

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM508471

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECOND LIEN TRADEMARK SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HPS INVESTMENT PARTNERS, LLC		01/31/2019	Limited Liability Company:

RECEIVING PARTY DATA

Name:	EDGEWOOD PARTNERS INSURANCE CENTER
Street Address:	425 California St.
Internal Address:	24th Floor
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94104
Entity Type:	Corporation: CALIFORNIA
Name:	Ascende, Inc.
Street Address:	2700 Post Oak Blvd.
Internal Address:	25th Floor
City:	Houston
State/Country:	TEXAS
Postal Code:	77056
Entity Type:	Corporation: TEXAS

PROPERTY NUMBERS Total: 53

Property Type	Number	Word Mark
Registration Number:	3918243	ACT
Registration Number:	3121457	ASCENDE
Registration Number:	5032098	ASCENDE
Registration Number:	3921243	ASCENDE CHARITABLE TRUST
Registration Number:	4226531	ASCENDE WEALTH ADVISERS
Registration Number:	2852086	ASCENDENT
Registration Number:	4510013	AUTODEALERPRO
Registration Number:	4510026	AUTODEALERPRO
Registration Number:	4568196	BENEFITS2GO
Registration Number:	4348271	CLUB INSURANCE SOLUTIONS
Registration Number:	4312005	E

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4291048	E P I C
Registration Number:	2052539	EB SOLUTIONS
Registration Number:	3702193	EDGEWOOD PARTNERS INSURANCE CENTER
Registration Number:	4329193	EDUCATION PROTECTOR
Registration Number:	5013721	ENERGY COMMAND
Registration Number:	4973615	EPIC BROKERS
Registration Number:	4717854	EPIC EMPLOYER SERVICES
Registration Number:	4717855	EPIC EMPLOYER SERVICES
Registration Number:	4902047	EPIC EXECUTIVE BENEFITS
Registration Number:	4940011	EPIC FINANCIAL RISK SOLUTIONS
Registration Number:	4940013	EPIC FINANCIAL RISK SOLUTIONS
Registration Number:	4740304	EPIC INSURANCE
Registration Number:	4740303	EPIC INSURANCE BROKERS
Registration Number:	4816969	EPIC INSURANCE BROKERS & CONSULTANTS
Registration Number:	4584541	EPIC INSURANCE BROKERS AND CONSULTANTS
Registration Number:	4584542	EPIC INSURANCE BROKERS AND CONSULTANTS
Registration Number:	5168343	EPIC MOBILEEZ
Registration Number:	4484476	EPIC REAL ESTATE
Registration Number:	4725073	EPIC RISK SOLUTIONS
Registration Number:	4816966	EPIC RISK SOLUTIONS & EMPLOYER SERVICES
Registration Number:	4725075	EPIC RISK SOLUTIONS
Registration Number:	4725072	EPIC RISK SOLUTIONS AND EMPLOYER SERVICE
Registration Number:	4725095	EPIC RISK SOLUTIONS AND EMPLOYER SERVICE
Registration Number:	4901505	EPICNESS
Registration Number:	4901504	EPICNESS
Registration Number:	5211007	EPICYBER
Registration Number:	4940369	EXP EPIC EXCHANGE PLATFORM
Registration Number:	4940371	EXP EPIC EXCHANGE PLATFORM
Registration Number:	5158216	GOLF INSURANCE SERVICES
Registration Number:	5207478	GOLF INSURANCE SERVICES FROM EPIC
Registration Number:	5184636	GOLF INSURANCE SERVICES FROM EPIC
Registration Number:	4522764	INSIGHT IN ACTION
Registration Number:	5192855	MOBILEEZ
Registration Number:	5178246	MOBILEEZ BY EPIC
Registration Number:	4827736	MOG MEDICAL OPERATOR GROUP
Registration Number:	4724124	PAR GOLF INSURANCE PROGRAM
Registration Number:	3934800	POWERGUARD
Registration Number:	4370878	SLICE PIZZA DELIVERY INSURANCE

Property Type	Number	Word Mark
Registration Number:	4378593	SLICE PIZZA DELIVERY INSURANCE
Registration Number:	4378595	SLICE PIZZA DELIVERY INSURANCE SAFETY LO
Registration Number:	4725074	THE EPIC EXCHANGE
Registration Number:	4530275	

