

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM325117

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Release of Security Interest in Trademark Collateral recorded at R/F 4743/0366		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Toronto Dominion (Texas) LLC, as Administrative Agent		12/02/2014	LIMITED LIABILITY COMPANY: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Xand Intermediate Holdings, LLC		
<b>Street Address:</b>	11 Skyline Drive		
<b>City:</b>	Hawthorne		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10532-2182		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3860440	XAND	
<b>Registration Number:</b>	3860441	XAND	
<b>Registration Number:</b>	3860442	XAND	
<b>Registration Number:</b>	3860444	XAND	
<b>Registration Number:</b>	3863434	ADAPTIVE ESTRUCTURE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2127514864		
<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>Phone:</b>	212-906-1200		
<b>Email:</b>	angela.amaru@lw.com		
<b>Correspondent Name:</b>	Latham & Watkins LLP c/o Angela M. Amaru		
<b>Address Line 1:</b>	885 Third Avenue		
<b>Address Line 2:</b>	Suite 1000		
<b>Address Line 4:</b>	New York, NEW YORK 10022		
<b>ATTORNEY DOCKET NUMBER:</b>	045777-0030		
<b>NAME OF SUBMITTER:</b>	Angela M. Amaru		
<b>SIGNATURE:</b>	/s/ Angela M. Amaru		
<b>DATE SIGNED:</b>	12/04/2014		

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TRADEMARK

**Total Attachments: 3**

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**TRADEMARK RELEASE**

THIS TRADEMARK RELEASE (this "Release"), dated as of December 2, 2014, is made by TORONTO DOMINION (TEXAS) LLC, in its capacity as Administrative Agent for the Secured Parties ("Assignor"), in favor of Xand Intermediate Holdings, LLC, a Delaware limited liability company ("Assignee"). Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Trademark Security Agreement (as defined below).

WITNESSETH:

WHEREAS, Assignee and Assignor are parties to that certain Trademark Security Agreement, dated as of March 23, 2012 (the "Trademark Security Agreement") and other related financing documents;

WHEREAS, pursuant to the Trademark Security Agreement, Assignee granted to Assignor on behalf of the Secured Parties a Lien and continuing security interest in all of Assignee's right, title and interest in, to and under Trademark Collateral, whether then existing or thereafter created or acquired, including the Trademark Registrations and Trademark Applications set forth on Schedule 1 attached hereto;

WHEREAS, such a continuing security interest and lien was recorded with the United States Patent and Trademark Office on March 27, 2012 at Reel 004743, Frame 0366;

WHEREAS, Assignee has paid in full the Secured Obligations and the Commitments on the Loan Agreement have been cancelled; and

WHEREAS, Assignee has requested that Assignor release its Lien and continuing security interest in the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby releases, terminates and discharges fully its Lien and continuing security interest in, and any and all claims, liens, and other encumbrances in and to, the Trademark Collateral, including the Trademark Registrations and Trademark Applications listed on Schedule I attached hereto, and reassigns any and all rights, titles and interests therein to Assignee. Assignor hereby authorizes Assignee, or Assignee's authorized representative, to record this Release with the United States Patent and Trademark Office.

[signature page follows]

IN WITNESS WHEREOF, Assignor has caused this Release to be duly executed by its duly authorized officer as of the day and year first above written.

TORONTO DOMINION (TEXAS) LLC, as  
Assignor

By: Robyn Zeller  
Name: Robyn Zeller  
Title: Vice President

[XAND - TRADEMARK RELEASE]

**TRADEMARK**  
**REEL: 005413 FRAME: 0572**

Schedule 1

to

Trademark Release

Owner of Record	Mark	Registration No.	Registration Date	Serial No.	Application Date
XAND INTERMEDIATE HOLDINGS, LLC	XAND	3,860,440	10/12/2010	77,951,042	3/4/2010
XAND INTERMEDIATE HOLDINGS, LLC	XAND	3,860,441	10/12/2010	77,951,046	3/4/2010
XAND INTERMEDIATE HOLDINGS, LLC	XAND	3,860,442	10/12/2010	77,951,050	3/4/2010
XAND INTERMEDIATE HOLDINGS, LLC	XAND	3,860,444	10/12/2010	77,951,065	3/4/2010
XAND INTERMEDIATE HOLDINGS, LLC	ADAPTIVE ESTRUCTURE	3,863,434	10/19/2010	77,951,081	3/4/2010