

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
DG3 NORTH AMERICA, INC.		07/02/2013	CORPORATION: NEW JERSEY

**RECEIVING PARTY DATA**

Name:	COLE TAYLOR BANK, as Agent
Street Address:	9550 W. Higgins Road
City:	Rosemont
State/Country:	ILLINOIS
Postal Code:	60018
Entity Type:	Banking Corporation: ILLINOIS

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	2990585	CLIENTNET
Registration Number:	3769811	PHARMAID SOLUTIONS
Registration Number:	3775238	DG3 DIVERSIFIED GLOBAL GRAPHICS GROUP
Registration Number:	3775237	DG3
Registration Number:	2258963	WORLD RESEARCH LINK
Registration Number:	2369760	WRL
Registration Number:	3685281	ATLANTIC YACHT DOCUMENTATION
Registration Number:	2671443	KITBUILDER

**CORRESPONDENCE DATA**

Fax Number: 3128637806  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 312-863-7198  
 Email: nancy.brougher@goldbergekohn.com

OP \$215.00 2990585

Correspondent Name: Nancy Brougher  
Address Line 1: Goldberg Kohn Ltd.  
Address Line 2: 55 East Monroe Street, Suite 3300  
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	5055.051
NAME OF SUBMITTER:	Nancy Brougher
Signature:	/njb/
Date:	07/02/2013

Total Attachments: 4  
source=Grant of Security Interest in Trademarks#page1.tif  
source=Grant of Security Interest in Trademarks#page2.tif  
source=Grant of Security Interest in Trademarks#page3.tif  
source=Grant of Security Interest in Trademarks#page4.tif

## GRANT OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, DG3 NORTH AMERICA, INC. ("Grantor"), owns the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith, set forth on Schedule A attached hereto; and

WHEREAS, COLE TAYLOR BANK, an Illinois banking corporation, in its capacity as agent for itself and for certain other lenders (the "Grantee"), desires to acquire a security interest in, and lien on, all of Grantor's right, title and interest in and to Grantor's trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith; and

WHEREAS, Grantor is willing to grant to the Grantee a security interest in and lien upon the trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith described above,

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, and subject to the terms and conditions of the Credit and Security Agreement, dated as of July 2, 2013, among the Grantor, DG3 Holdings, LLC, DG3 Group America, Inc., the Grantee, and certain other financial institutions party thereto from time to time as lenders (as amended from time to time, the "**Credit Agreement**"), Grantor hereby grants to the Grantee a security interest in, and a lien upon, all of Grantor's right, title and interest in and to (i) the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith (the "**Marks**") set forth on Schedule A attached hereto, in each case together with (ii) all Proceeds (as such term is defined in the Credit Agreement and in the Uniform Commercial Code as in effect in the State of Illinois) of the Marks, (iii) all of the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks or unfair competition regarding the same.

This GRANT OF SECURITY INTEREST IN TRADEMARKS is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in the Credit Agreement) and shall be effective as of the date of the Credit Agreement.

This Grant of Security Interest in Trademarks has been granted in conjunction with the security interest granted to Grantee under the Credit Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Credit Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant of Security Interest in Trademarks are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest in Trademarks as of the 2<sup>nd</sup> day of July, 2013.

**GRANTOR:**

DG3 NORTH AMERICA, INC.,  
a New Jersey corporation

By: Gerald A Baillargeon  
Name: Gerald Baillargeon  
Title: Treasurer and Chief Financial Officer

**GRANTEE:**

COLE TAYLOR BANK,  
an Illinois banking corporation,  
as agent for itself and certain other lenders

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest in Trademarks as of the 2<sup>nd</sup> day of July, 2013.

**GRANTOR:**

DG3 NORTH AMERICA, INC.,  
a New Jersey corporation

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

**GRANTEE:**

COLE TAYLOR BANK,  
an Illinois banking corporation,  
as agent for itself and certain other lenders

By: Ellen T. Cook

Print Name: Ellen T. Cook

Title: Group Senior Vice President

SCHEDULE A

Registered Trademarks Owned:

MARK	SERIAL NUMBER	REGISTRATION NUMBER	REGIS. DATE
CLIENTNET	78362660	2990585	08/30/05
PHARMAID SOLUTIONS	77532426	3769811	04/06/10
DG3 DIVERSIFIED GLOBAL GRAPHICS GROUP	77337119	3775238	04/13/10
DG3	77337118	3775237	04/13/10
WORLD RESEARCH LINK	75411894	2258963	07/06/99
WRL	75411536	2369760	07/25/00
ATLANTIC YACHT DOCUMENTATION	77591219	3685281	09/22/09
KITBUILDER	76292662	2671443	01/07/03