

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM353122

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
General Electric Capital Corporation, as Agent		08/21/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Antares Capital LP, as Agent		
<b>Street Address:</b>	500 West Monroe Street		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60061		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4493957	U.CONNECT	
<b>Registration Number:</b>	4420607	ONETOUCHPOINT	
<b>Registration Number:</b>	3947627	CCI	
<b>Registration Number:</b>	3813493	MARY MORGAN INC.	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
	<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>		
<b>Email:</b>	michael.barys@thomsonreuters.com		
<b>Correspondent Name:</b>	Andrea Gniadek, Project Assistant		
<b>Address Line 1:</b>	111 West Monroe Street		
<b>Address Line 2:</b>	Chapman and Cutler		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60603		
<b>NAME OF SUBMITTER:</b>	Andrea Gniadek		
<b>SIGNATURE:</b>	/Michael Barys/		
<b>DATE SIGNED:</b>	08/28/2015		
<b>Total Attachments: 6</b>			
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**ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT**

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

**RECITALS:**

**WHEREAS**, OneTouchPoint Corp., and OneTouchPoint Midwest Corp., a applicable, each as "Grantor", and Retiring Agent are parties to those certain intellectual property 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") coving 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.

*– Remainder of Page Intentionally Left Blank; Signature Page Follows –*

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: *Matt Muncie*  
Name: MATT MUNCIE  
Its: Duly Authorized Signatory

**SUCCESSOR AGENT:**

**ANTARES CAPITAL LP**

By: *Matt Muncie*  
Name: MATT MUNCIE  
Its: Duly Authorized Signatory

[Signature Page to Assignment of Intellectual Property Security Agreement]

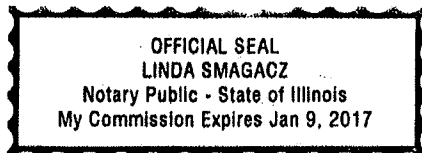
STATE OF Illinois )  
 )  
COUNTY OF Cook )

On August 19, 2015 before me, Linda Smagacz, a Notary Public, personally appeared MATT MAURER, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that s/he executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Before me Linda Smagacz  
Notary Public  
Print/Type Name: Linda Smagacz  
My commission expires: 1/9/2017

(Seal)



[Notary Page to Assignment of Intellectual Property Security Agreement]

EXHIBIT A

Trademark Security Agreement by OneTouchPoint Corp., as Grantor dated as of September 4, 2014 and filed with the United States Patent and Trademark Office on September 5, 2014 at Reel 5357, Frame 0402.

Trademark Security Agreement by OneTouchPoint Midwest Corp., as Grantor dated as of September 4, 2014 and filed with the United States Patent and Trademark Office on September 5, 2014 at Reel 5357, Frame 0393.

EXHIBIT B

Trademark Registrations

1. REGISTERED TRADEMARKS

- (a) U.CONNECT, U.S. TM Reg. No. 4493957, registered March 11, 2014.
- (b) ONETOUCHPOINT, U.S. TM Reg. No. 4420607, registered October 22, 2013.

Trademark Registrations

1. REGISTERED TRADEMARKS

- (a) CCI, U.S. TM Reg. No. 3947627, registered April 19, 2011.
- (b) MARY MORGAN INC., U.S. TM Reg. No. 3813493, registered July 6, 2010.