OP \$115.00 3888865

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2

ETAS ID: TM336856

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.)		03/17/2015	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: 4

Property Type	Number	Word Mark
Registration Number:	3888865	VMG
Registration Number:	3861498	RGB NETWORKS
Registration Number:	3499527	RIPCODE
Registration Number:	3499528	RC

CORRESPONDENCE DATA

Fax Number:

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.

marina.kelly@thomsonreuters.com Email:

Correspondent Name: Michael Violet

Address Line 1: 4400 Easton Commons Way Suite 125

Address Line 2: **CT Lien Solutions**

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:	Michael Violet	
SIGNATURE:	/Marina Kelly, Thomson Reuters/	
DATE SIGNED:	04/01/2015	

Total Attachments: 5

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RECORDATION FOI TRADEMAI		
To the Director of the U. S. Patont and Trademark Office: Ploa	se record the attached documents or the new address(cs) below.	
1. Name of conveying party(les) MACINE COMMUNICATIONS CORP. (rik/a FBC Solutions, brc.) The line inverses the conveying party (les) The line inverses the	2. Name and address of receiving party(les) Additional names, addresses, or ottomological address. Name: PNC Bank, National Association, as Agent Internal Address: Street Address: Two Tower Center Brodeward City: East Brunswick	
Individual(s) Association General Partnership Limited Partnership Orporation- State: Octowore Other		
Citizenship (see guidelines)	State <u>Now Jersey</u> Country: USA Zip: 08816 7] Association Olivership USA	
3. Nature of conveyance (Feecution Date(s) : Execution Date(s) <u>American</u> 7, 2018	General Perinership Citizenship Limited Partnership Citizenship	
Assignment Sterger Security Agreement Change of Name Other	Corporation Citizanship Other Citizanship If essignee is not domiciled in the United Statos, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment)	
4. Application number(s) or registration number(s) and A. T. A. S. Application No. (s) A. T. A. S. Application No. (s) C. Identification or Description of Tradomark(s) (and Filing	S. Tindomsik Registration No.(s) Sco Schedule Alabated Adalatical shoots) attached [2] Yes [3] No. [3] No. [3] No. [4] No. [5] No. [5] No. [6]	
5. Name & address of party to whom correspondence concerning document should be mailed: Name: Michael Violet	6. Total number of applications and registrations involved:	
Internal Address: CT Lien Solutions Simulations Way Suite 125	7. Total fee (37 CFR 2 fl(b)(fl) & 3.41) \$ Authorized to be charged by credit card Authorized to be charged to deposit account Enclosed	
_{City} Columbus	8. Payment Information:	
State OH Zip 43219 Phone Number 800-713-0755 Fax Number 800-914-4240 Email Address: Michael.Violet@wattersk.huwer.com	a. Credit Card Last 4 Numbers Expiration Date b. Deposit Account Number Authorized User Namo	
9. Signature:	Mach 31, 2075	
Signature Losão Kozner Name of Person Sign i no	Contraction of pages including contraction of short standaries and discurrent S	

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or maled to: Mail Step Assignment Recordation Services, Director of the USPTO, P.O. Box 1468, Alexandria, VA 22313-1459

TRADEMARK ASSIGNMENT OF SECURITY

March 17, 2015

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 c/o The Gores Group, 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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IMAGINE\COMMUNICATIONS CORP.
By:
Name: Steven Eisner
Its: Vice President and Assistant Secretary
PNC BANK, NATIONAL ASSOCIATION, as Agent
Ву:
Name:
Its:

SCHEDULE A

Trademarks

OWNER	TRADEMARK	FILING DETAILS
Imagine Communications Corp.	VMG	Reg. No. 3888865 Reg. on: 14-Dec-2010
Imagine Communications Corp.	SET UNIT OF THE PROPERTY OF T	Reg. No. 3861498 Reg. on: 12-Oct-2010
Imagine Communications Corp.	RIPCODE	Reg. No. 3499527 Reg. on: 08-Sep-2008
Imagine Communications Corp.		Reg. No. 3499528 Reg. on: 09-Sep-2008

TRADEMARK REEL: 005489 FRAME: 0297

RECORDED: 04/01/2015