

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM301362

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MERKLE GROUP INC.		03/31/2014	CORPORATION: MARYLAND
RECEIVING PARTY DATA			
Name:	Manufacturers and Traders Trust Company, as Administrative Agent		
Also Known As:	M&T Bank		
Street Address:	25 S. Charles Street		
Internal Address:	12th Floor		
City:	Baltimore		
State/Country:	MARYLAND		
Postal Code:	21201		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4315672	MERKLE	
Serial Number:	86061638	CONNECTED CRM	
CORRESPONDENCE DATA			
Fax Number:	4439571917		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	410-385-5081		
Email:	LBELL@GEBSMITH.COM		
Correspondent Name:	Laura Bell, Legal Assist		
Address Line 1:	1 South Street, Suite 2200		
Address Line 4:	Baltimore, MARYLAND 21202		
ATTORNEY DOCKET NUMBER:	JSB 29517		
NAME OF SUBMITTER:	/Jean Sheftic Bilodeau/		
SIGNATURE:	/Jean Sheftic Bilodeau/		
DATE SIGNED:	04/14/2014		
Total Attachments: 3			
source=Notice of Grant of Security Interest in Trademarks - Merkle Group - EXECUTED#page1.tif			
source=Notice of Grant of Security Interest in Trademarks - Merkle Group - EXECUTED#page2.tif			

OP \$65.00 4315672

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of March 31, 2014 (as the same may be amended, modified, extended or restated from time to time, the “*Agreement*”) by and among the Obligors thereto (each an “*Obligor*” and collectively, the “*Obligors*”) and **MANUFACTURERS AND TRADERS TRUST COMPANY**, as Administrative Agent (the “*Administrative Agent*”) for the “*Secured Parties*” referenced therein, whose address is located at 25 S. Charles Street, 12th Floor, Baltimore, Maryland 21201, Attention: Ajibola Fadahunsi, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, and hereby grants to the Administrative Agent for the ratable benefit of the Secured Parties a continuing security interest in and to, the trademarks and trademark applications shown below:

TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
Merkle	4,315,672	04/09/13
Connected CRM	86061638	09/11/13

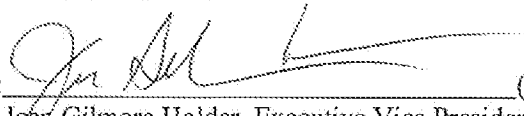
[Signature Pages Follow]

Signature Page to Notice of Grant of Security Interest in Trademarks:

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that (A) the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement, and (ii) is not to be construed as an assignment of any trademark or trademark application, and (B) the rights and remedies of the Secured Parties with respect thereto are more fully set forth in the Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

Very truly yours,

MERKLE GROUP INC.

By:  (SEAL)
Jean Gilmore Holder, Executive Vice President,
Chief Financial Officer and Treasurer

Address:
7001 Columbia Gateway Drive
Columbia, Maryland 21046

Acknowledged and Accepted:

Manufacturers and Traders Trust Company,
as Administrative Agent

By: _____
Name:
Title:

Signature Page to Notice of Grant of Security Interest in Trademarks:

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that (A) the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement, and (ii) is not to be construed as an assignment of any trademark or trademark application, and (B) the rights and remedies of the Secured Parties with respect thereto are more fully set forth in the Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

Very truly yours,

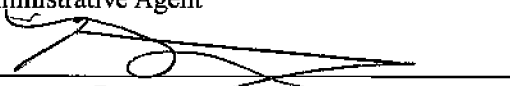
MERKLE GROUP INC.

By: _____ (SEAL)
Jean Gilmore Holder, Executive Vice President,
Chief Financial Officer and Treasurer

Address:
7001 Columbia Gateway Drive
Columbia, Maryland 21046

Acknowledged and Accepted:

Manufacturers and Traders Trust Company,
as Administrative Agent

By: 
Name: *Brendan Mahoney*
Title: *VP*