

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM358173

<b>SUBMISSION TYPE:</b>	RESUBMISSION		
<b>NATURE OF CONVEYANCE:</b>	Assignment of Intellectual Property Security Agreement		
<b>RESUBMIT DOCUMENT ID:</b>	900339984		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
GE Canada Finance Holding Company		08/21/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Antares Capital LP		
<b>Street Address:</b>	500 W. Monroe Street		
<b>Internal Address:</b>	17th Floor		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60661		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3649026	AUTOFORUMS	
<b>Registration Number:</b>	3649027	AUTOFORUMS.COM	
<b>Registration Number:</b>	2745706	VERTICALSCOPE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	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>			
<b>Phone:</b>	800-927-9801 x 62348		
<b>Email:</b>	jean.paterson@cscglobal.com		
<b>Correspondent Name:</b>	Corporation Service Company		
<b>Address Line 1:</b>	1090 Vermont Avenue NW, Suite 430		
<b>Address Line 4:</b>	Washington, D.C. 20005		
<b>ATTORNEY DOCKET NUMBER:</b>	797327-120-TM		
<b>NAME OF SUBMITTER:</b>	Jean Paterson		
<b>SIGNATURE:</b>	/jep/		
<b>DATE SIGNED:</b>	10/09/2015		

**Total Attachments: 5**

source=797327-120- TM#page1.tif

source=797327-120- TM#page2.tif

source=797327-120- TM#page3.tif

source=797327-120- TM#page4.tif

source=797327-120- TM#page5.tif

ASSIGNMENT OF INTELLECTUAL PROPERTY  
SECURITY AGREEMENT

This ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT (this "Assignment"), dated as of August 21, 2015, is by GE CANADA FINANCE HOLDING COMPANY (individually, "GE Canada"), 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, VerticalScope Inc., 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 GE Canada, 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.

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

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:**

**GE CANADA FINANCE HOLDING  
COMPANY**

By:   
Name: \_\_\_\_\_  
Its: Duly Authorized Signatory

**RICHARD ZENI**  
DULY AUTHORIZED SIGNATORY

**SUCCESSOR AGENT:**

**ANTARES CAPITAL LP**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

[Assignment of Intellectual Property Security Agreement(s)]

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:

GE CANADA FINANCE HOLDING  
COMPANY

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

By: MA Bl  
Name: Michael Blumberg  
Title: Duly Authorized Signatory

[Assignment of Intellectual Property Security Agreement(s)]

EXHIBIT A

Trademark Security Agreement dated as of November 28, 2012, recorded with the United States Patent and Trademark Office on November 29, 2012 at Reel 4909, Frame 0772.

EXHIBIT B

Trademark Registrations

1. REGISTERED TRADEMARKS

Owner	Trademark	Jurisdiction	Application #	Application Date	Registration #	Registration Date
VerticalScope Inc.	AUTOFORUMS	U.S.A.	77548527	August 15, 2008	3649026	June 30, 2009
VerticalScope Inc.	AUTOFORUMS.COM	U.S.A.	77548542	August 15, 2008	3649027	June 30, 2009
VerticalScope Inc.	VERTICALSCOPE	U.S.A.	76073592	June 19, 2000	2745706	August 5, 2003

2. TRADEMARK

APPLICATIONS None.

3. IP

LICENSES

None.