

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM308601

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| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Acknowledgment of Continuing Trademark Security Interest | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| ActivStyle Holding Company | | 06/20/2014 | CORPORATION: DELAWARE |
| 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: | 2440175 | RELY PRODUCTS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6123408827 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; 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: | 059235-09993 | | |
| NAME OF SUBMITTER: | Jeffrey R. Cadwell | | |
| SIGNATURE: | /Jeffrey R. Cadwell/ | | |
| DATE SIGNED: | 06/24/2014 | | |
| Total Attachments: 5 | | | |
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OP \$40.00 2440175

TRADEMARK

ACKNOWLEDGEMENT OF CONTINUING TRADEMARK SECURITY INTEREST

This ACKNOWLEDGEMENT OF CONTINUING TRADEMARK SECURITY INTEREST, dated as of June 20, 2014, by ACTIVSTYLE HOLDING COMPANY, a Delaware corporation ("ActivStyle" or "Grantor") in favor of U.S. BANK NATIONAL ASSOCIATION, in its capacity as Administrative Agent (the "Agent") for the Lenders (as defined below).

WITNESSETH:

WHEREAS, Senior Care Services, Inc. ("SCSI") owned a federal registration for the trademark identified on Schedule I hereto (the "Trademark");

WHEREAS, pursuant to that certain Pledge and Security Agreement and Irrevocable Proxy dated as of April 30, 2010 given by the grantors party thereto in favor of the Agent as agent for the lenders from time to time party to the Credit Agreement (as defined therein) (the "Secured Parties"), SCSI executed and delivered to the Agent, for itself and the ratable benefit of the Secured Parties, a Collateral Assignment (Trademarks), which was recorded with the Trademark Division of the United States Patent and Trademark Office ("PTO") on May 25, 2010, at Reel 4236, Frame 0285;

WHEREAS, on March 28, 2011, SCSI assigned the Trademark to ActivStyle;

WHEREAS, on March 28, 2011, the assignment was recorded with the PTO against the Trademark at Reel 4507, Frame 0952;

WHEREAS, pursuant to that certain Second Amended and Restated Credit Agreement dated as of the date hereof by and among SCSI, Activstyle, Inc., a Minnesota corporation ("ASI"), Rely Medical Supply, Inc., a Colorado corporation ("RMSI"), Advocate Medical Services, Inc., a Florida corporation ("AMSI"), St. Andrew's Medical Supply, Inc., a Florida corporation ("SMSI"), Ostomy Center Icu Company, an Illinois corporation ("Ostomy"), Home Wellness, Inc., a New Jersey corporation ("Home Wellness"), Stay Dry Products, Inc., a New Jersey corporation ("Stay Dry"), M.A.R.Y. Medical, Inc., a California corporation ("M.A.R.Y."), Champlain Valley Brace And Limb, L.L.C., a New York limited liability company ("CVBL" and together with SCSI, ASI, RMSI, AMSI, SMSI, Ostomy, Home Wellness, Stay Dry, M.A.R.Y., each a "Borrower" and collectively the "Borrowers"), the lenders from time to time party thereto (individually, a "Lender" and, collectively, the "Lenders") and the Agent (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"), the Lenders agreed to make certain loans and financial accommodations to the Borrowers;

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 Second 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");

NOW, THEREFORE, the undersigned parties declare the following:

1. All capitalized terms not otherwise defined herein shall have the meaning assigned in the Credit Agreement or Security Agreement.
2. The Collateral Assignment (Trademarks) is continuing and valid in all respects.
3. ActivStyle is now considered the Grantor under the Collateral Assignment (Trademarks).

[Remainder of Page Intentionally Left Blank]

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.

ACTIVSTYLE HOLDING COMPANY, as
Grantor

By: 

Name: John J. Nestor

Title: Vice President and Secretary

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 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|------------------|----------------|
| RELY PRODUCTS & Design  The logo for Rely Products features the word "Rely" in a large, bold, cursive script. Below "Rely", the word "Products" is written in a smaller, sans-serif font. A thick, black, wavy line sweeps across the bottom of the logo, starting under "Rely" and ending under "Products". | 2440175 | April 3, 2001 | United States |

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