TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Newtek Business Services, Inc.		04/25/2012	CORPORATION:

RECEIVING PARTY DATA

Name:	ABC Funding, LLC
Street Address:	222 Berkeley Street,
Internal Address:	18th Floor
City:	Boston,
State/Country:	MASSACHUSETTS
Postal Code:	02116
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 67

Property Type	Number	Word Mark
Registration Number:	3312445	AT NEWTEK, WE DO IT BETTER.
Registration Number:	3546590	BIZEXEC
Registration Number:	3454309	BIZEXEC
Registration Number:	3241162	CRYSTALTECH
Registration Number:	3315432	CRYSTALTECH WEB HOSTING
Registration Number:	3241164	CT
Registration Number:	3318058	NEWTEK
Registration Number:	3546589	NEWTEK BIZEXEC
Registration Number:	3450028	NEWTEK BIZEXEC
Registration Number:	3344122	NEWTEK BUSINESS SERVICES
Registration Number:	3865773	NEWTEK BUSINESS SOLUTIONS
Registration Number:	3547273	NEWTEK BUSINESS SOLUTIONS
Registration Number:	3929756	NEWT NEWTEK

CH $1690.00 3312445

Registration Number:	3454308	NEWTEK NEWT
Registration Number:	3455741	NEWTEK REFERRAL SYSTEM
Registration Number:	3521979	NEWTEK TECHNOLOGY SERVICES
Registration Number:	3437414	NEWTEK WEB SERVICES
Registration Number:	3455742	NEWTRACKER
Registration Number:	3337878	WEBCONTROLCENTER
Registration Number:	3648453	NEWTEK BUSINESS CREDIT
Registration Number:	3680700	NEWTEK DATA STORAGE
Registration Number:	3781711	NEWTEK WEB DESIGN AND DEVELOPMENT
Registration Number:	3857554	NEWTEK WEB HOSTING
Registration Number:	3870846	WE DO IT BETTER.
Registration Number:	4083618	A NEW WAY TO THINK ABOUT SMALL-BUSINESS IT
Registration Number:	4083613	THE CLOUD AUTHORITY
Registration Number:	4083612	THE CLOUD AUTHORITY
Registration Number:	4028666	THESBA.COM THE SMALL BUSINESS AUTHORITY POWERED BY NEWTEK
Registration Number:	4028665	THE SMALL BUSINESS AUTHORITY
Registration Number:	3955632	THE SMALL BUSINESS AUTHORITY
Registration Number:	4028645	THE SMALL BUSINESS AUTHORITY HOUR
Registration Number:	3929747	NEWTPAY PRO
Registration Number:	3929746	NEWTPAY
Registration Number:	3951155	NEWTEK BUSINESS SERVICES, INC.
Serial Number:	85191534	THESBA.COM THE SMALL BUSINESS AUTHORITY
Serial Number:	85082513	THESBA
Serial Number:	85172740	THE SB AUTHORITY INDEX
Serial Number:	85112600	THE SBA MARKET SENTIMENT SURVEY
Serial Number:	85085282	NEWTEK BUSINESS PARTNERS
Serial Number:	85082518	THE SMALL BUSINESS AUTHORITY INDEX
Serial Number:	85082516	THESBA INDEX
Serial Number:	77940407	NEWTEK SITECENTER
Serial Number:	77953042	T1SBA
Serial Number:	77953038	THE 1 SMALL BUSINESS AUTHORITY
Serial Number:	77953035	THE ONE SMALL BUSINESS AUTHORITY
Serial Number:	77953027	TSBA
Serial Number:	85369225	NEWTEK INSURED CLOUD COMPUTING

Serial Number:	85366371	NEWTEK INSURED HOSTING
Serial Number:	85237164	NEWTEK PAYROLL
Serial Number:	85434336	CAAS
Serial Number:	85423747	CONTINUOUS CYBER SECURITY SCANNING CERTIFICATION
Serial Number:	85423740	CCSS CERTIFICATION
Serial Number:	85423733	CONTINUOUS CYBER SECURITY SCANNING
Serial Number:	85423716	CCSS
Serial Number:	85403775	THE BUSINESS AUTHORITY
Serial Number:	85369249	INSURED CLOUD COMPUTING
Serial Number:	85366364	NEWTEK INSURED WEB SERVICES
Serial Number:	85366361	NEWTEK INSURED MERCHANT PROCESSING
Serial Number:	85366355	NEWTEK INSURED PAYROLL
Serial Number:	85366337	NEWTEK PAYROLL IN THE CLOUD
Serial Number:	85335200	CLOUD COMPUTING AUTHORITY
Serial Number:	85335142	CLOUD AUTHORITY
Serial Number:	85237159	NEWTEK PAYROLL SERVICES
Serial Number:	85366347	NEWTEK CLOUD PAYROLL
Serial Number:	85434324	COMMERCE-AS-A-SERVICE
Serial Number:	85434245	COMMERCE AS A SERVICE
Serial Number:	85191518	THESBA.COM THE SMALL BUSINESS AUTHORITY POWERED BY NEWTEK

