

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
D4D Technologies, LLC		09/30/2013	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Henry Schein, Inc.
Street Address:	135 Duryea Road
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	3711199	360° E4D EXPERIENCE
Registration Number:	3608475	ACCENT
Registration Number:	3499874	AUTOGENESIS
Registration Number:	4237172	D4D
Registration Number:	3513175	DENTALOGIC
Registration Number:	3399669	E4D
Registration Number:	4119037	E4D COMPASS
Registration Number:	4197397	E4D DENTIST
Serial Number:	85850545	E4D HALO
Registration Number:	4060749	E4D SKY
Serial Number:	77963743	E4D SOLO
Serial Number:	86074673	E4D E4D TECHNOLOGIES
Registration Number:	3764060	ICE
Registration Number:	3602406	MODERN DENTISTRY MODERN LIFESTYLES

CH \$440.00 3711199

TRADEMARK

Serial Number:	85944244	NEVO
Registration Number:	3819864	RAPID SCAN
Serial Number:	86074670	THE NATURAL EVOLUTION OF DIGITAL DENTIST

CORRESPONDENCE DATA

Fax Number: 2129692900
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-969-3000
 Email: trademark@proskauer.com
 Correspondent Name: Jenifer deWolf Paine
 Address Line 1: Proskauer Rose LLP
 Address Line 2: Eleven Times Square
 Address Line 4: New York, NEW YORK 10036-8299

ATTORNEY DOCKET NUMBER:	36142-016
NAME OF SUBMITTER:	Jenifer deWolf Paine
Signature:	/Jenifer deWolf Paine/
Date:	10/11/2013

Total Attachments: 5
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TRADEMARK SECURITY AGREEMENT, dated as of September 30, 2013 (this "Agreement"), between D4D Technologies, LLC (the "Grantor") and Henry Schein, Inc., as administrative agent (in such capacity, the "Administrative Agent").

W I T N E S S E T H:

Reference is made to the Credit Agreement dated as of September 30, 2013 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), among the Grantor, the several entities party thereto from time to time and the Agent. The Lenders and the Agent have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement. The Grantor is willing to execute and deliver this Agreement in order to induce the Lenders to make Loans.

Accordingly, the parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Credit Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, the Grantor hereby grants to the Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest (the "Security Interest") in all of such Grantor's right, title and interest in, to and under the United States trademark registrations and applications listed on Schedule I attached hereto, including all Proceeds and products thereof and all rights to sue for past, present and future infringements, misappropriations or violations thereof (the "Trademark Collateral").


SECTION 3. Credit Agreement. The Security Interest granted to the Administrative Agent herein is granted in furtherance, and not in limitation, of the security interests granted to Agent pursuant to the Credit Agreement. The Grantor hereby acknowledges and affirms that the rights and remedies of Agent with respect to the Trademark Collateral are more fully set forth in the Credit Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Credit Agreement, the terms of the Credit Agreement shall govern.

SECTION 4. Governing Law. This Trademark Security Agreement shall be governed by, and construed and interpreted in accordance with, the law of the State of Delaware.

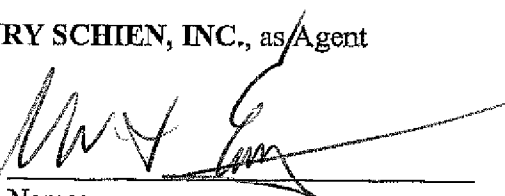
SECTION 5. Counterparts. This Agreement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original but all of which when taken together shall constitute a single contract. Delivery of an executed signature page to this Agreement by facsimile or other electronic transmission shall be effective as delivery of a manually signed counterpart of this Agreement.

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.


D4D TECHNOLOGIES, LLC, as Grantor

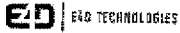
By: 
Name: MARK Q. MADLING
Title: OFFICE OF THE CEO

HENRY SCHIEN, INC., as Agent

By: 
Name:
Title:

Schedule I

Title	Country	Registration Number	Registration Date	Claimant
360° E4D EXPERIENCE	United States	3711199	11/17/2009	D4D Technologies, LLC
ACCENT	United States	3608475	04/21/2009	D4D Technologies, LLC
AUTOGENESIS	United States	3499874	09/09/2008	D4D Technologies, LLC
D4D	Australia	1011543	05/11/2005	D4D Technologies, LLC
D4D	Canada	TMA724035	09/18/2008	D4D Technologies, LLC
D4D	European Union (CTM)	003935616	02/05/2008	D4D Technologies, LLC
D4D	New Zealand	715479	01/20/2005	D4D Technologies, LLC
D4D	United States	4237172	11/06/2012	D4D Technologies, LLC
D4D (Logo) 	Japan	4974520	07/28/2006	D4D Technologies, LLC
DENTALOGIC	United States	3513175	10/07/2008	D4D Technologies, LLC
E4D	United States	3399669	03/18/2008	D4D Technologies, LLC
E4D COMPASS	United States	4119037	03/27/2012	D4D Technologies, LLC

Title	Country	Registration Number	Registration Date	Claimant
E4D Dentist	United States	4197397	08/28/2012	D4D Technologies, LLC
E4D HALO (Application Pending)	United States	85/850545 (Serial No.)	02/14/2013 (Filing date)	D4D Technologies, LLC
E4D SKY	United States	4060749	11/22/2011	D4D Technologies, LLC
E4D SOLO (Application Pending)	United States	77/963743 (Serial No.)	03/19/2010 (Filing date)	D4D Technologies, LLC
E4D TECHNOLOGIES (and Design)  (Application Pending)	United States	86/074673 (Serial No.)	09/25/2013 (Filing Date)	D4D Technologies, LLC
EVOLUTION4D	Australia	1011496	11/29/2004	D4D Technologies, LLC
EVOLUTION4D	Canada	TMA732751	01/20/2009	D4D Technologies, LLC
EVOLUTION4D	New Zealand	715480	10/28/2005	D4D Technologies, LLC
ICE	United States	3764060	03/23/2010	D4D Technologies, LLC
ICEVERYTHING	European Union (CTM)	007385248	06/10/2009	D4D Technologies, LLC
MODERN DENTISTRY MODERN LIFESTYLES	United States	3602406	04/07/2009	D4D Technologies, LLC
NEVO (Application Pending)	United States	85/944,244 (Serial No.)	05/28/2013 (Filing Date)	D4D Technologies, LLC

Title	Country	Registration Number	Registration Date	Claimant
RAPID SCAN	United States	3819864	07/13/2010	D4D Technologies, LLC
THE NATURAL EVOLUTION OF DIGITAL DENTISTRY (Application Pending)	United States	86/074670 (Serial No.)	09/25/2013 (Filing Date)	D4D Technologies, LLC