

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM350581

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sunrise Senior Living, LLC		08/05/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	135 South LaSalle Street		
Internal Address:	MC: IL4-135-09-61		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 24			
Property Type	Number	Word Mark	
Registration Number:	4389742	SENIOR EATS	
Registration Number:	3211721	COMPANION LIVING	
Registration Number:	3026144	SOLAR SYSTEM	
Registration Number:	3026065	BASIS	
Registration Number:	3016910	BRADFORD VIEW	
Registration Number:	3010096	SUNRISE SENIOR LIVING	
Registration Number:	2998746	THE SUNRISE GOOD SAMARITAN FUND	
Registration Number:	2934104	TERRACE CLUB	
Registration Number:	2933983	SUNRISE	
Registration Number:	2925760	EDNA'S PLACE	
Registration Number:	2850729	SUNRISE SENIOR LIVING	
Registration Number:	2669922	SUNRISE	
Registration Number:	2652779	AVON PLACE	
Registration Number:	2313763	SUNRISE	
Registration Number:	2194719	REMINISCENCE	
Registration Number:	2194304	EDENBROOK	
Registration Number:	2194303	EDENTERRACE	
Registration Number:	2194302	EDENGARDENS	
TRADEMARK			

OP \$615.00 4389742

Property Type	Number	Word Mark
Registration Number:	2169600	REACH TO IMPROVE
Registration Number:	2097405	ASSISTED LIVING UNIVERSITY
Registration Number:	2047454	SUNRISE ASSISTED LIVING
Registration Number:	1737792	STRATFORD COURT
Registration Number:	1665313	BRIGHTON GARDENS
Registration Number:	1233106	THE SUNRISE CLUB

CORRESPONDENCE DATA

Fax Number: 9192868199
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.
Phone: 919 286-8000
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: MOORE & VAN ALLEN PLLC
Address Line 1: 3015 CARRINGTON MILL BOULEVARD
Address Line 2: SUITE 400
Address Line 4: MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625.4944
NAME OF SUBMITTER:	John E. Slaughter, III
SIGNATURE:	/jes/
DATE SIGNED:	08/06/2015

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

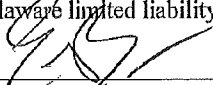
Please be advised that pursuant to the Security and Pledge Agreement dated as of August 5, 2015 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signature page follows]

Very truly yours,

SUNRISE SENIOR LIVING, LLC,
a Delaware limited liability company

By: 
Name: **Edward Burnett**
Title: **Chief Financial Officer**

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TRADEMARK
REEL: 005594 FRAME: 0518

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: **Roberto Salazar**
Title: **Vice President**

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TRADEMARK
REEL: 005594 FRAME: 0519

Schedule 1

Sunrise Senior Living, LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
SENIOR EATS	4389742	08/20/13
COMPANION LIVING	3211721	02/20/07
SOLAR SYSTEM	3026144	12/13/05
BASIS	3026065	12/13/05
BRADFORD VIEW	3016910	11/22/05
SUNRISE SENIOR LIVING and Design	3010096	11/01/05
THE SUNRISE GOOD SAMARITAN FUND and Design	2998746	09/20/05
TERRACE CLUB	2934104	03/15/05
SUNRISE	2933983	03/15/05
EDNA'S PLACE	2925760	02/08/05
SUNRISE SENIOR LIVING	2850729	06/08/04
SUNRISE	2669922	12/31/02
AVON PLACE	2652779	11/19/02
SUNRISE	2313763	02/01/00
REMINISCENCE	2194719	10/13/98
EDENBROOK	2194304	10/06/98
EDENTERRACE	2194303	10/06/98
EDENGARDENS	2194302	10/06/98
REACH TO IMPROVE	2169600	06/30/98
ASSISTED LIVING UNIVERSITY and Design	2097405	09/16/97
SUNRISE ASSISTED LIVING and Design	2047454	03/25/97
STRATFORD COURT	1737792	12/01/92
BRIGHTON GARDENS	1665313	11/19/91
THE SUNRISE CLUB	1233106	03/29/83

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