

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Sharecare, Inc.		03/08/2013	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Harbert Mezzanine Partners III SBIC, LP
<b>Street Address:</b>	2100 Third Avenue North, Suite 600
<b>City:</b>	Birmingham
<b>State/Country:</b>	ALABAMA
<b>Postal Code:</b>	35203-3371
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Registration Number:	4091330	SHARECARE
Registration Number:	4107804	
Registration Number:	3948274	SHARE CARE
Serial Number:	85842653	ASKMD
Serial Number:	85237452	AN APP A DAY KEEPS THE DOCTOR AWAY
Serial Number:	85237442	AN APP A DAY KEEPS THE DOCTOR AWAY

**CORRESPONDENCE DATA**

Fax Number: 4237858480  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 4237858295  
 Email: pliner@millermartin.com  
 Correspondent Name: Patricia P. Liner  
 Address Line 1: 832 Georgia Avenue  
 Address Line 2: Suite 1000 Volunteer Building  
 Address Line 4: Chattanooga, TENNESSEE 37402-2289

CH \$165.00 4091330

ATTORNEY DOCKET NUMBER:	25385-0005
NAME OF SUBMITTER:	Patricia P. Liner
Signature:	/Patricia P. Liner/
Date:	03/08/2013
Total Attachments: 2 source=Sharecare Security#page1.tif source=Sharecare Security#page2.tif	

**MEMORANDUM OF SECURITY AGREEMENT**

**(TRADEMARKS)**


Pursuant to a Loan and Security Agreement of even date herewith (the "Loan Agreement"), Sharecare, Inc., a Delaware corporation (the "Pledgor"), has granted to Harbert Mezzanine Partners III SBIC, LP, a Delaware limited partnership (the "Secured Party"), a continuing security interest in, and a continuing lien upon, the Collateral (as that term is defined in the Loan Agreement), including the trademarks listed on the annexed Schedule 1, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Trademarks"), together with the goodwill of the business connected with the use of and symbolized by the Trademarks. The Secured Party's security interest in the Trademarks can be terminated only in accordance with the terms of the Loan Agreement.

Dated: March 8, 2013

SHARECARE, INC.

By: Colin B. Daniel  
Name: Colin B. Daniel  
Title: Vice President

Schedule 1

<u>TRADEMARK</u>	<u>OWNER</u>	<u>STATUS</u>	<u>SERIAL No.</u>
ASKMD	Sharecare, Inc.	Application	85842653
AN APP A DAY KEEPS THE DOCTOR AWAY	Sharecare, Inc.	Application	85237452
AN APP A DAY KEEPS THE DOCTOR AWAY	Sharecare, Inc.	Application	85237442
SHARECARE	Sharecare, Inc.	Registered	4091330
	Sharecare, Inc.	Registered	4107804
SHARECARE	Sharecare, Inc.	Registered	3948274