

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Parata Systems, LLC		03/15/2013	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Fifth Third Bank
Street Address:	38 Fountain Square Plaza
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45202
Entity Type:	banking corporation: OHIO

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	791162	BI-TEC
Registration Number:	3343988	ACCUCOUNT
Registration Number:	3317592	ACCUMED
Registration Number:	3326659	APM
Registration Number:	3724392	CIRCLE OF PHARMACY CARE
Registration Number:	3724393	CIRCLE OF PHARMACY CARE FILL SERVE ADHERE
Registration Number:	797894	MISS BRECK
Registration Number:	3625725	MAX
Registration Number:	3589380	MINI
Registration Number:	3680289	ONEPAC
Registration Number:	797895	TOT 'N' TYKE
Registration Number:	2677394	PARATA
Registration Number:	3724403	PARATA
Registration Number:	16865	

TRADEMARK

OP \$790.00 791162

Registration Number:	3802463	PARATA
Registration Number:	3929621	PARATA EXPRESS
Registration Number:	802597	DYNABRITE
Registration Number:	3724555	PARATA PUTS YOU OUT IN FRONT
Serial Number:	85768979	FLEXCHECK
Serial Number:	85236553	NEXT GENERATION PHARMACIST
Serial Number:	85236557	NEXT-GENERATION PHARMACIST
Serial Number:	85658013	P3 PEAK PHARMACY PERFORMANCE
Serial Number:	85507845	PARATA CHECK PASS
Serial Number:	85507847	PARATA FIRST PASS
Serial Number:	77960842	PARATA FRONT RUNNERS CLUB
Serial Number:	85507834	PARATA PASS 208
Serial Number:	85507830	PARATA PASS 500
Serial Number:	85507839	PARATA PASS PACK
Serial Number:	85768982	PARATA PASS SAFE LOADER
Serial Number:	85511544	E-CUE
Serial Number:	85658017	PEAK PHARMACY PERFORMANCE

CORRESPONDENCE DATA

Fax Number: 9195162029
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 9198317029
Email: pat.harris@klgates.com
Correspondent Name: Patricia Harris
Address Line 1: 4350 Lassister at North Hills Ave, S-300
Address Line 4: Raleigh, NORTH CAROLINA 27609

ATTORNEY DOCKET NUMBER:	2851187.00006
NAME OF SUBMITTER:	Anthony J. Barwick
Signature:	/Anthony J. Barwick/
Date:	03/20/2013

Total Attachments: 12
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TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement (this "Agreement") dated as of March 15, 2013 by and between PARATA SYSTEMS, LLC, a Delaware limited liability company (the "Grantor"), having its chief executive office at 2600 Meridian Parkway, Durham, NC 27713, and FIFTH THIRD BANK, as Lender (the "Lender"), with offices at 2600 Meridian Parkway, Durham, NC 27713 pursuant to that certain Credit Agreement, dated as the date hereof, (as amended, restated, supplemented or otherwise modified, the "Credit Agreement") by and among Grantor and the Lender.

This Agreement is executed pursuant to the terms of the Collateral Agreement dated as of the date hereof by and among the Lender and Grantor as amended, restated, supplemented or otherwise modified, the "Collateral Agreement"). Capitalized terms used herein but not defined herein shall have the meaning assigned to them in the Collateral Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants to the Lender, a continuing security interest in all of the Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter arising or acquired:

(i) each Trademark, Trademark registration and Trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application of the Grantor, including, without limitation, each Trademark, Trademark registration and Trademark application described on Schedule A;

(ii) each Trademark License, including, without limitation, each Trademark License described on Schedule B;

(iii) all claims by the Grantor against third parties for (a) past, present or future infringement or dilution of any Trademark or Trademark registration, including, without limitation, any Trademark or Trademark registration described on Schedule A or under any Trademark licensed under any Trademark License, including, without limitation, any Trademark License described on Schedule B, (b) injury to the goodwill associated with any Trademark, Trademark registration or Trademark License or (c) breach or enforcement of any Trademark License; and

(iv) all products and proceeds of the foregoing.

