

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM553619

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Trademark Security Agreement		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cantor Fitzgerald Securities		11/21/2019	Partnership: NEW YORK
RECEIVING PARTY DATA			
Name:	Wilmington Savings Fund Society, FSB		
Street Address:	500 Delaware Avenue		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19801		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3585454	PIMS	
Registration Number:	3574790	CCS MEDICAL	
CORRESPONDENCE DATA			
Fax Number:	2022987570		
<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>			
Phone:	202-625-3664		
Email:	kattendctm@katten.com		
Correspondent Name:	Sean Wooden - Katten Muchin Rosenman		
Address Line 1:	2900 K Street, N.W.		
Address Line 2:	North Tower, Suite 200		
Address Line 4:	Washington, D.C. 20007-5118		
ATTORNEY DOCKET NUMBER:	393332-00001		
NAME OF SUBMITTER:	Sean S. Wooden		
SIGNATURE:	/Sean S. Wooden/		
DATE SIGNED:	12/17/2019		
Total Attachments: 3			
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ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

This **ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT** (this "**Assignment**"), dated as of November 21, 2019, is by and between **CANTOR FITZGERALD SECURITIES**, acting in its capacity as the current and resigning administrative agent (in such capacity, the "**Resigning Agent**") and **WILMINGTON SAVINGS FUND SOCIETY, FSB**, acting in its capacity as the successor administrative agent (in such capacity, the "**Successor Agent**").

RECITALS:

WHEREAS, MP TOTALCARE, INC. and CCS MEDICAL, INC., each as "Pledgor", and Resigning Agent are parties to that certain Trademark Security Agreement dated as of March 31, 2010, and recorded with the Trademark Division of the United States Patent and Trademark Office on April 2, 2010, at Reel 004179, Frame 0253 (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the "**Agreement**"); and

WHEREAS, pursuant to that certain Agency Resignation and Appointment Agreement and Amendment No. 6 to First Lien Credit Agreement, dated as of the date hereof, by and among Resigning Agent, Successor Agent and the other parties thereto, Successor Agent has succeeded to and become invested with all of the rights, powers and privileges and has assumed and is responsible for all liabilities, obligations and duties of Resigning Agent under, among other documents, the Agreement, in each instance, in its capacity as administrative 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 hereby assigns and transfers to Successor Agent and its successors and assigns, all of Resigning Agent's rights, title and interest in and to the Agreement and any goodwill of the business connected with the use of, and symbolized by, the Pledged Collateral (as defined in the Agreement) subject to the Agreement.

This Assignment is made under and governed by the laws of the State of New York applicable to contracts made and to be performed entirely within such State, without regard to conflict of laws principles.

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

RESIGNING AGENT:

CANTOR FITZGERALD SECURITIES

By: 
Name: Nils Horning
Title: Vice President

Assignment of Trademark Security Agreement - FLCA
142294562v1 (CS)

TRADEMARK
REEL: 006817 FRAME: 0825

SUCCESSOR AGENT:

**WILMINGTON SAVINGS FUND
SOCIETY, FSB**

By:
Name:
Title:



Rave D. Goldsborough
Assistant Vice President

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