

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM353901

|   |  |                       |                       |
|---|--|-----------------------|-----------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT   |                       |                       |
| <b>NATURE OF CONVEYANCE:</b>  | Assignment of Intellectual Property 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  |  | 08/21/2015            | CORPORATION: DELAWARE |
| <b>RECEIVING PARTY DATA</b>   |  |                       |                       |
| <b>Name:</b>  | Antares Capital LP                                     |                       |                       |
| <b>Street Address:</b>  | 500 W. Monroe Street                                   |                       |                       |
| <b>Internal Address:</b>  | 17th Floor   |                       |                       |
| <b>City:</b>  | Chicago  |                       |                       |
| <b>State/Country:</b>   | ILLINOIS   |                       |                       |
| <b>Postal Code:</b>   | 60661  |                       |                       |
| <b>Entity Type:</b>   | LIMITED PARTNERSHIP: DELAWARE                          |                       |                       |
| <b>PROPERTY NUMBERS Total: 13</b>   |  |                       |                       |
| <b>Property Type</b>  | <b>Number</b>  | <b>Word Mark</b>      |                       |
| <b>Registration Number:</b>   | 3832436  | HEALTHY AISLES        |                       |
| <b>Registration Number:</b>   | 3674428  | HEALTHY AISLES        |                       |
| <b>Registration Number:</b>   | 3670426  | SHELFCAST             |                       |
| <b>Registration Number:</b>   | 3768669  | VESTCOM               |                       |
| <b>Registration Number:</b>   | 3917522  | VESTCOM               |                       |
| <b>Registration Number:</b>   | 3857492  | VESTCOM               |                       |
| <b>Registration Number:</b>   | 3944817  | VESTCOM               |                       |
| <b>Registration Number:</b>   | 3768667  | VESTCOM               |                       |
| <b>Registration Number:</b>   | 3772751  | V VESTCOM             |                       |
| <b>Registration Number:</b>   | 3917523  | VESTCOM               |                       |
| <b>Registration Number:</b>   | 3641953  | V VESTCOM             |                       |
| <b>Registration Number:</b>   | 2212352  |                       |                       |
| <b>Registration Number:</b>   | 2229989  | VESTCOM               |                       |
| <b>CORRESPONDENCE DATA</b>  |  |                       |                       |
| <b>Fax Number:</b>  | 3026365454   |                       |                       |
| <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> |  |                       |                       |

CH \$340.00 3832436

**Phone:** 800-927-9801 x 62348  
**Email:** jean.paterson@cscglobal.com  
**Correspondent Name:** Corporation Service Company  
**Address Line 1:** 1090 Vermont Avenue NW, Suite 430  
**Address Line 4:** Washington, D.C. 20005

**ATTORNEY DOCKET NUMBER:** 772438-16A

**NAME OF SUBMITTER:** Jean Paterson

**SIGNATURE:** /jep/

**DATE SIGNED:** 09/03/2015

**Total Attachments: 4**

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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, VESTCOM INTERNATIONAL, INC.**, a Delaware corporation, as "Grantor", 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.

*- 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:   
Name: BRUNNIE ROBERTA  
Its: Duly Authorized Signatory

**SUCCESSOR AGENT:**

**ANTARES CAPITAL LP**

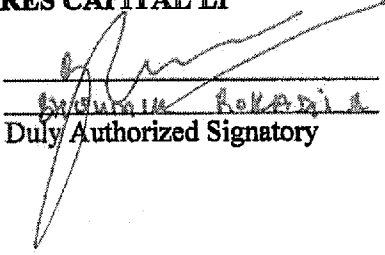
By:   
Name: BRUNNIE ROBERTA  
Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated as of December 27, 2012 and filed with the United States Patent and Trademark Office on January 24, 2013 at Reel 4948, Frame 0410.

Second Lien Trademark Security Agreement dated as of September 30, 2014 and filed with the United States Patent and Trademark Office on October 6, 2014 at Reel 5375, Frame 0515.

Assignment of Intellectual Property Security Agreement

**TRADEMARK**  
**REEL: 005616 FRAME: 0223**

**EXHIBIT B  
TRADEMARKS**

| MARK NAME            | CNTRY | CLASS         | APPL NO    | APPL DATE  | REG NO    | REG DATE   | RENEWAL DATE | STATUS     | CURRENT OWNER               |
|----------------------|-------|---------------|------------|------------|-----------|------------|--------------|------------|-----------------------------|
| HEALTHY AISLES       | US    | 009; 044      | 77/472,684 | 05/13/2008 | 3,832,436 | 08/10/2010 | 08/10/2020   | Registered | Vestcom International, Inc. |
| HEALTHY AISLES       | US    | 016, 035      | 77/977,447 | 05/13/2008 | 3,674,428 | 08/25/2009 | 08/25/2019   | Registered | Vestcom International, Inc. |
| SHELFCAST            | US    | 009; 035      | 77/456,710 | 04/24/2008 | 3,670,426 | 08/18/2009 | 08/18/2019   | Registered | Vestcom International, Inc. |
| VESTCOM (and design) | US    | 035           | 77/610,767 | 11/10/2008 | 3,768,669 | 03/30/2010 | 03/30/2020   | Registered | Vestcom International, Inc. |
| VESTCOM (and design) | US    | 020           | 77/610,755 | 11/10/2008 | 3,917,522 | 02/08/2011 | 02/08/2021   | Registered | Vestcom International, Inc. |
| VESTCOM (and design) | US    | 042; 035      | 77/610,817 | 11/10/2008 | 3,857,492 | 10/05/2010 | 10/05/2020   | Registered | Vestcom International, Inc. |
| VESTCOM (and design) | US    | 044           | 77/610,828 | 11/10/2008 | 3,944,817 | 04/12/2011 | 04/12/2021   | Registered | Vestcom International, Inc. |
| VESTCOM (and design) | US    | 016           | 77/610,734 | 11/10/2008 | 3,768,667 | 03/30/2010 | 03/30/2020   | Registered | Vestcom International, Inc. |
| VESTCOM (and design) | US    | 009           | 77/610,714 | 11/10/2008 | 3,772,751 | 04/06/2010 | 04/06/2020   | Registered | Vestcom International, Inc. |
| VESTCOM (and design) | US    | 040           | 77/610,793 | 11/10/2008 | 3,917,523 | 02/08/2011 | 02/08/2021   | Registered | Vestcom International, Inc. |
| VESTOM (and design)  | US    | 039; 040; 042 | 77/445,932 | 04/11/2008 | 3,641,953 | 06/23/2009 | 06/23/2019   | Registered | Vestcom International, Inc. |
| DESIGN               | US    | 039; 040; 042 | 75/282,159 | 04/28/1997 | 2,212,352 | 12/22/1998 | 12/22/2018   | Registered | Vestcom International, Inc. |
| VESTCOM              | US    | 039; 040; 042 | 75/282,157 | 04/28/1997 | 2,229,989 | 03/09/1999 | 03/09/2019   | Registered | Vestcom International, Inc. |

Assignment of Intellectual Property Security Agreement