

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM362984

<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		11/18/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Healthcare Financial Solutions, LLC		
<b>Street Address:</b>	Two Bethesda Metro Center, Suite 600		
<b>City:</b>	Bethesda		
<b>State/Country:</b>	MARYLAND		
<b>Postal Code:</b>	20814		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3816456	THE APOTHECARY SHOPS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3129847700		
<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>Phone:</b>	312.372.2000		
<b>Email:</b>	cvicino@mwe.com, jhammond@mwe.com, Kklewis@mwe.com		
<b>Correspondent Name:</b>	Carolyn M. Vicino		
<b>Address Line 1:</b>	McDermott Will & Emery LLP		
<b>Address Line 2:</b>	227 W. Monroe Street, Suite 4400		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606-5096		
<b>ATTORNEY DOCKET NUMBER:</b>	079268-015 JPH/CMV		
<b>NAME OF SUBMITTER:</b>	Carolyn M. Vicino		
<b>SIGNATURE:</b>	/Carolyn M. Vicino/		
<b>DATE SIGNED:</b>	11/19/2015		
<b>Total Attachments: 4</b>			
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**ASSIGNMENT OF INTELLECTUAL PROPERTY  
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “**Assignment**”), dated as of November 18, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION**, (as the current and resigning administrative agent, the “**Retiring Agent**”) and **HEALTHCARE FINANCIAL SOLUTIONS, LLC**, (as the successor administrative agent together with its successors and assigns, the “**Successor Agent**”).

**RECITALS:**

**WHEREAS**, Apothecary Holdings, Inc., a Delaware corporation, as “Grantor”, and Retiring Agent are parties to one or more 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**”) pursuant to which Grantor granted a security interest in and to and lien upon the intellectual property identified in Exhibit B (the “**Subject IP**”); and

**WHEREAS**, pursuant to that certain Omnibus Agency Transfer Agreement by and between Retiring Agent and Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements and the Subject IP, in each instance, in its capacity as administrative agent and collateral agent, as the case may be.

**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 Agent have caused this Assignment to be duly executed as of the date first above written.

**RETIRING AGENT:**

**GENERAL ELECTRIC CAPITAL CORPORATION** as Retiring Agent

By: 

Name: H. Darren Alcus

Title: Duly Authorized Signatory

**SUCCESSOR AGENT:**

**HEALTHCARE FINANCIAL SOLUTIONS, LLC**, as Successor Agent

By: 


Name: H. Darren Alcus

Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated as of August 7, 2015 and filed with the United States Patent and Trademark Office on November 12, 2015 at Reel 5666, Frame 0962,

EXHIBIT B

TM Record	Mark/Name/SN/RN	Status/Status Date	Owner	Filing Date	Registration Date	Full Goods/Services
US Federal Q2 uf 3	 THE APOTHECARY SHOPS and Design RN: 3816456 SN: 77736484	Registered July 13, 2010	Apothecary Holdings, Inc. (Delaware Corp.) 23620 N 20th Drive, #12 Phoenix Arizona 85085	May 13, 2009	July 13, 2010	(Int'l Class: 35) mail order pharmacy services; retail pharmacy services

TRADEMARK

REEL: 005672 FRAME: 0638