International, Inc.
VESTOM (and design)	US	039; 040; 042	77/445,932	04/11/2008	3,641,953	06/23/2009	06/23/2019	Registered	Vestcom International, Inc.
DESIGN	US	039; 040; 042	75/282,159	04/28/1997	2,212,352	12/22/1998	12/22/2018	Registered	Vestcom International, Inc.
VESTCOM	US	039; 040; 042	75/282,157	04/28/1997	2,229,989	03/09/1999	03/09/2019	Registered	Vestcom International, Inc.

Assignment of Intellectual Property Security Agreement