

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Acknowledgment of Continuing Trademark Security Interest		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Precision Dialogue Marketing, LLC	FORMERLY Metrics Marketing Group, LLC	01/31/2014
			Entity Type
			LIMITED LIABILITY COMPANY: OHIO
RECEIVING PARTY DATA			
Name:	U.S. Bank National Association, as administrative agent		
Street Address:	800 Nicollet Mall		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3942945	ATOM
CORRESPONDENCE DATA			
Fax Number:	6123408827		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	612.492.6842		
Email:	ip.docket@dorsey.com		
Correspondent Name:	Jeffrey R. Cadwell		
Address Line 1:	Dorsey & Whitney LLP		
Address Line 2:	50 South Sixth Street, Suite 1500		
Address Line 4:	Minneapolis, MINNESOTA 55402-1498		
ATTORNEY DOCKET NUMBER:	059235-10120		
NAME OF SUBMITTER:	Jeffrey R. Cadwell		
Signature:	/Jeffrey R. Cadwell/		

OP \$40.00 3942945

Date:

02/13/2014

Total Attachments: 4

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ACKNOWLEDGEMENT OF CONTINUING TRADEMARK SECURITY INTEREST

This ACKNOWLEDGEMENT OF CONTINUING TRADEMARK SECURITY INTEREST, dated as of January 31, 2014, by PRECISION DIALOGUE MARKETING, LLC, an Ohio limited liability company (f/k/a Metrics Marketing Group, LLC, an Ohio limited liability company) in favor of U.S. BANK NATIONAL ASSOCIATION, in its capacity as Administrative Agent (the "Agent") for the Lenders (as defined below).

WITNESSETH:

WHEREAS, on November 1, 2012, Metrics Marketing Group, LLC changed its name to Precision Dialogue Marketing, LLC;

WHEREAS, on January 30, 2014, the name change was recorded with the Trademark Division of the United States Patent and Trademark Office ("PTO") against the trademark registrations identified on Schedule I at Reel 5204, Frame 0457;

WHEREAS, pursuant to that certain Credit Agreement dated as July 26, 2011 by and among Metrics Marketing Group LLC, an Ohio limited liability company, Northwest Mailing Service, Inc., an Illinois corporation, Linden-Taylor Corp., an Illinois corporation, the lenders party thereto from time to time (the "Lenders"), U.S. Bank National Association, as administrative agent, and others party thereto (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, replaced, supplemented or otherwise modified from time to time, the "Credit Agreement"), Lenders have agreed to make certain loans and financial accommodations to the Company;

WHEREAS, Agent and Lenders are willing to make certain loans and financial accommodations as provided for in the Credit Agreement, but only upon the condition, among others, that the Grantor shall have executed and delivered to Agent, for itself and the ratable benefit of the Secured Parties, that certain Amended and Restated Pledge and Security Agreement and Irrevocable Proxy (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement");

WHEREAS, pursuant to the Security Agreement, Metrics Marketing Group, LLC executed and delivered to the Agent, for itself and the ratable benefit of the Secured Parties, a Confirmatory Grant of Security Interest in Trademarks, which was recorded with the United States Patent and Trademark Office on July 27, 2011, at Reel 4592, Frame 0039;

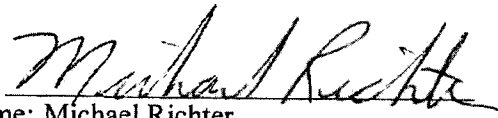
NOW, THEREFORE, the undersigned parties declare the following:

1. The Confirmatory Grant of Security Interest in Trademarks is continuing and valid in all respects.
2. Precision Dialogue Marketing, LLC is now the Grantor under the Confirmatory Grant of Security Interest in Trademarks.

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

PRECISION DIALOGUE MARKETING,
LLC, as Grantor

By: 
Name: Michael Richter
Title: Chief Financial Officer

ACCEPTED AND ACKNOWLEDGED BY:

U. S. BANK NATIONAL ASSOCIATION,
as Administrative Agent

By:



Name: Bradley R. Sprang

Title: Senior Vice President

**SCHEDULE I
TO
ACKNOWLEDGEMENT OF CONTINUING TRADEMARK SECURITY INTEREST**

TRADEMARK REGISTRATIONS

Trademark	Reg. No.	Reg. Date	Country
ATOM	3,942,945	4/12/2011	United States

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