CORRESPONDENCE DATA

Fax Number: 2123108007
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: 212.310.8000
Email: juan.arias@weil.com
Correspondent Name: Catherine Kim
Address Line 1: Weil, Gotshal & Manges LLP
Address Line 2: 767 Fifth Avenue
Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	C. Kim - 44006.0008
NAME OF SUBMITTER:	Catherine Kim
SIGNATURE:	/Catherine Kim/
DATE SIGNED:	02/04/2019

Total Attachments: 8
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RELEASE OF SECOND LIEN TRADEMARK SECURITY AGREEMENT

This RELEASE OF SECOND LIEN TRADEMARK SECURITY AGREEMENT (this "Release") is made as of January 31, 2019, by HPS INVESTMENT PARTNERS, LLC, in its capacity as Notes Agent for the Secured Parties under the Security Agreement referred to below (the "Agent") for the benefit of EDGEWOOD PARTNERS INSURANCE CENTER, a California corporation and ASCENDE, INC., a Texas corporation (the "Grantors"). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto (including by reference) in the Security Agreement (as defined below) or the Trademark Security Agreement (as defined below) as applicable.

W I T N E S S E T H:

WHEREAS, the Grantors and the Agent are parties to that certain (i) Second Lien Security Agreement, dated as of September 8, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"); and (ii) Second Lien Trademark Security Agreement, dated as of September 8, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Trademark Security Agreement"), pursuant to which the Grantors have granted to the Agent for the benefit of the Secured Parties a lien on and security interest in all of the right, title and interest of the Grantors in, to and under the Trademark Collateral (as defined in the Trademark Security Agreement), including the trademarks set forth on Schedule I hereto; and

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on September 11, 2017 at Reel 6151 and Frame 0083; and

WHEREAS, Grantors have requested that the Agent release, and the Agent is willing to release its lien on and security interest in, and any other right, title, and interest it may have in, to and under the Trademark Collateral, including, without limitation, the trademarks set forth on Schedule I hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

1. The Agent does hereby irrevocably terminate, release and discharge the entirety of any and all liens or security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the Security Agreement or Trademark Security Agreement to the Trademark Collateral, including, without limitation, the trademarks (including the trademark registrations and trademark applications) set forth on Schedule I hereto, the goodwill of the business symbolized by the trademarks and the applications and registrations thereof, and all proceeds thereof, and any right, title or interest of the Agent in such Trademark Collateral shall hereby terminate, cease and become void. The Agent hereby assigns, transfers and conveys any and all right, title or interest of the Agent in the Trademark Collateral to the Grantors.

2. The Agent, on behalf of itself and the Secured Parties, does hereby terminate and cancel the Trademark Security Agreement.

3. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

4. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Release of Second Lien Trademark Security Agreement to be executed and delivered as of the date first written above.

**HPS INVESTMENT PARTNERS, LLC, as
Agent**





By: Edward Tam
Name: Edward Tam
Title: Managing Director





[SIGNATURE PAGE TO RELEASE OF SECOND LIEN TRADEMARK SECURITY AGREEMENT]







**TRADEMARK
REEL: 006548 FRAME: 0658**





SCHEDULE I





TRADEMARKS

Registered Owner	Registration No.	Trademark
Edgewood Partners Insurance Center	3918243	ACT and Design 
Edgewood Partners Insurance Center	3121457	ASCENDE
Ascende, Inc.	5032098	ASCENDE
Edgewood Partners Insurance Center	3921243	ASCENDE CHARITABLE TRUST
Edgewood Partners Insurance Center	4226531	ASCENDE WEALTH ADVISERS
Edgewood Partners Insurance Center	2852086	ASCENDENT
Edgewood Partners Insurance Center	4510013	AUTODEALERPRO
Edgewood Partners Insurance Center	4510026	AUTODEALERPRO (Stylized) 
Edgewood Partners Insurance Center	4568196	BENEFITS2GO
Edgewood Partners Insurance Center	4348271	CLUB INSURANCE SOLUTIONS
Edgewood Partners Insurance Center	4312005	E and Design 
Edgewood Partners Insurance Center	4291048	E P I C and Design 
Edgewood Partners Insurance Center	2052539	EB SOLUTIONS and Design

