

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM838905

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of First Lien Security Interest Recorded at Reel/Frame 6738/0394

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Antares Capital LP, as Collateral Agent		09/12/2023	Limited Partnership: DELAWARE

RECEIVING PARTY DATA

Name:	Mariana Systems, LLC
Street Address:	200 W. Monroe Street
Internal Address:	Suite 1330
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	Limited Liability Company: DELAWARE
Name:	Vertice Technologies, LLC
Street Address:	9350 South Dixie Highway
Internal Address:	Suite 1420
City:	Miami
State/Country:	FLORIDA
Postal Code:	33156
Entity Type:	Limited Liability Company: FLORIDA

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	4172170	ALTARETURN
Serial Number:	88154564	VERTICE TECHNOLOGIES
Serial Number:	88233881	M MARIANA SYSTEMS

CORRESPONDENCE DATA

Fax Number: 3128622200

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: 3128628738

Email: michelle.nowicki@kirkland.com

Correspondent Name: Michelle Nowicki

Address Line 1: 300 N. LaSalle

CH \$90.00 4172170

Address Line 2: Kirkland & Ellis LLP
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER: 47326-7

NAME OF SUBMITTER: Michelle Nowicki

SIGNATURE: /Michelle Nowicki/

DATE SIGNED: 09/13/2023

Total Attachments: 4

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TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT (the “Trademark Release and Reassignment”) is made as of September 12, 2023, by Antares Capital LP, in its capacity as collateral agent (“Collateral Agent”) in favor of Mariana Systems, LLC and Vertice Technologies, LLC (together, “Grantors”). Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreement (as defined below) or if not defined therein, in the Credit Agreement (as defined below).

WITNESSETH:

WHEREAS, Grantors and Collateral Agent are parties to that certain First Lien Credit Agreement dated as of September 6, 2019 (as amended, restated, amended and restated, supplemented, extended, waived, renewed, replaced, refinanced or otherwise modified from time to time, the “Credit Agreement”) and that certain First Lien Trademark Security Agreement dated as of September 6, 2019, which was recorded with the United States Patent and Trademark Office (the “USPTO”) on September 6, 2019 at Reel 006738, Frame 0394 (the “Security Agreement”), pursuant to which Grantors granted to Collateral Agent a Lien on and security interest in all of its right, title and interest in its Collateral, including the Trademark Collateral (as defined below) and Trademarks set forth on Schedule A annexed hereto, as security for certain obligations owing by Grantors to Collateral Agent; and

WHEREAS, Grantors has requested that Collateral Agent release its security interest in the Trademark Collateral and reassign any and all rights in the same to Grantors.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Collateral Agent hereby acknowledges full performance of the Secured Obligations and automatically and unconditionally releases and terminates its Lien on and security interest in all of Grantors’ right, title and interest in, to and under the following Collateral of Grantors (collectively, the “Trademark Collateral”):

- (i) all of its Trademarks (other than Excluded Assets), including, without limitation, the Trademarks referred to on Schedule A;
- (ii) all renewals and extensions of the foregoing;
- (iii) all goodwill of the business connected with the use of, and symbolized by, each such Trademark; and
- (iv) 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, violation or other impairment thereof.

2. Collateral Agent hereby reassigns, grants and conveys to Grantors, without any representation, recourse or undertaking by Collateral Agent, any and all of Collateral Agent’s right, title and interest in and to the Trademarks and the Trademark Collateral. The Collateral Agent agrees to execute and deliver to the Grantors all other instruments and other documents as may be necessary or proper to

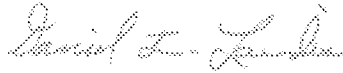
release the Lien on and security interest in the Trademark Collateral. Collateral Agent authorizes the recordation of this Trademark Release and Reassignment with the USPTO.

3. This Trademark Release and Reassignment shall be construed in accordance with and governed by the law of the State of New York. The terms of Section 10.09(b) and Section 10.10 of the Credit Agreement are incorporated herein *mutatis mutandis*.

[Signature Page Follows]

IN WITNESS WHEREOF, Collateral Agent has caused this Trademark Release and Reassignment to be executed by its authorized representative as of the day and year first above written.

ANTARES CAPITAL LP,
as Collateral Agent

By: 

Name: Daniel Landis

Title: Duly Authorized Signatory



SCHEDULE A
to
TRADEMARK RELEASE

UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

United States Trademark Registrations:

OWNER	MARK	REGISTRATION NUMBER
Vertice Technologies, LLC	ALTARETURN	4172170

United States Trademark Applications:

OWNER	MARK	APPLICATION NUMBER
Vertice Technologies, LLC		88154564
Mariana Systems, LLC		88233881