900437398 01/30/2018

# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM460030

 SUBMISSION TYPE:
 NEW ASSIGNMENT

 NATURE OF CONVEYANCE:
 RELEASE OF SECURITY INTEREST

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Administrative Agent		01/02/2018	Bank: UNITED STATES

#### **RECEIVING PARTY DATA**

Name:	H. D. SMITH, LLC	
Street Address:	3063 Fiat Avenue	
Internal Address:	Attn: Henry Dale Smith, Jr.	
City:	Springfield	
State/Country:	ILLINOIS	
Postal Code:	62703	
Entity Type:	Limited Liability Company: DELAWARE	
Name:	TRIPLEFIN, LLC	
Street Address:	11333 Cornell Park Drive	
Internal Address:	Attn: Henry Dale Smith, Jr.	
City:	Cincinnati	
State/Country:	OHIO	
Postal Code:	45242	
Entity Type:	Limited Liability Company: OHIO	

#### **PROPERTY NUMBERS Total: 20**

Property Type	Number	Word Mark	
Registration Number:	4241165	H. D. SMITH	
Registration Number:	3573440	SMITH MEDICAL PARTNERS	
Registration Number:	2021640	MAJOR VALUE	
Registration Number:	4659845	PHARMARXEACH	
Registration Number:	4292081	SMARTSOURCE	
Registration Number:	4498093	TRIPLEFIN	
Registration Number:	3505128	RXHOPE	
Registration Number:	4778855	MEDXCLAIM	
Registration Number:	4791335	RX365	
Registration Number:	4927953	COPAY CONNECT	
Registration Number:	4927954	PRIOR AUTHORIZATION CONNECT	
TRADEMARK			

900437398 REEL: 006260 FRAME: 0683

**JP \$515.00 4241165** 

Property Type	Number	Word Mark	
Serial Number:	86888319	H D SMITH	
Serial Number:	86047859	HD SMITH SPECIALTY SOLUTIONS	
Serial Number:	86840858	COMPLETECARE RX PHARMACY	
Serial Number:	86027403	HDS HEALTHCARE PACKAGING	
Serial Number:	86791943	HUB-LITE	
Serial Number:	86868209	NRXCARD	
Serial Number:	86791995	SPECIALTY-LITE	
Serial Number:	87009171	PHARMAGEN	
Serial Number:	87100686	ORDERBASE	

#### 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.

**Email:** jbleskin@schiffhardin.com

Correspondent Name: Jennifer Bleskin

Address Line 1: 233 S. Wacker Drive, Suite 7100

Address Line 2: Schiff Hardin LLP

Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER: Jennifer Bleskin		
SIGNATURE:	/s/ Jennifer Bleskin	
DATE SIGNED:	01/30/2018	

#### **Total Attachments: 6**

source=Release of IP Security Agreement#page1.tif source=Release of IP Security Agreement#page2.tif source=Release of IP Security Agreement#page3.tif source=Release of IP Security Agreement#page4.tif source=Release of IP Security Agreement#page5.tif source=Release of IP Security Agreement#page6.tif

#### RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT ("Release"), dated as of January 2, 2018, is made by and among H. D. SMITH, LLC, a Delaware limited liability company, as successor by merger with H. D. SMITH WHOLESALE DRUG CO. ("H. D. Smith"), and TRIPLEFIN, LLC, an Ohio limited liability company ("Triplefin") (H. D. Smith and Triplefin being, collectively, the "Owners"), and JPMORGAN CHASE BANK, N.A., in its capacity as administrative agent (the "Administrative Agent") for the lenders party to the Pledge and Security Agreement and the Credit Agreement referred to below.

#### WITNESSETH:

WHEREAS, Owners, together with other entities, on one hand, and Administrative Agent entered into that certain Fourth Amended and Restated Credit Agreement ("Credit Agreement") and that certain Third Amended and Restated Pledge and Security Agreement ("Pledge and Security Agreement"), each dated March 31, 2016, and that certain Intellectual Property Security Agreement ("Intellectual Property Security Agreement") dated August 5, 2016, by which the Owners granted Administrative Agent a security interest in the Intellectual Property Collateral (as defined in the Intellectual Property Security Agreement), and which was recorded in the U.S. Copyright Office, the U.S. Patent Office at Reel/Frame 039456/0682 and corrected at Reel/Frame 040247/0284, and the U.S. Trademark Office at Reel/Frame 5860/0059.