The rights and remedies of the Lender with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Collateral Agreement, the provisions of the Collateral Agreement shall govern.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

PARATA SYSTEMS, LLC, as Grantor

By: [Signature]
Name: Deborah J. Murphy, Jr.
Title: CFO

ACKNOWLEDGMENT

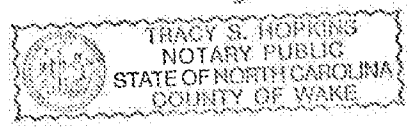
STATE OF North Carolina
COUNTY OF Wake

I, Tracy S. Hopkins, a Notary Public for said County and State, do hereby certify that Daniel J. Donaghy, Jr. personally appeared before me this day and stated that (s)he is CFO of Parata Systems, LLC and acknowledged, on behalf of Parata Systems, LLC the due execution of the foregoing instrument.

Witness my hand and official seal, this 15th day of March, 2013.

[Signature]
Notary Public

My commission expires:
7/4/15



[Signature Pages Continue]

Agreed and Accepted as of the
date first written above.

FIFTH THIRD BANK
as Lender

By: Martin D.
Name: Martin Green
Title: vice president

[Trademark Security Agreement]

TRADEMARK
REEL: 004986 FRAME: 0430

Schedule A to Trademark Security Agreement

[Trademark Security Agreement]

TRADEMARK
REEL: 004986 FRAME: 0431

Mark	Geographic Region	Status	Reg or Appln No.	Description of Good/Services
ACCUCOUNT	Canada	Registered	TMA797,162	Pharmacy scales for counting and weighing pharmaceutical products
ACCUCOUNT	United States	Registered	3,343,988	Pharmacy scales for counting and weighing pharmaceutical products Automated storage and retrieval systems for storing and dispensing medicine, namely, automated dispensers for pills or capsules sold empty and cabinets to hold the dispensers, counting heads in the nature of a mechanical device that releases pills and capsules from the dispenser into a chute and computer hardware and software to operate the dispensers, all of the foregoing sold together as a unit.
ACCUMED	United States	Registered	3,317,592	Vending machine that dispenses patient-specific finished prescriptions
APM	European Union	Registered	004966743	Vending machine that dispenses patient-specific finished prescriptions
APM	Japan	Registered	4978884	Vending machine that dispenses patient-specific finished prescriptions
APM	United States	Registered	3,326,659	Vending machine that dispenses patient-specific finished prescriptions Automated dispensing machines for pharmaceuticals. Installation, maintenance and repair of automated dispensing machines for pharmaceuticals. Training in the use and handling of automated dispensing machines for pharmaceuticals. Technical support services, namely, monitoring of automated dispensing machines for pharmaceuticals; Technical support services, namely, troubleshooting in the nature of diagnosis of problems with automated dispensing machines for pharmaceuticals.
CIRCLE OF PHARMACY CARE	United States	Registered	3,724,392	Automated dispensing machines for pharmaceuticals. Installation, maintenance and repair of automated dispensing machines for pharmaceuticals. Training in the use and handling of automated dispensing machines for pharmaceuticals. Technical support services, namely, monitoring of automated dispensing machines for pharmaceuticals; Technical support services, namely, troubleshooting in the nature of diagnosis of problems with automated dispensing machines for pharmaceuticals.

