

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM320867

<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>
LAI International, Inc.		10/22/2014	CORPORATION: MINNESOTA
Rich Technology International		10/22/2014	CORPORATION: MAINE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	THL Corporate Finance, Inc.		
<b>Street Address:</b>	100 Federal Street, 31st Floor		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02110		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4143408	LAI LAI	
<b>Registration Number:</b>	4143407	LAI LAI INTERNATIONAL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6175269899		
<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>			
<b>Email:</b>	dcassinelli@proskauer.com		
<b>Correspondent Name:</b>	Diane Cassinelli		
<b>Address Line 1:</b>	c/o Proskauer Rose LLP		
<b>Address Line 2:</b>	One International Place		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02110		
<b>ATTORNEY DOCKET NUMBER:</b>	73675/075		
<b>NAME OF SUBMITTER:</b>	Diane Cassinelli		
<b>SIGNATURE:</b>	/Diane Cassinelli/		
<b>DATE SIGNED:</b>	10/22/2014		
<b>Total Attachments: 3</b>			
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**SECURITY AGREEMENT**

**(TRADEMARKS)**

WHEREAS, LAI INTERNATIONAL, INC. a Minnesota corporation and RICH TECHNOLOGY INTERNATIONAL, a Maine corporation (herein referred to collectively as "Grantor"), has adopted, used and is using the trademarks listed on the annexed Schedule 1 annexed hereto as part hereof, which trademarks are registered or applications for registration are pending in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Grantor is obligated to THL CORPORATE FINANCE, INC., as administrative agent (referred to herein as the "Grantee") and the other Secured Parties as defined in the Pledge and Security Agreement dated as of October 22, 2014 (the "Security Agreement") among Grantor, the other Pledgors named therein and the Grantee for the payment and performance of the Secured Obligations (as defined in the Security Agreement); and

WHEREAS, pursuant to the Security Agreement, Grantor has granted to Grantee a security interest in all right, title and interest of Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby further grant to Grantee a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

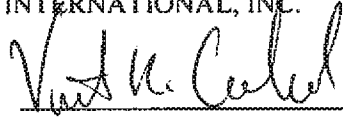
Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the security interest in the Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Grantee's address is 100 Federal Street, 31st Floor, Boston, MA 02110.

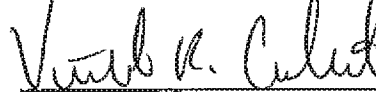
[Signature Page Follows]

IN WITNESS WHEREOF, Grantor has caused this Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first stated above.

LAI INTERNATIONAL, INC.

By:   
Name: Vincent Caliendo  
Title: Chief Financial Officer

RICH TECHNOLOGY INTERNATIONAL



By:   
Name: Vincent Caliendo  
Title: Chief Financial Officer

*[Signature Page to Trademark Security Agreement]*

**TRADEMARK**  
**REEL: 005385 FRAME: 0867**

SCHEDULE I TO SECURITY AGREEMENT

TRADEMARKS

Pledgor	Mark	Country	Application No.	Application Date	Reg. No.	Reg. Date
LAI International, Inc.	LAI LAI 	U.S.	85/104376	8/10/10	4143408	5/15/12
LAI International, Inc.	LAI LAI INTERNATIONAL 	U.S.	85/104375	8/10/10	4143407	5/15/12