CORRESPONDENCE DATA

Fax Number: 2123108007

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-735-4559

Email: vindra.richter@weil.com

Correspondent Name: Vindra Richter c/o Weil Gotshal

Address Line 1: 767 Fifth Ave

Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	76689.0127/ERINMIN/SEC/VR
NAME OF SUBMITTER:	Vindra Richter
Signature:	/vindra richter/
Date:	04/30/2012

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TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of April 25, 2012, by Newtek Business Services, Inc., a New York corporation (the "Grantor"), in favor of ABC Funding, LLC, as administrative agent for the Secured Parties (as defined in the Credit Agreement referred to below) (in such capacity, the "Administrative Agent").

Witnesseth:

WHEREAS, pursuant to the Credit Agreement, dated as of April 25, 2012 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), among the Grantor, as the Borrower, the banks and other financial institutions party thereto, as the Lenders, and the Administrative Agent, the Lenders have severally agreed to make extensions of credit to the Borrower upon the terms and subject to the conditions set forth therein;

WHEREAS, the Grantor is party to a Guarantee and Collateral Agreement of even date herewith in favor of the Administrative Agent (the "Guarantee and Collateral Agreement") pursuant to which it has guaranteed the Obligations and to which it is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Lenders, and the Administrative Agent to enter into the Credit Agreement and to induce the Lenders to make their respective extensions of credit to the Borrower thereunder, the Grantor hereby agrees with the Administrative Agent as follows:

Section 1. Defined Terms.

Unless otherwise defined herein, terms defined in the Credit Agreement or in the Guarantee and Collateral Agreement and used herein have the meaning given to them in the Credit Agreement or the Guarantee and Agreement.

Section 2. Grant of Security Interest in Trademark Collateral.

The Grantor, as collateral security for the full, prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Obligations of such Grantor, hereby mortgages, pledges and hypothecates to the Administrative Agent for the benefit of the Secured Parties, and grants to the Administrative Agent for the benefit of the Secured Parties a lien on and security interest in, all of its right, title and interest in, to and under the following Collateral of such Grantor (the "Trademark Collateral"):

(a) all of its Trademarks and Trademark Licenses to which it is a party, including, without limitation, those referred to on Schedule I hereto;

(b) all goodwill of the business connected with the use of, and symbolized by, each Trademark; and

(c) all Proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present, future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

Section 3. Guarantee and Collateral Agreement.

The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Guarantee and Collateral Agreement and the Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Guarantee and Collateral Agreement and subject to the terms of the Capital One Intercreditor Agreement or the Sterling Intercreditor Agreement, as applicable, in each case, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

Section 4. Ownership of Trademarks

Nothing contained in this Agreement, the Credit Agreement, or the Guarantee and Collateral Agreement, nor any act, omission, or circumstance may be construed as: (a) directly or indirectly conveying to the Administrative Agent any rights in and to the Trademarks (other than the security interest granted pursuant to the Guarantee and Collateral Agreement and all rights with respect thereto) or (b) conveying to the Administrative Agent any right of prior approval of, or any right to prevent the granting of, or any right to rescind any license of any of the Trademarks granted by the Grantor.

[SIGNATURE PAGES FOLLOW]

TRADEMARK
REEL: 004767 FRAME: 0206

IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized offer as of the date first set forth above.

NEWTEK BUSINESS SERVICES, INC.
as Grantor

By: _____
Name:
Title:

STATE OF Wisconsin)

)

COUNTY OF Milwaukee)

The foregoing instrument was acknowledged before me this 4th day of April, 2012, by _____, the _____ of _____, a _____, on behalf of such _____.

