

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM363969

|   |   |                       |  |
|---|---|-----------------------|--|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT  |                       |  |
| <b>NATURE OF CONVEYANCE:</b>  | Trademark Release and Reassignment of Security Interest Recorded at Reel 5660, Frame 0393 |                       |  |
| <b>CONVEYING PARTY DATA</b>   |   |                       |  |
| <b>Name</b>   | <b>Formerly</b>   | <b>Execution Date</b> | <b>Entity Type</b>                     |
| Madison Capital Funding LLC,<br>as Agent  |   | 11/30/2015            | LIMITED LIABILITY<br>COMPANY: DELAWARE |
| <b>RECEIVING PARTY DATA</b>   |   |                       |  |
| <b>Name:</b>  | RSC Insurance Brokerage, Inc.   |                       |  |
| <b>Street Address:</b>  | 160 Federal Street  |                       |  |
| <b>City:</b>  | Boston  |                       |  |
| <b>State/Country:</b>   | MASSACHUSETTS   |                       |  |
| <b>Postal Code:</b>   | 02110   |                       |  |
| <b>Entity Type:</b>   | CORPORATION: DELAWARE   |                       |  |
| <b>PROPERTY NUMBERS Total: 1</b>  |   |                       |  |
| <b>Property Type</b>  | <b>Number</b>   | <b>Word Mark</b>      |  |
| <b>Registration Number:</b>   | 3391522   | M G W                 |  |
| <b>CORRESPONDENCE DATA</b>  |   |                       |  |
| <b>Fax Number:</b>  | 2123548113  |                       |  |
| <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>   | 212-819-8200  |                       |  |
| <b>Email:</b>   | iprecordations@whitecase.com  |                       |  |
| <b>Correspondent Name:</b>  | Fatima Carrillo/White & Case LLP  |                       |  |
| <b>Address Line 1:</b>  | 1155 Avenue of the Americas   |                       |  |
| <b>Address Line 2:</b>  | Patent & Trademark Department   |                       |  |
| <b>Address Line 4:</b>  | New York, NEW YORK 10036  |                       |  |
| <b>ATTORNEY DOCKET NUMBER:</b>  | 1134682-0018  |                       |  |
| <b>NAME OF SUBMITTER:</b>   | Fatima Carrillo   |                       |  |
| <b>SIGNATURE:</b>   | /Fatima Carrillo/   |                       |  |
| <b>DATE SIGNED:</b>   | 11/30/2015  |                       |  |
| <b>Total Attachments: 3</b>   |   |                       |  |
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| source=05 Trademark Release - Borrower - October 2015#page2.tif   |   |                       |  |

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## TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of November 30, 2015, by MADISON CAPITAL FUNDING LLC, a Delaware limited liability company ("Agent"). Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreement (as defined below).

### W I T N E S S E T H:

WHEREAS, RSC INSURANCE BROKERAGE, INC., a Delaware corporation ("Grantor") and Agent were parties to that certain Trademark Security Agreement dated as of October 30, 2015 (the "Security Agreement") pursuant to which Grantor granted a security interest to Agent in certain Trademarks and Trademark Collateral (as defined below) as security for certain obligations owing by Grantor to Agent, including the Trademarks set forth on Schedule A hereto;

WHEREAS, the Security Agreement was recorded by the Trademark Division of the United States Patent and Trademark Office on November 3, 2015, at Reel 5660, Frame 0393;

WHEREAS, Grantor has requested that Agent release its security interest in the Trademarks and Trademark Collateral and reassign any and all rights in the same to Grantor;

WHEREAS, Grantor has satisfied and fulfilled all of its obligations to release the Agent's security interest in the Trademarks and Trademark Collateral.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Agent hereby releases its security interest in all of Grantor's right, title and interest in and to the following (collectively the "Trademark Collateral");

(i) all of its registered Trademarks set forth on Schedule A hereto;

(ii) subject to the Collateral Agreement, all goodwill of the business connected with the use of, and symbolized by, each Trademark; and

(iii) subject to the Collateral Agreement, all proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future (i) infringement or dilution of each such Trademark or (ii) injury to the goodwill associated with each such Trademark.

2. Agent hereby reassigns, grants and conveys to Grantor, without any representation, recourse or undertaking by Agent, any and all of Agent's right, title and interest in and to the Trademarks and the Trademark Collateral.

*[Signature Page Follows]*

IN WITNESS WHEREOF, Agent has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.


MADISON CAPITAL FUNDING LLC

By:   
Name: Robert Douglas  
Title: Director

Trademark Release and Reassignment

**TRADEMARK**  
**REEL: 005678 FRAME: 0304**

SCHEDULE A

| Trademark   | Registration Number | Registration Date | Jurisdiction |
|---|---------------------|-------------------|--------------|
|  The logo consists of the letters 'MGW' in a bold, serif font. A horizontal line is drawn across the middle of the letters, passing through the 'M' and 'G'. | 3391522             | March 4,<br>2008  | USPTO        |