

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM341654

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
COMERICA BANK		05/14/2015	a Texas banking association: TEXAS
RECEIVING PARTY DATA			
Name:	Upland Software Inc., f/k/a Tenrox Inc., successor by amalgamation to Silverback Two Canada Merger Corporation		
Street Address:	Frost Tower, 29th Floor		
Internal Address:	401 Congress Avenue		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78701		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3281546	TENROX	
Registration Number:	3286317	EMPOWER YOUR PROJECT WORKFORCE	
CORRESPONDENCE DATA			
Fax Number:	7349302494		
<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:	734-930-0121		
Email:	asujek@bodmanlaw.com		
Correspondent Name:	Angela Alvarez Sujek - Bodman PLC		
Address Line 1:	201 South Division, Suite 400		
Address Line 4:	Ann Arbor, MICHIGAN 48104		
NAME OF SUBMITTER:	Angela Alvarez Sujek		
SIGNATURE:	/Angela Alvarez Sujek/		
DATE SIGNED:	05/18/2015		
Total Attachments: 2			
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OP \$65.00 3281546

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE dated as of May 14, 2015 (this "Release") is made by Comerica Bank, a Texas banking association (the "Secured Party"), under the Intellectual Property Security Agreement dated as of February 10, 2012 (as amended, restated or otherwise modified from time to time, the "Security Agreement") by and between the Secured Party and Upland Software Inc., a Canadian corporation f/k/a Tenrox Inc., successor by amalgamation to Silverback Two Canada Merger Corporation (the "Debtor") and recorded in the records of the United States Patent and Trademark Office at Trademark Reel 4734, Frame 0713.

WHEREAS, pursuant to the Security Agreement, the Debtor granted to the Secured Party a security interest in the Debtor's trademarks, including but not limited to the trademarks listed on attached Exhibit A (the "Trademarks").

WHEREAS, the Secured Party wishes to: (i) release and terminate all of its security interest covering the Trademarks; (ii) restore all right, title and interest in and to the Trademarks to Debtor; and (iii) terminate any and all liens and encumbrances respecting the Trademarks under the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Secured Party does hereby release and terminate its security interest in the Trademarks, and discharges, quit claims and relinquishes unto the Debtor (in each case without recourse and without any representation or warranty) any and all right, title and interest it has in and to the Trademarks under the Security Agreement.

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

Comerica Bank, a Texas banking association

By: [Signature]

Its: VICE President

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EXHIBIT A

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
TENROX (and Design)	77/024239	10/18/06	3,281,546	8/21/07
EMPOWER YOUR PROJECT WORKFORCE	78/936013	7/24/06	3,286,317	8/27/07

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