

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM327340

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Imagine Communications Corp. (f/k/a HBC Solutions, Inc.)		11/30/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association, as Agent		
Street Address:	Two Tower Center Boulevard		
City:	East Brunswick		
State/Country:	NEW JERSEY		
Postal Code:	08816		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2288937	ECLIPSE	
Registration Number:	3767129	ECLIPSEPLUS	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	marina.kelly@thomsonreuters.com		
Correspondent Name:	John Salvage		
Address Line 1:	4400 Easton Commons Way Suite 125		
Address Line 2:	CT Lien Solutions		
Address Line 4:	Columbus, OHIO 43219		
NAME OF SUBMITTER:	John Salvage		
SIGNATURE:	/Marina Kelly, Thomson Reuters/		
DATE SIGNED:	12/26/2014		
Total Attachments: 5			
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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 PNC BANK, NATIONAL ASSOCIATION ("PNC") and various other financial institutions (collectively, "Lenders") and PNC as agent for Lenders ("Agent") pursuant to (i) a certain Revolving 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 30, 2014

IMAGINE COMMUNICATIONS CORP.



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

PNC BANK, NATIONAL ASSOCIATION,
as Agent

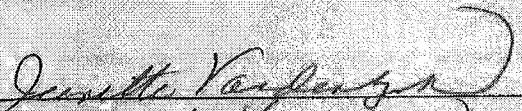
Name:
Its:

Dated: November 30, 2014

IMAGINE COMMUNICATIONS CORP.

Name:
Its:

PNC BANK, NATIONAL ASSOCIATION,
as Agent


Name: *Jeanette Vandenberg*
Its: *Vice President*

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated November 30, 2014, by and between IMAGINE COMMUNICATIONS CORP. and PNC BANK, 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.

Schedule A