

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM352456

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreement		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation, as retiring agent		08/21/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Antares Capital LP, as Successor Agent		
Street Address:	500 West Monroe Street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60601		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3767277	FIX-IT-FIRST	
Registration Number:	3582162	SINGLEPOINT	
Registration Number:	3705145	REMOTE ENTERPRISE MONITORING	
Registration Number:	3637087	REMOTE ENTERPRISE MONITORING	
CORRESPONDENCE DATA			
Fax Number:	7147558290		
<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:	714-540-1235		
Email:	ipdocket@lw.com		
Correspondent Name:	Latham & Watkins LLP		
Address Line 1:	650 Town Center Drive, Suite 2000		
Address Line 4:	Costa Mesa, CALIFORNIA 92626		
ATTORNEY DOCKET NUMBER:	025646-0000 (SMS)		
NAME OF SUBMITTER:	Anna T Kwan		
SIGNATURE:	/atk/		
DATE SIGNED:	08/24/2015		

OP \$115.00 3767277

Total Attachments: 4

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT**, dated as of August 21, 2015 (this “**Assignment**”), is by **GENERAL ELECTRIC CAPITAL CORPORATION (“GECC”)**, acting in its capacity as the current and resigning collateral agent (in such capacity, the “**Retiring Agent**”), and **ANTARES CAPITAL LP**, a Delaware limited partnership (“**Antares**”), acting in its capacity as the successor collateral agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, SMS Systems Maintenance Services, Inc. and Remote Enterprise Monitoring, Inc., each as a “Grantor” (as applicable), and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Collateral Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

**GENERAL ELECTRIC CAPITAL
CORPORATION**

By: 

Name: STEVEN FLOWERS

Its: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

By: 

Name: DAVID BRACKETT

Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement, dated as of October 19, 2010 and filed with the United States Patent and Trademark Office October 19, 2010 at Reel 004299, Frame 0699.

Trademark Security Agreement, dated as of October 18, 2013 and filed with the United States Patent and Trademark Office on October 18, 2013 at Reel 005133, Frame 0454.

Trademark Security Agreement, dated as of April 1, 2013 and filed with the United States Patent and Trademark Office on April 3, 2013 at Reel 004997, Frame 0601.

EXHIBIT B

TRADEMARK REGISTRATIONS AND APPLICATIONS

Grantor: SMS Systems Maintenance Services, Inc.

Mark	Reg. No.	Reg. Date	App. Ser. No.	Owner	Reel/Frame No(s).
FIX-IT-FIRST	3767277	3/30/2010	77806658	SMS Systems Maintenance Services, Inc.	4299/0699 5133/0454
SINGLEPOINT	3582162	3/3/2009	77211706	SMS Systems Maintenance Services, Inc.	4299/0699 5133/0454

Grantor: Remote Enterprise Monitoring, Inc.

Mark	Reg. No.	Reg. Date	App. Ser. No.	Owner	Reel/Frame No(s).
REMOTE ENTERPRISE MONITORING	3705145	11/3/2009	77714545	Remote Enterprise Monitoring, Inc.	4997/0601 5133/0454
REMOTE ENTERPRISE MONITORING	3637087	6/9/2009	77606513	Remote Enterprise Monitoring, Inc.	4997/0601 5133/0454