Notary Public
Commission expires 12/20/15

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

ACCEPTED AND AGREED
as of the date first above written:

ABC FUNDING, LLC,
as Administrative Agent

By: Summit Partners, L.P.
Its: Manager

By: Summit Master Company, LLC
Its: General Partner

By: Tom Roberts
Name: Tom Roberts
Title: Member

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

Schedule I
to
Trademark Security Agreement

Trademark Registrations

A. REGISTERED TRADEMARKS

Trademark	Registration Number	Application Date
AT NEWTEK, WE DO IT BETTER	3312445	07/12/06
BIZEXEC	3546590; 3454309	04/30/08; 09/15/06
CRYSTALTECH	3241162	09/15/06
CRYSTALTECH WEB HOSTING	3315432	09/15/06
CT & Design	3241164	09/18/06
NEWTEK	3318058	07/12/06
NEWTEK BIZEXEC	3546589; 3450028	04/30/08; 09/15/06
NEWTEK BUSINESS SERVICES	3344122	07/12/06
NEWTEK BUSINESS SOLUTIONS	3865773; 3547273	12/03/09; 09/15/08
NEWTEK + NEWT LOGO	3929756; 3454308	12/03/09; 09/15/08
NEWTEK REFERRAL SYSTEM	3455741	07/12/06
NEWTEK TECHNOLOGY SERVICES	3521979	08/20/07
NEWTEK WEB SERVICES	3437414	06/22/07
NEWTRACKER	3455742	07/12/06
WEBCONTROLCENTER	3337878	09/20/06
NEWTEK BUSINESS CREDIT	3648453	03/20/08
NEWTEK DATA STORAGE	3680700	02/06/08
NEWTEK WEB DESIGN AND DEVELOPMENT	3781711	02/06/08
NEWTEK WEB HOSTING	3857554	12/16/08
WE DO IT BETTER	3870846	12/11/07
A NEW WAY TO THINK ABOUT SMALL-BUSINESS IT	4083618	06/01/11
THE CLOUD AUTHORITY	4083613; 4083612	06/01/11; 06/01/11
THESBA.COM THE SMALL AUTHORITY POWERED BY NEWTEK	4028666	02/24/11
THE SMALL BUSINESS AUTHORITY	4028665; 3955632	02/24/11; 02/01/10
THE SMALL BUSINESS AUTHORITY HOUR	4028645	02/24/11
NEWTPAY PRO	3929747	12/02/09
NEWTPAY	3929746	12/02/09
NEWTEK BUSINESS SERVICES, INC. + NEWT LOGO	3951155	12/11/07

B. TRADEMARK APPLICATIONS

Trademark	Serial Number	Application Date
THESBA.COM THE SMALL BUSINESS	85191534	12/06/10

AUTHORITY		
THESBA	85082513	07/12/10
THE SB AUTHORITY INDEX	85172740	11/09/11
THE SBA MARKET SENTIMENT SURVEY	85112600	08/20/10
NEWTEK BUSINESS PARTNERS	85085282	07/15/10
THE SMALL BUSINESS AUTHORITY INDEX	85082518	07/12/11
THESBA INDEX	85082516	07/12/10
NEWTEK SITECENTER	77940407	02/19/10
T1SBA	77953042	03/08/10
THE 1 SMALL BUSINESS AUTHORITY	77953038	03/08/10
THE ONE SMALL BUSINESS AUTHORITY	77953035	03/08/10
TSBA	77953027	03/08/10
NEWTEK INSURED CLOUD COMPUTING	85369225	07/12/11
NEWTEK INSURED HOSTING	85366371	07/08/11
NEWTEK PAYROLL	85237164	02/08/11
CAAS	85434336	09/28/11
CONTINUOUS CYBER SECURITY SCANNING CERTIFICATION	85423747	09/15/11
CCSS CERTIFICATION	85423740	09/15/11
CONTINOUS CYBER SECURITY SCANNING	85423733	09/15/11
CCSS	85423716	09/15/11
THE BUSINESS AUTHORITY	85403775	08/22/11
INSURED CLOUD COMPUTING	85369249	07/12/11
NEWTEK INSURED WEB SERVICES	85366364	07/08/11
NEWTEK INSURED MERCHANT PROCESSING	85366361	07/08/11
NEWTEK INSURED PAYROLL	85366355	07/08/11
NEWTEK PAYROLL IN THE CLOUD	85366337	07/08/11
CLOUD COMPUTING AUTHORITY	85335200	06/01/11
CLOUD AUTHORITY	85335142	06/01/11
NEWTEK PAYROLL SERVICES	85237159	02/08/11
NEWTEK CLOUD PAYROLL	85366347	07/08/11
COMMERCE-AS-A-SERVICE	85434324	09/28/11
COMMERCE AS A SERVICE	85434245	09/28/11
THESBA.COM THE SMALL BUSINESS AUTHORIY POWERED BY NEWTEK	85191518	12/06/10