WHEREAS, Administrative Agent and Owners have agreed that Administrative Agent shall now release the security interest;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the Administrative Agent and Grantors hereby agree as follows:

- <u>Section 1.</u> <u>Release of Security Interest in Intellectual Property Collateral.</u> The Administrative Agent hereby releases in its entirety its lien on and security interest in, all of Owners' right, title and interest in, to and under the Intellectual Property Collateral, including without limitation the following:
- (a) all of Owners' Trademarks, Patents, and Copyrights, including, without limitation, those referred to on <u>Schedule 1</u> hereto;
  - (b) all renewals and extensions of the foregoing;
- (c) all goodwill of the business connected with the use of, and symbolized by, each of the Trademarks; and
- (d) all income, royalties, proceeds and Liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.
- <u>Section 2.</u> <u>Counterparts.</u> This Intellectual Property Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the

1

same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

<u>Section 3.</u> <u>Governing Law.</u> This Intellectual Property Security Agreement and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of Illinois.

[SIGNATURE PAGES FOLLOW]

2

IN WITNESS WHEREOF, the Administrative Agent caused this Release to be executed and delivered by its duly authorized officer as of the date first set forth above.

### ADMINISTRATIVE AGENT:

	JPMorgan Chase Bank, N.A.
	By:
	Title: <u>/H/Hsci2e/L_O</u> ff/Ker
	665 A. S. B. S.
ACCEPTED AND AGREED, as o	or the date first above written:
	GRANTORS:
	GRANIONS.
	H. D. Smith, LLC
	Ву:
	Name:
	Title:
	TRIPLEFIN, LLC
	Ву:
	Name:
	Title:

IN WITNESS WHEREOF, the Administrative Agent caused this Release to be executed and delivered by its duly authorized officer as of the date first set forth above.

## **ADMINISTRATIVE AGENT:**

JPMorgan	Chase Bank, N.A.
Ву:	
Name:	
Γitle:	

ACCEPTED AND AGREED, as of the date first above written:

**GRANTORS:** 

Name: Henry Dale Smith, Jr. Title: Chairman

TRIPLEFINALL

Name: Henry Dale Smith, Jr.

Title: Chairman

## SCHEDULE I TO INTELECTUAL PROPERTY SECURITY AGREEMENT

### **PATENTS**

None.

## PATENT APPLICATIONS

Name of Grantor	Patent Title	Filing Date	Application Number
Triplefin LLC	Technologies for	April 22, 2014	14/258731
	Prescription		
	Management		

### **REGISTERED TRADEMARKS**

Name of Grantor	Trademark	Registration Number	Registration Date	
		Number		
H. D. Smith, LLC	H. D. SMITH	4241165	11/13/2012	
	SMITH MEDICAL			
H. D. Smith, LLC	PARTNERS	3573440	02/10/2009	
	MAJOR VALUE (and			
H. D. Smith, LLC	Design)	2021640	12/10/1996	
H. D. Smith, LLC	PharmaRxEACH	4659845	12/23/2014	
, , , , , ,				
H. D. Smith, LLC	SMARTSOURCE	4292081	02/19/2013	
H. D. Smith, LLC	TRIPLEFIN	4498093	03/18/2014	
Triplefin, LLC	RXHOPE	3505128	09/23/2008	
	) CERTICAL IN C		07/04/0047	
Triplefin, LLC	MEDXCLAIM	4778855	07/21/2015	
Triplefin, LLC	RX365	4791335	08/11/2015	
1				
Triplefin, LLC	COPAY CONNECT	4927953	03/29/2016	
	PRIOR			
	AUTHORIZATION			
Triplefin, LLC	CONNECT	4927954	03/29/2016	

# TRADEMARK APPLICATIONS

Name of	Trademark Name	Status	Application	Filing Date
Grantor			Number	
H. D. Smith,	H. D. SMITH			
LLC	(Stylized)	Filed	86-888319	01/27/2016
	HD SMITH			
	SPECIALTY			
H. D. Smith,	SOLUTIONS			
LLC	(Stylized)	Allowed	86-047859	08/26/2013
	COMPLETECARE			
H. D. Smith,	RX PHARMACY			
LLC	(and Design)	Filed	86-840858	12/07/2015
H. D. Smith,	HDS HealthCare			
LLC	Packaging	Allowed	86-027403	08/02/2013
Triplefin, LLC	HUB-LITE	Filed	86-791943	10/19/2015
Triplefin, LLC	NRXCARD	Filed	86-868209	01/07/2016
Triplefin, LLC	SPECIALTY-LITE	Filed	86-791995	10/19/2015
H. D. Smith,				
LLC	PHARMAGEN	Filed	87-009171	04/21/2016
H. D. Smith,				
LLC	ORDERBASE	Filed	87-100686	07/12/2016

### **COPYRIGHTS**

Title	Туре	Reg. No.	Reg. Date	Claimant
Orderbase III	Computer File	TX0002866857	4-May-1990	H. D. Smith Wholesale Drug
				Company

### **COPYRIGHT APPLICATIONS**

None.

EAST\149747750.1

**RECORDED: 01/30/2018**