

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM323862

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|-----------------------------------|---|---|---------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Assignment | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| JPMORGAN CHASE BANK, N.A. | | 11/07/2014 | BANK: UNITED STATES |
| RECEIVING PARTY DATA | | | |
| Name: | Wilmington Trust, National Association, as Administrative Agent | | |
| Street Address: | 50 South Sixth Street, Suite 1290 | | |
| City: | MINNEAPOLIS | | |
| State/Country: | MINNESOTA | | |
| Postal Code: | 55402 | | |
| Entity Type: | ASSOCIATION: UNITED STATES | | |
| PROPERTY NUMBERS Total: 20 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2440761 | LYRICALL | |
| Registration Number: | 2884716 | CONCERTO SOFTWARE | |
| Registration Number: | 2976846 | CONCERTO SOFTWARE | |
| Registration Number: | 2709938 | RIGHTFORCE | |
| Registration Number: | 2129193 | SPECTRUM | |
| Registration Number: | 3178375 | TRANSFORMING THE WAY COMPANIES INTERACT | |
| Registration Number: | 3309024 | ASPECT | |
| Registration Number: | 3309025 | ASPECT SOFTWARE | |
| Registration Number: | 3588128 | PERFORMANCEEDGE | |
| Registration Number: | 3616620 | UNIFIED COMMAND AND CONTROL | |
| Registration Number: | 3750899 | UNIFIED IP | |
| Registration Number: | 3715950 | COMETOGETHER | |
| Registration Number: | 2583690 | QUILOGY | |
| Registration Number: | 2583691 | THE ART AND SCIENCE OF BUSINESS | |
| Serial Number: | 77789214 | UNIFIED IP | |
| Registration Number: | 1502883 | ASPECT CALLCENTER | |
| Registration Number: | 1856644 | ASPECT | |
| Registration Number: | 1444998 | ASPECT | |
| Registration Number: | 1855601 | ASPECT | |
| TRADEMARK | | | |

OP \$515.00 2440761

| Property Type | Number | Word Mark |
|---|----------------------------|-----------|
| Registration Number: | 2814944 | ASPECT |
| CORRESPONDENCE DATA | | |
| Fax Number: | 8668265420 | |
| <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: | 301-638-0511 | |
| Email: | ipresearchplus@comcast.net | |
| Correspondent Name: | IP Research Plus, Inc. | |
| Address Line 1: | 21 Tadcaster Circle | |
| Address Line 2: | attn: Penelope J.A. Agodoa | |
| Address Line 4: | Waldorf, MARYLAND 20602 | |
| ATTORNEY DOCKET NUMBER: | CRS1-39852 | |
| NAME OF SUBMITTER: | Penelope J.A. Agodoa | |
| SIGNATURE: | /pja/ | |
| DATE SIGNED: | 11/20/2014 | |
| Total Attachments: 6 source=39852#page1.tif source=39852#page2.tif source=39852#page3.tif source=39852#page4.tif source=39852#page5.tif source=39852#page6.tif | | |

ASSIGNMENT OF TRADEMARK SECURITY INTEREST, dated as of November 7, 2014, by JPMORGAN CHASE BANK, N.A. ("**JPMCB**"), as former administrative agent under the Collateral Agreement (defined below) (in such capacity, the "**Former Agent**") and WILMINGTON TRUST, NATIONAL ASSOCIATION ("**Wilmington Trust**"), as administrative agent under the Collateral Agreement (as defined below).

A. Reference is made to the Guarantee and Collateral Agreement dated as of May 7, 2010 (as amended, supplemented or otherwise modified from time to time, the "**Collateral Agreement**"), among ASPECT SOFTWARE PARENT, INC. (the "**Parent**"), ASPECT SOFTWARE, INC. (the "**Borrower**"), the Subsidiaries of Parent (as identified therein) and the Former Agent. Capitalized terms used herein and not otherwise defined herein shall have the meanings specified in the Collateral Agreement.

B. Reference is made to the Trademark Security Agreement dated May 7, 2010 (the "**Trademark Security Agreement**"), among Parent, the Borrower, the Subsidiaries of Parent and the Former Agent, pursuant to which, among other things, each Grantor granted a security interest to the Former Agent, for the benefit of certain secured parties named therein, in, among other things, certain registered trademarks of the Grantors listed in attachments to the Trademark Security Agreement, which security interest was recorded on June 7, 2010 with the United States Trademark Office (the "**USTO**").

