

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM354810

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
EDAW, Inc.		06/03/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	555 California Street, 4th Floor		
Internal Address:	Mail Code: CA5-705-04-09		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94104		
Entity Type:	a national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2212518	EDAW	
CORRESPONDENCE DATA			
Fax Number:	7043738822		
<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:	(704) 373-4640		
Email:	bsmith@mcguirewoods.com		
Correspondent Name:	Betty G. Smith, Senior Paralegal		
Address Line 1:	McGuireWoods LLP, 201 N. Tryon Street		
Address Line 2:	Suite 3000		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	4452178-3935		
NAME OF SUBMITTER:	Betty G. Smith		
SIGNATURE:	/Betty G. Smith/		
DATE SIGNED:	09/11/2015		
Total Attachments: 3			
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OP \$40.00 2212518

**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

Dated: as of June 3, 2015

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of October 17, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") among the Grantor (as defined below), the other grantors party thereto and the Administrative Agent for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications on Schedule 1 to the Administrative Agent for the ratable benefit of the Secured Parties.

The Grantors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GRANTOR:

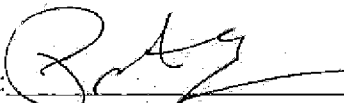
EDAW, Inc.
1999 Avenue of the Stars
Los Angeles, CA 90067

Jurisdiction of Organization: Delaware

ADMINISTRATIVE AGENT:

Bank of America, N.A.
Agency Management
555 California Street, 4th Floor
Mail Code: CA5-705-04-09
San Francisco, CA 94104

EDAW, INC.

By: 
Name: Preston Hopson
Title: Assistant Secretary

Acknowledged and accepted:

BANK OF AMERICA, N.A.

By: _____
Name: _____
Title: _____

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Very truly yours,

GRANTOR:

EDAW, INC.

EDAW, Inc.
1999 Avenue of the Stars
Los Angeles, CA 90067

By: _____
Name: _____
Title: _____

Jurisdiction of Organization: Delaware

Acknowledged and accepted:

ADMINISTRATIVE AGENT:

BANK OF AMERICA, N.A.

Bank of America, N.A.
Agency Management
555 California Street, 4th Floor
Mail Code: CA5-705-04-09
San Francisco, CA 94104

By: Anthea Del Bianco
Name: Anthea Del Bianco
Title: Vice President

SCHEDULE 1

TRADEMARKS

Country	Mark	Filing/Registration Date	Status	Serial/Registration Number	Owner
US	EDAW	Filing Date 7/21/1997 Reg. Date 12/22/1998	Registered	Serial No. 75/328,145 Reg. No. 2,212,518	EDAW, INC.