Registered Owner	Registration No.	Trademark
		
Edgewood Partners Insurance Center	3702193	EDGEWOOD PARTNERS INSURANCE CENTER
Edgewood Partners Insurance Center	4329193	EDUCATION PROTECTOR
Ascende, Inc.	5013721	ENERGY COMMAND
Edgewood Partners Insurance Center	4973615	EPIC BROKERS
Edgewood Partners Insurance Center	4717854	EPIC EMPLOYER SERVICES
Edgewood Partners Insurance Center	4717855	EPIC EMPLOYER SERVICES and Design 
Edgewood Partners Insurance Center	4902047	EPIC EXECUTIVE BENEFITS & Design 
Edgewood Partners Insurance Center	4940011	EPIC FINANCIAL RISK SOLUTIONS
Edgewood Partners Insurance Center	4940013	EPIC FINANCIAL RISK SOLUTIONS and Design 
Edgewood Partners Insurance Center	4740304	EPIC INSURANCE
Edgewood Partners Insurance Center	4740303	EPIC INSURANCE BROKERS
Edgewood Partners Insurance Center	4816969	EPIC INSURANCE BROKERS & CONSULTANTS and Design

Registered Owner	Registration No.	Trademark
		
Edgewood Partners Insurance Center	4584541	EPIC INSURANCE BROKERS AND CONSULTANTS
Edgewood Partners Insurance Center	4584542	EPIC INSURANCE BROKERS AND CONSULTANTS and Design 
Edgewood Partners Insurance Center	5168343	EPIC MOBILEEZ
Edgewood Partners Insurance Center	4484476	EPIC REAL ESTATE and Design 
Edgewood Partners Insurance Center	4725073	EPIC RISK SOLUTIONS
Edgewood Partners Insurance Center	4816966	EPIC RISK SOLUTIONS & EMPLOYER SERVICES
Edgewood Partners Insurance Center	4725075	EPIC RISK SOLUTIONS and Design 
Edgewood Partners Insurance Center	4725072	EPIC RISK SOLUTIONS AND EMPLOYER SERVICES
Edgewood Partners Insurance Center	4725095	EPIC RISK SOLUTIONS AND EMPLOYER SERVICES and Design 
Edgewood Partners Insurance Center	4901505	EPICNESS (Stylized) (ness in cursive) 

Registered Owner	Registration No.	Trademark
Edgewood Partners Insurance Center	4901504	EPICNESS (Stylized) (ness in lower block letters) 
Edgewood Partners Insurance Center	5211007	EPICYBER
Edgewood Partners Insurance Center	4940369	EXP EPIC EXCHANGE PLATFORM
Edgewood Partners Insurance Center	4940371	EXP EPIC EXCHANGE PLATFORM and Design 
Edgewood Partners Insurance Center	5158216	GOLF INSURANCE SERVICES
Edgewood Partners Insurance Center	5207478	GOLF INSURANCE SERVICES FROM EPIC
Edgewood Partners Insurance Center	5184636	GOLF INSURANCE SERVICES FROM EPIC and Design 
Edgewood Partners Insurance Center	4522764	INSIGHT IN ACTION
Edgewood Partners Insurance Center	5192855	MOBILEEZ
Edgewood Partners Insurance Center	5178246	MOBILEEZ BY EPIC and Design 
Edgewood Partners Insurance Center	4827736	MOG MEDICAL OPERATOR GROUP and Design

Registered Owner	Registration No.	Trademark
		
Edgewood Partners Insurance Center	4724124	PAR GOLF INSURANCE PROGRAM
Edgewood Partners Insurance Center	3934800	POWERGUARD
Edgewood Partners Insurance Center	4370878	SLICE PIZZA DELIVERY INSURANCE
Edgewood Partners Insurance Center	4378593	SLICE PIZZA DELIVERY INSURANCE and Design 
Edgewood Partners Insurance Center	4378595	SLICE PIZZA DELIVERY INSURANCE SAFETY LOSS CONTROL INSURANCE COVERAGE EXPERTISE and Design 
Edgewood Partners Insurance Center	4725074	THE EPIC EXCHANGE
Edgewood Partners Insurance Center	4530275	Triangle Design 

TRADEMARK APPLICATIONS

Applicant	Application No.	Trademark
None.		