C. Pursuant to the Resignation, Waiver, Consent and Appointment Agreement dated as of November 7, 2014 (as amended, supplemented or otherwise modified from time to time, the "**Successor Agent Agreement**"), between Wilmington Trust and JPMCB, JPMCB, as former administrative agent under the Credit Agreement, the Collateral Agreement and the Trademark Security Agreement, has assigned all its right, title and interest in the trademarks identified on Schedule I hereto and all goodwill associated therewith (collectively, the "**Trademarks**") to Wilmington Trust, as successor administrative agent (in such capacity, the "**Agent**"). Until now, JPMCB has remained the secured party of record with the USTO.

SECTION 1. **Assignment.** Accordingly, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Former Agent hereby confirms the assignment, pursuant to the Successor Agent Agreement, of all its right, title and interest to the Trademarks under the Collateral Agreement and the Trademark Security Agreement to the Agent and the Agent hereby confirms its acceptance of such assignment.

SECTION 2. **Miscellaneous.**

(a) This Assignment may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original, but all of which when

taken together shall constitute a single contract. This Assignment shall become effective when it shall have been executed by each party hereto and thereafter shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns. Delivery of an executed counterpart of a signature page of this Assignment by electronic submission shall be effective as delivery of a manually executed counterpart of this Assignment.


(b) THIS ASSIGNMENT SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

(c) Section headings used herein are for convenience of reference only, are not part of this Assignment and are not to affect the construction of, or to be taken into consideration in interpreting, this Assignment.

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IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed by their respective duly authorized officers as of the day and year first above written.

JPMORGAN CHASE BANK, N.A., as the
Former Agent,

By 
Name: _____
Title: **Goh Siew Tan**
Executive Director

WILMINGTON TRUST, NATIONAL
ASSOCIATION, as the Agent,

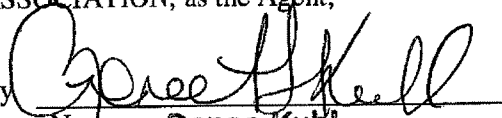
By _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed by their respective duly authorized officers as of the day and year first above written.

JPMORGAN CHASE BANK, N.A., as the Former Agent,

By _____
Name:
Title:

WILMINGTON TRUST, NATIONAL ASSOCIATION, as the Agent,

By 
Name: Renee Kuhl
Title: Vice President

Schedule I

United States Trademarks

Trademarks

A. ASPECT SOFTWARE, INC.

U.S. REGISTERED TRADEMARKS

| TRADEMARK | REG. NO. | REG. DATE |
|--|-----------|-----------|
| LYRICALL | 2,440,761 | 4/3/01 |
| CONCERTO SOFTWARE | 2,884,716 | 9/14/04 |
| CONCERTO SOFTWARE & DESIGN | 2,976,846 | 7/26/05 |
| RIGHTFORCE | 2,709,938 | 4/22/03 |
| SPECTRUM | 2,129,193 | 1/13/98 |
| TRANSFORMING THE WAY COMPANIES INTERACT WITH THEIR CUSTOMERS | 3,178,375 | 11/28/06 |
| ASPECT AND DESIGN TM | 3,309,024 | 10/9/07 |
| ASPECT SOFTWARE | 3,309,025 | 10/9/07 |
| PERFORMANCEEDGE | 3,588,128 | 3/10/09 |
| UNIFIED COMMAND CONTROL | 3,616,620 | 5/5/09 |
| UNIFIED IP | 3,750,899 | 2/16/10 |
| COMETOGETHER | 3,715,950 | 11/24/09 |
| QUILOGY | 2583690 | 6/18/02 |
| THE ART AND SCIENCE OF BUSINESS | 2583691 | 6/18/02 |



U.S. TRADEMARK APPLICATIONS

| TRADEMARK | SER. NO. | FILING DATE |
|------------|------------|-------------|
| UNIFIED IP | 77/789,214 | 7/24/09 |

B. ASPECT SOFTWARE, INC. (AS SUCCESSOR TO ASPECT COMMUNICATIONS CORPORATION)

U.S. REGISTERED TRADEMARKS

| TRADEMARK | REG. NO. | REG. DATE |
|-------------------|----------|-----------|
| ASPECT CALLCENTER | 1502883 | 9/6/88 |

| TRADEMARK | REG. NO. | REG. DATE |
|--|----------|-----------|
| ASPECT  ASPECT | 1856644 | 10/4/94 |
| ASPECT  ASPECT | 1444998 | 6/30/87 |
| ASPECT | 1855601 | 9/27/94 |
| ASPECT | 2814944 | 2/17/04 |

[[3499530]]