

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM857021

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest at R/F 6115/0357

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: 27

Property Type	Number	Word Mark
Registration Number:	2870665	AMERICA'S STATE & LOCAL TAX ADVISORS
Registration Number:	2999317	AN ADVANCED U.S. MULTI-STATE USE TAX DEC
Registration Number:	3538022	INNOVATIVE SOLUTIONS TO TAXING PROBLEMS.
Registration Number:	4739583	ITAC
Registration Number:	4182001	RYAN
Registration Number:	3534879	RYAN
Registration Number:	4251313	RYAN EANALYTICS
Registration Number:	4392456	RYAN ECAPTURE
Registration Number:	3706022	RYAN EEXTRACT
Registration Number:	3803621	RYAN EREVIEW
Registration Number:	3534878	RYAN INNOVATIVE SOLUTIONS TO TAXING PROB
Registration Number:	3672262	RYAN PAC
Registration Number:	4418355	RYAN TAARP
Registration Number:	3491984	RYAN TAX GATEWAY
Registration Number:	4545007	RYAN T-RX
Registration Number:	3022666	TAXDECISIONERP
Registration Number:	4094008	TAXDIRECT
Registration Number:	3075622	TRACKER

CH \$690.00 2870665

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3850594	SECOND DECIMAL
Registration Number:	3861596	TAX SOLUTIONS THAT GET TO THE POINT
Registration Number:	3759105	PINPOINT
Registration Number:	3951378	CONTROLPOINT
Registration Number:	4029509	RATEPOINT
Registration Number:	3800598	COMMANDPOINT
Registration Number:	4223032	FILEPOINT
Registration Number:	1773176	SENIOR SOLUTIONS INCORPORATED
Serial Number:	86119810	ROLE REALITY

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: 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: 5

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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 July 26, 2017 (the “Notice of Grant”), which was recorded in the United States Patent and Trademark Office (“USPTO”) on July 27, 2017 at Reel/Frame 6115/0357;

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.

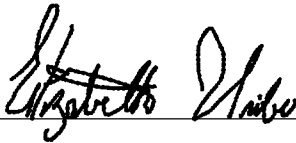
4. The Agent authorizes the Commissioner of the USPTO and any other applicable government authority to record this Termination and Release.

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

Trademarks:

<u>Lein Part/Owner</u>	<u>Trademarks</u>	<u>Registration Number</u>	<u>Registration Date</u>
Ryan, LLC	America's State & Local Tax Advisors	2,870,665	August 3, 2004
Ryan, LLC	An Advanced U.S. Multi-State Use Tax Decision Automation Solution	2,999,317	September 20, 2005
Ryan, LLC	Innovative Solutions to Taxing Problems	3,538,022	November 25, 2008
Ryan, LLC	ITAC	4,739,583	May 19, 2015
Ryan, LLC	Ryan	4,182,001	July 31, 2012
Ryan, LLC	Ryan and Design	3,534,879	November 18, 2008
Ryan, LLC	Ryan eAnalytics	4,251,313	November 27, 2012
Ryan, LLC	Ryan eCapture	4,392,456	August 27, 2013
Ryan, LLC	Ryan eExtract	3,706,022	November 3, 2009
Ryan, LLC	Ryan eReview	3,803,621	June 15, 2010
Ryan, LLC	Ryan Innovative Solutions to Taxing Problems (and Design)	3,534,878	November 18, 2008
Ryan, LLC	Ryan PAC and Design	3,672,262	August 25, 2009
Ryan, LLC	Ryan TAARP	4,418,355	October 13, 2013
Ryan, LLC	Ryan Tax Gateway	3,491,984	August 26, 2008
Ryan, LLC	Ryan T-Rx	4,545,007	June 3, 2014
Ryan, LLC	Tax Decision ERP	3,022,666	December 6, 2005
Ryan, LLC	TaxDirect	4,094,008	January 31, 2012
Ryan, LLC	TRACKER	3,075,622	April 4, 2006
Ryan, LLC	SECOND DECIMAL	3,850,594	September 21, 2010
Ryan, LLC	Tax Solutions That Get To The Point	3,861,596	October 12, 2010
Ryan, LLC	PinPoint	3,759,105	March 9, 2010
Ryan, LLC	ControlPoint	3,951,378	April 26, 2011
Ryan, LLC	RatePoint	4,029,509	September 20, 2011
Ryan, LLC	CommandPoint	3,800,598	June 8, 2010

<u>Loan Party/Owner</u>	<u>Trademarks</u>	<u>Registration Number</u>	<u>Registration Date</u>
Ryan, LLC	FilePoint	4,223032	October 9, 2012
Ryan, LLC	Ryan Online	4,773176	September 17, 2011

Trademark Applications:

<u>Loan Party/Owner</u>	<u>Trademarks</u>	<u>Application Number</u>	<u>Application Date</u>
Ryan, LLC	Role Realty	86/119810	November 15, 2013

TRADEMARK

REEL: 008272 FRAME: 0678