

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM857017

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest at R/F 7722/0227		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		11/14/2023	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Ryan, LLC		
Street Address:	13155 Noel Road		
Internal Address:	Suite 100		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75240		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4182001	RYAN	
Registration Number:	3534879	RYAN	
Registration Number:	3022666	TAXDECISIONERP	
CORRESPONDENCE DATA			
Fax Number:	3128622200		
<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:	3128622272		
Email:	carrie.rosenberg@kirkland.com		
Correspondent Name:	Carrie Rosenberg		
Address Line 1:	Kirkland and Ellis		
Address Line 2:	300 N LaSalle		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	17549-13		
NAME OF SUBMITTER:	Carrie Rosenberg		
SIGNATURE:	/Carrie Rosenberg/		
DATE SIGNED:	11/29/2023		
Total Attachments: 4			

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS
(RYAN, LLC)

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (“Termination and Release”), dated as of November 14, 2023 is made by Bank of America, N.A., a national banking association, as Administrative Agent for the Secured Parties (in such capacity, the “Agent”) in favor of Ryan, LLC (the “Grantor”). Capitalized terms used in this Termination and Release and not otherwise defined herein have the meanings specified in the Credit Agreement (as defined below) or the Security Agreement (as defined below), as applicable.

WITNESSETH:

WHEREAS, the Facility Termination Date under and in respect of that certain Second Amended and Restated Credit Agreement, dated as of May 10, 2022, by and among the Agent, the Grantor, and the Lenders and Guarantors party thereto (as amended, restated, amended and restated, supplemented or otherwise modified, the “Credit Agreement”) has occurred;

WHEREAS, pursuant to the Credit Agreement, the Grantor, the Agent and certain other parties entered into that certain Second Amended and Restated Security and Pledge Agreement, dated as of May 10, 2022, (as amended, restated, amended and restated, supplemented or otherwise modified, the “Security Agreement”), and in accordance with the Security Agreement, the Grantor executed and delivered in favor of the Agent that certain Notice of Grant of Security Interest in Trademarks, dated as of May 10, 2022 (the “Notice of Grant”), which was recorded in the United States Patent and Trademark Office (“USPTO”) on May 16, 2022 at Reel/Frame 7722/0227;

WHEREAS, pursuant to the Security Agreement the Grantor granted a continuing security interest in, and right of set off against (the “Security Interest”) the trademarks listed on Exhibit A (the “Released Trademarks”), notice of which was provided in the USPTO by the recordation of the Notice of Grant; and

WHEREAS, pursuant to the Security Agreement, the Agent now desires to discharge, terminate, cancel and release the Security Interest in the Released Trademarks, and to reassign any and all rights, title, and interest in the same to the Grantor, as provided herein.

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

1. The Agent, for itself and for the benefit of the Secured Parties, hereby irrevocably discharges, terminates, cancels and releases its Security Interest in the Released Trademarks.
2. The Agent hereby assigns, grants and conveys to the Grantor, without any representation, warranty, recourse or undertaking by the Agent, any and all of the Agent’s right, title, and interest in and to the Released Trademarks.

3. The Agent agrees to execute, acknowledge, procure and deliver all further documents and do all such other acts as may be reasonably required or desirable to carry out the purposes of this Termination and Release, including to effect the release of the Agent's security interest contemplated hereby.

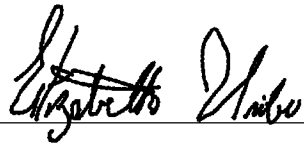
4. The Agent authorizes the Commissioner of the USPTO and any other applicable government authority to record this Termination and Release.

5. This Termination and Release and the rights and obligations of the parties hereto shall be governed by and construed and interpreted in accordance with the laws of the State of New York and shall be binding upon the parties' representatives, successors, assigns and transferees.

[signature page follows]

AGENT:

Bank of America, N.A., as Administrative Agent


By:  _____

Name: Elizabeth Uribe

Title: Assistant Vice President

EXHIBIT A

RELEASED TRADEMARKS

TRADEMARK / COUNTRY	STATUS/REG DATE/REG NO.	OWNER
RYAN United States	Registered Jul 31 2012 Registration No. 4182001	Ryan, LLC
RYAN and Design  United States	Registered Nov 18 2008 Registration No. 3534879	Ryan, LLC
TAXDECISIONERP United States	Registered Dec 06 2005 Registration No. 3022666	Ryan, LLC