

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM326383

<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>
IMAGINE COMMUNICATIONS CORP.	FORMERLY HBC Solutions, Inc.	11/30/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	WILMINGTON TRUST, NATIONAL ASSOCIATION		
<b>Street Address:</b>	50 SOUTH SIXTH STREET		
<b>Internal Address:</b>	SUITE 1290		
<b>City:</b>	MINNEAPOLIS		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55402		
<b>Entity Type:</b>	NATIONAL ASSOCIATION: UNITED STATES		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2288937	ECLIPSE	
<b>Registration Number:</b>	3767129	ECLIPSEPLUS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7045032622		
<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>	704 503 2600		
<b>Email:</b>	vbantug@kslaw.com		
<b>Correspondent Name:</b>	KING & SPALDING		
<b>Address Line 1:</b>	100 N TRYON STREET		
<b>Address Line 2:</b>	SUITE 3900		
<b>Address Line 4:</b>	CHARLOTTE, NORTH CAROLINA 28202		
<b>ATTORNEY DOCKET NUMBER:</b>	18876.015002 GSO HARRIS		
<b>NAME OF SUBMITTER:</b>	Vicky R. Bantug		
<b>SIGNATURE:</b>	/Vicky R. Bantug/		
<b>DATE SIGNED:</b>	12/17/2014		
<b>Total Attachments: 4</b>			
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## TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, IMAGINE COMMUNICATIONS CORP. (formerly known as HBC Solutions, Inc.), a corporation organized under the laws of the State of Delaware having a mailing address at 10877 Wilshire Blvd., 18th Floor, Los Angeles, CA 90024 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to WILMINGTON TRUST, NATIONAL ASSOCIATION ("Wilmington") and various other financial institutions (collectively, "Lenders") and Wilmington as agent for Lenders ("Agent") pursuant to (i) a certain Term Loan Credit and Security Agreement, dated as of February 4, 2013, among Agent, Lenders, Borrower and the other credit parties named therein and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

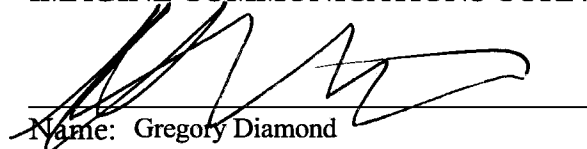
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

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Dated: November 21, 2014

IMAGINE COMMUNICATIONS CORP.



\_\_\_\_\_

Name: Gregory Diamond  
Its: Vice President, Corporate Counsel and  
Assistant Secretary

WILMINGTON TRUST, NATIONAL  
ASSOCIATION, as Agent

\_\_\_\_\_  
Name:  
Its:

Dated: December \_\_, 2014

IMAGINE COMMUNICATIONS CORP.

\_\_\_\_\_  
Name:

Its:

WILMINGTON TRUST, NATIONAL  
ASSOCIATION, as Agent

  
\_\_\_\_\_  
Name: **Cora Holland-Koller**  
Its: **Banking Officer**

### SCHEDULE A

Schedule A to a Trademark Assignment of Security dated November [ ], 2014, by and between IMAGINE COMMUNICATIONS CORP. and WILMINGTON TRUST, NATIONAL ASSOCIATION, as Agent.

Trademark	App Number	Reg. Number	Status	Country	Owner
ECLIPSE	75/543,410	2,288,937	Registered	United States	Imagine Communications Corp.
ECLIPSEPLUS	77/804,750	3,767,129	Registered	United States	Imagine Communications Corp.