CIRCLE OF PHARMACY CARE FILL SERVE ADHERE and Design	United States	Registered	3,724,393	Automated dispensing machines for pharmaceuticals. Installation, maintenance and repair of automated dispensing machines for pharmaceuticals. Training in the use and handling of automated dispensing machines for pharmaceuticals. Technical support services, namely, monitoring of automated dispensing machines for pharmaceuticals; Technical support services, namely, troubleshooting in the nature of diagnosis of problems with automated dispensing machines for pharmaceuticals. Automated system comprising imaging apparatus and computer software for enabling verification of filled prescriptions via an offsite pharmacist; Automated system comprising monitor, video camera, microphone and computer software for enabling live consultation between a healthcare professional, patient and offsite pharmacist.
FLEXCHECK	United States	Pending	85/768,979	Automated dispensing machines for pharmaceuticals
MAX	Canada	Registered	TMA797,894	Automated pharmaceutical dispensing machines for pharmacy use
MAX	United States	Registered	3,625,725	Automated pharmaceutical dispensing machines for pharmacy use
MINI	Canada	Pending	1,560,325	Automated pharmaceutical dispensing machines for pharmacy use
MINI	United States	Registered	3,589,380	Printed reports featuring information in the field of current trends in pharmacological practice.
NEXT GENERATION PHARMACIST & DESIGN	Canada	Pending	1,538,095	An annual awards program to recognize those pharmacists who demonstrate leadership in innovating in the field of pharmacy

NEXT GENERATION PHARMACIST LOGO	United States	Pending	85/236,553	<p>practice. Providing a website featuring information in the field of current trends in pharmacological practice.</p> <p>Printed reports featuring information in the field of current trends in pharmacological practice. An annual awards program to recognize those pharmacists who demonstrate leadership in innovating in the field of pharmacy practice. Providing a website featuring information in the field of current trends in pharmacological practice. Printed reports featuring information in the field of current trends in pharmacological practice. An annual awards program to recognize those pharmacists who demonstrate leadership in innovating in the field of pharmacy practice. Providing a website featuring information in the field of current trends in pharmacological practice. Printed reports featuring information in the field of current trends in pharmacological practice. An annual awards program to recognize those pharmacists who demonstrate leadership in innovating in the field of pharmacy practice. Providing a website featuring information in the field of current trends in pharmacological practice. Printed reports featuring information in the field of current trends in pharmacological practice. An annual awards program to recognize those pharmacists who demonstrate leadership in innovating in the field of pharmacy practice.</p>
NEXT- GENERATION PHARMACIST	Canada	Pending	1,538,094	<p>practice. Providing a website featuring information in the field of current trends in pharmacological practice. Printed reports featuring information in the field of current trends in pharmacological practice. An annual awards program to recognize those pharmacists who demonstrate leadership in innovating in the field of pharmacy practice. Providing a website featuring information in the field of current trends in pharmacological practice. Printed reports featuring information in the field of current trends in pharmacological practice. An annual awards program to recognize those pharmacists who demonstrate leadership in innovating in the field of pharmacy practice.</p>
NEXT- GENERATION PHARMACIST	United States	Pending	85,236,557	<p>practice. Providing a website featuring information in the field of current trends in pharmacological practice. Printed reports featuring information in the field of current trends in pharmacological practice. An annual awards program to recognize those pharmacists who demonstrate leadership in innovating in the field of pharmacy practice.</p>
ONEPAC	United States	Registered	3,680,289	<p>Plastic films used as packaging for preparing medication pouches</p>

P3 PEAK
PHARMACY
PERFORMANCE

Logo	United States	Pending	85/658,013
PARATA	Canada	Registered	TMA797,895
PARATA	Saudi Arabia	Pending	157903
PARATA	Singapore	Pending	T1205641Z
PARATA	United States	Registered	2,677,394

containing single or multiple medications in doses of use for individual patients.
Commercial assistance relating to systems implementation and system integration of pharmaceutical dispensing equipment into individual pharmacy practices; business consulting services, namely monitoring and reporting of employee workflow optimization.

Automate dispensing machines for pharmaceuticals
Automated dispensing machines for pharmaceuticals
Automated dispensing machines for pharmaceuticals
Automated pharmaceutical dispensing machines.

