

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM370938

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Acknowledgement of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Medical Guardian, LLC		01/27/2016	LIMITED LIABILITY COMPANY: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	The PrivateBank and Trust Company		
Street Address:	120 S. Lasalle street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	Bank: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4498245	FALLALERT MEDICAL ALERT SYSTEMS	
Registration Number:	3957034	MEDICAL GUARDIAN	
CORRESPONDENCE DATA			
Fax Number:	4125621041		
<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:	412-562-1637		
Email:	vicki.cremonese@bipc.com		
Correspondent Name:	Michael L. Dever		
Address Line 1:	301 Grant Street		
Address Line 2:	20th Floor		
Address Line 4:	Pittsburgh, PENNSYLVANIA 15219		
ATTORNEY DOCKET NUMBER:	0074431-000010		
NAME OF SUBMITTER:	Michael L. Dever		
SIGNATURE:	/Michael L. Dever/		
DATE SIGNED:	01/28/2016		
Total Attachments: 3			
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ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS

January 27, 2016

WHEREAS, MEDICAL GUARDIAN, LLC a Pennsylvania limited liability company ("**Grantor**"), has adopted, used and is using, and holds all right, title and interest in and to, the trademarks listed on the annexed Schedule 1, which trademarks are registered or applied for in the United States Patent and Trademark Office (the "**Trademarks**");

WHEREAS, Grantor has entered into a Guaranty and Collateral Agreement (as amended, restated, supplemented or otherwise modified from time to time in accordance with its terms, the "**Collateral Agreement**"), dated as of January 27, 2016 by and among Grantor, certain other loan parties from time to time party thereto and The PrivateBank and Trust Company, as administrative agent for certain lenders ("**Administrative Agent**");

WHEREAS, pursuant to the Collateral Agreement, Grantor has granted to Administrative Agent for the benefit of Lenders a continuing security interest in all right, title and interest of Grantor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "**Collateral**"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Collateral Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant to Administrative Agent for the benefit of Lenders a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Grantor does hereby further acknowledge and affirm that the rights and remedies of Administrative Agent with respect to the Collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.


[Remainder of Page Intentionally Left Blank; Signature Page Follows]

[SIGNATURE PAGE TO ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS]

IN WITNESS WHEREOF, Grantor has caused this Acknowledgment to be duly executed by its officer thereunto duly authorized as of the date first written above.

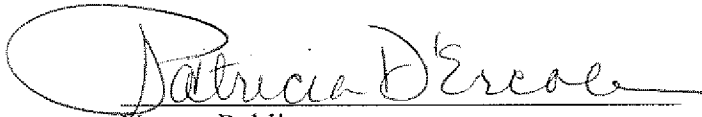
GRANTOR:

MEDICAL GUARDIAN, LLC

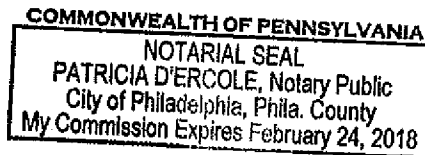
By: 
Name: Geoffrey M. Gross
Title: Manager

STATE OF Pennsylvania
COUNTY OF Philadelphia) SS

The foregoing instrument was acknowledged before me this 27th day of January, 2016, by Geoffrey M. Gross, the Manager of Medical Guardian, LLC on behalf of said company.


Notary Public

My commission expires: 2/24/18



SCHEDULE 1 TO
ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS

REGISTERED AND UNREGISTERED TRADEMARKS

TRADEMARK	U.S. SERIAL NO.	U.S. REGISTRATION
FALL ALERT MEDICAL ALERT SYSTEMS	86082829	4,498,245
MEDICAL GUARDIAN	85060896	3,957,034