

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM300851

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Center for Orthopedic Research and Education, Inc.		04/08/2014	CORPORATION: ARIZONA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MidCap Financial, LLC		
<b>Street Address:</b>	7255 Woodmont Avenue		
<b>City:</b>	Bethesda		
<b>State/Country:</b>	MARYLAND		
<b>Postal Code:</b>	20814		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4164738	THE CORE INSTITUTE CENTER FOR ORTHOPEDIC	
<b>Registration Number:</b>	3090825	THE CORE INSTITUTE	
<b>Registration Number:</b>	3133583	CORE-THE CENTER FOR ORTHOPEDIC RESEARCH	
<b>Registration Number:</b>	3327351	KEEP LIFE IN MOTION	
<b>Registration Number:</b>	4275619	CORE INK	
<b>Serial Number:</b>	86067242	THE MOTIONSTORE	
<b>Serial Number:</b>	86182233	EXCELLENCE HEADQUARTERS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6152446804		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	615-850-8741		
<b>Email:</b>	rfelber@wallerlaw.com		
<b>Correspondent Name:</b>	Robert P. Felber, Jr.		
<b>Address Line 1:</b>	c/o Waller Lansden Dortch & Davis, LLP		
<b>Address Line 2:</b>	511 Union Street, Suite 2700		
<b>Address Line 4:</b>	Nashville, TENNESSEE 37219		
<b>ATTORNEY DOCKET NUMBER:</b>	025987.45039		
<b>NAME OF SUBMITTER:</b>	Robert P. Felber, Jr.		

OP \$190.00 4164738

<b>SIGNATURE:</b>	/ROBERT P. FELBER, JR./
<b>DATE SIGNED:</b>	04/09/2014
<b>Total Attachments: 5</b> source=MidCap_CORE_Form_Trademark_Security_Agreement#page1.tif source=MidCap_CORE_Form_Trademark_Security_Agreement#page2.tif source=MidCap_CORE_Form_Trademark_Security_Agreement#page3.tif source=MidCap_CORE_Form_Trademark_Security_Agreement#page4.tif source=MidCap_CORE_Form_Trademark_Security_Agreement#page5.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

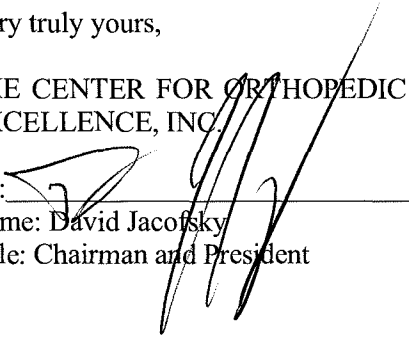
Please be advised that pursuant to the Credit and Security Agreement dated as of April 8, 2014 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among The Center for Orthopedic and Research Excellence, Inc. ("Borrower"), the other borrowers party thereto, MidCap Financial, LLC, as agent ("Agent") for the Lenders referenced therein (collectively, the "Lenders"), and the Lenders, the undersigned Borrower has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 hereto to Agent for the ratable benefit of the Lenders.

The undersigned Borrower and Agent, on behalf of the Lenders, hereby acknowledge and agree that 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.

**[Signature Page Follows]**

Very truly yours,

THE CENTER FOR ORTHOPEDIC AND RESEARCH  
EXCELLENCE, INC.

By:   
Name: David Jacofsky  
Title: Chairman and President

Acknowledged and Accepted:

MIDCAP FINANCIAL, LLC, as Agent

By: \_\_\_\_\_  
Name: Maurice Amsellem  
Title: Managing Director

[Signature Page to Notice of Grant of Security Interest in Trademarks]

11653903

**TRADEMARK**  
**REEL: 005263 FRAME: 0227**

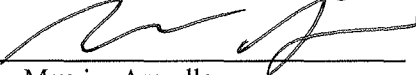
Very truly yours,

THE CENTER FOR ORTHOPEDIC AND RESEARCH  
EXCELLENCE, INC.

By: \_\_\_\_\_  
Name: David Jacofsky  
Title: Chairman and President

Acknowledged and Accepted:

MIDCAP FINANCIAL, LLC, as Agent

By:   
Name: Maurice Amsellem  
Title: Managing Director


[Signature Page to Notice of Grant of Security Interest in Trademarks]

11653903

**TRADEMARK**  
**REEL: 005263 FRAME: 0228**

Schedule 1  
To  
Notice of Grant of Security Interest in Trademarks  
**U.S. Trademarks and Trademark Applications**


**Registered Marks**

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
<b>CORE Design</b> 	4,164,738	June 26, 2012
<b>THE CORE INSTITUTE®</b>	3,090,825	May 9, 2006
<b>CORE-THE CENTER FOR ORTHOPEDIC RESEARCH AND EDUCATION®</b>	3,133,583	August 22, 2006
<b>KEEP LIFE IN MOTION®</b>	3,327,351	October 30, 2007
<b>CORE INK</b>	4,275,619	January 15, 2013

**Pending Applications**

<u>Trademark</u>	<u>Application No.</u>	<u>Filing Date</u>
<b>THE MOTION STORE (and design)</b>	86/067,242	September 17, 2013

[Signature Page to Notice of Grant of Security Interest in Trademarks]

<u>Trademark</u>	<u>Application No.</u>	<u>Filing Date</u>
		
<b>EXCELLENCE HEADQUARTERS</b>	86/182,233	February 3, 2014

[Signature Page to Notice of Grant of Security Interest in Trademarks]

11653903

**RECORDED: 04/09/2014**

**TRADEMARK  
REEL: 005263 FRAME: 0230**