TRADEMARKS

PARATA	United States	Registered	3,724,403
PARATA and Design	North Carolina	Registered	T-16,865

Automated dispensing machines for pharmaceuticals.
Installation, maintenance and repair of automated dispensing machines for pharmaceuticals.
Training in the use and handling of automated dispensing machines for pharmaceuticals.
Technical support services, namely, monitoring of automated dispensing machines for pharmaceuticals; Technical support services, namely, troubleshooting in the nature of diagnosis of problems with automated dispensing machines for pharmaceuticals.
Measuring and scientific equipment (produces automated pharmaceutical dispensing machines)

PARATA and Design	United States	Registered	3,802,463	Automated dispensing machines for pharmaceuticals. Installation, maintenance and repair of automated dispensing machines for pharmaceuticals. Training in the use and handling of automated dispensing machines for pharmaceuticals. Technical support services, namely, monitoring of automated dispensing machines for pharmaceuticals; Technical support services, namely, troubleshooting in the nature of diagnosis of problems with automated dispensing machines for pharmaceuticals. Automated equipment to inspect medication packages for proper dosages.
PARATA CHECK PASS	United States	Pending	85/507,845	Automated dispensing machines for pharmaceuticals.
PARATA EXPRESS	United States	Registered	3,929,621	Automated dispensing equipment for dispensing prepackaged unit and multi-dose strip medication packages for individual patients.
PARATA FIRST PASS	United States	Pending	85/507,847	An incentive awards program that provides customers with discounts, credits and/or non-cash allowances or remunerations for the purpose of promoting and rewarding loyalty.
PARATA FRONT RUNNERS CLUB	United States	Pending	77/960,842	Automated dispensing machines for pharmaceuticals
PARATA MAX	Saudi Arabia	Pending	157904	Automated dispensing machines for pharmaceuticals
PARATA MAX	Singapore	Pending	T1205641H	Automated packaging equipment for preparation of unit and multi-dose strip medication packaging.
PARATA PASS 208	United States	Pending	85/507,834	Automated packaging equipment for preparation of unit and multi-dose strip medication packaging.
PARATA PASS 500	United States	Pending	85/507,830	Plastic films used as packaging for strip medication pouches containing unit or multi-dose medication packaging for individual patients.
PARATA PASS PACK	United States	Pending	85/507,839	

PARATA PASS SAFE LOADER	United States	Pending	85/768,982	Pharmaceutical apparatus, namely, an automated system comprising a computer, monitor, scanner, tray, lighted loading station and computer software for use in the collection of pharmaceuticals in fulfillment of prescription orders;
PARATA PASS WARE	United States	Pending	85/511,544	Pharmaceutical apparatus namely, a portable tray for use in the collection of pharmaceuticals in fulfillment of prescription orders and for use with a medication packaging machine for the packaging of medications in patient specific strip packages.
PARATA PUTS YOU OUT IN FRONT	Canada	Registered	TMA802,597	Software allowing for the function of an intelligent high speed medication packager that automatically tracks medications and ensures refilling and perpetual inventory.
PARATA PUTS YOU OUT IN FRONT	United States	Registered	3,724,555	Automated dispensing machines for pharmaceuticals Automated dispensing machines for pharmaceuticals. Installation, maintenance and repair of automated dispensing machines for pharmaceuticals. Training in the use and handling of automated dispensing machines for pharmaceuticals. Technical support services, namely, monitoring of automated dispensing machines for pharmaceuticals; Technical support services, namely, troubleshooting in the nature of diagnosis of problems with automated dispensing machines for pharmaceuticals. Commercial assistance relating to systems implementation and system integration of pharmaceutical dispensing equipment into individual pharmacy practices;
PEAK PHARMACY PERFORMANCE	United States	Pending	85/658,017	

business consulting services,
namely monitoring and reporting
of employee workflow
optimization.

Schedule B to Trademark Security Agreement

TRADEMARK LICENSES

None.