

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM372126

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Interest obtained by Receiving Party by Merger effective 1/1/2016		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ConnectWise, Inc.		01/01/2016	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	JPMorgan Chase Bank, N.A., as Administrative Agent		
<b>Street Address:</b>	JPMorgan Loan Services, 10 South Dearborn		
<b>Internal Address:</b>	7th Floor, Attn: Ryan T. Bowman		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60603-2003		
<b>Entity Type:</b>	National Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3759850	QUOSAL	
<b>Registration Number:</b>	3608758	QUOSAL	
<b>Serial Number:</b>	86507816		
<b>Serial Number:</b>	86606312	QUOTE. PROPOSE. CLOSE.	
<b>Registration Number:</b>	4368275	LABTECH	
<b>Serial Number:</b>	86562386	SYNERGY PLATFORM	
<b>Registration Number:</b>	4795074		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4045818330		
<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>	404-581-8275		
<b>Email:</b>	srbrown@jonesday.com		
<b>Correspondent Name:</b>	Sidney R. Brown, Jones Day		
<b>Address Line 1:</b>	1420 Peachtree Street, NE		
<b>Address Line 2:</b>	Suite 800		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30309		
<b>ATTORNEY DOCKET NUMBER:</b>	080461-625049		
<b>NAME OF SUBMITTER:</b>	Sidney R. Brown		

OP \$190.00 3759850

<b>SIGNATURE:</b>	/Sidney R. Brown/
<b>DATE SIGNED:</b>	02/05/2016
<b>Total Attachments: 6</b> source=JPMorgan- ConnectWise Trademarks - 1-1-2016 Merger Notice of Grant of Security Interest#page1.tif source=JPMorgan- ConnectWise Trademarks - 1-1-2016 Merger Notice of Grant of Security Interest#page2.tif source=JPMorgan- ConnectWise Trademarks - 1-1-2016 Merger Notice of Grant of Security Interest#page3.tif source=JPMorgan- ConnectWise Trademarks - 1-1-2016 Merger Notice of Grant of Security Interest#page4.tif source=JPMorgan- ConnectWise Trademarks - 1-1-2016 Merger Notice of Grant of Security Interest#page5.tif source=JPMorgan- ConnectWise Trademarks - 1-1-2016 Merger Notice of Grant of Security Interest#page6.tif	

**NOTICE OF GRANT OF SECURITY INTEREST IN U.S. TRADEMARKS**

To: United States Patent and Trademark Office

Ladies and Gentlemen:

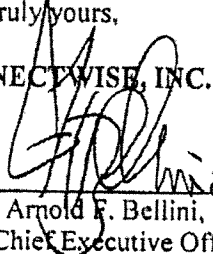
Please be advised that pursuant to that certain Pledge and Security Agreement dated as of December 1, 2015 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), by and among CONNECTWISE, INC., a Delaware corporation (as successor by merger with ConnectWise.com, Inc.) (the "Borrower"), each of the Borrower's subsidiaries and affiliates from time to time party thereto, and JPMORGAN CHASE BANK, N.A., as administrative agent (the "Administrative Agent"), the undersigned has granted to the Administrative Agent a continuing security interest in and to, and lien upon, all right, title, and interest in the trademarks and trademark applications set forth on Schedule 1 hereto.

The undersigned hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications may only be terminated in accordance with the terms of the Security Agreement.

[Signatures on following page.]

Very truly yours,

CONNECTWISE, INC.

By   
Name: Arnold F. Bellini, III  
Title: Chief Executive Officer

[CONNECTWISE - NOTICE OF GRANT OF SECURITY INTEREST IN U.S. TRADEMARKS (CWI)]

**TRADEMARK**  
**REEL: 005724 FRAME: 0976**

Acknowledged and Accepted:

**JPMORGAN CHASE BANK, N.A., as  
Administrative Agent**

By 

Name: Justin B. Kelley


Title: Vice President


[CONNECTWISE - NOTICE OF GRANT OF SECURITY INTEREST IN U.S. TRADEMARKS (CW)]

**TRADEMARK  
REEL: 005724 FRAME: 0977**

Trademark	Full Goods & Services	Reg. No. (App. No.)
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QUOSAL	IC 035. G & S: Business consulting and business	3759850
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Trademark	Full Goods & Services	Reg. No. (App. No.)
	information for enterprises.	
QUOSAL	IC 009. G & S: downloadable computer software for application and database integration; downloadable computer software for the collection, editing, organizing, modifying, book marking, transmission, storage and sharing of data and information; and downloadable computer software for providing a database in the field of report processing to upload transactional data, provide statistical analysis, and produce business proposals, quotes, notifications and reports.	3608758
Design Only 	IC 009. G & S: downloadable computer software for application and database integration; downloadable computer software for the collection, editing, organizing, modifying, book marking, transmission, storage and sharing of data and information; and downloadable computer software for providing a database in the field of report processing to upload transactional data, provide statistical analysis, and produce business proposals, quotes, notifications and reports. IC 035. G & S: Business consulting and business information for enterprises.	(86507816)
QUOTE. PROPOSE. CLOSE.	IC 009. G & S: downloadable computer software for application and database integration; downloadable computer software for the collection, editing, organizing, modifying, book marking, transmission, storage and sharing of data and information; and downloadable computer software for providing a database in the field of report processing to upload transactional data, provide statistical analysis, and produce business proposals, quotes, notifications and reports. IC 035. G & S: Business consulting and business information for enterprises.	(86606312)
LABTECH	IC 009. G & S: Computer software for administration of computer local area networks. Computer software for administration of computer networks. Computer software for controlling managed access to server applications.	4368275
SYNERGY PLATFORM	IC009 G&S: Computer software for computer system and application development, deployment and management; Computer software for linking and accessing various electronic tools for information	(86562386)

Trademark	Full Goods & Services	Reg. No. (App. No.)
	technology creation and management that may be downloaded from a global computer network; Computer software that provides web-based access to applications and services through a web operating system or portal interface; Software for creating a computer access environment for linking and accessing various software modules	
Design Only 	IC009 G&S: Computer software for administration of computer local area networks; computer software for administration of computer networks; computer software for controlling managed access to server applications	4795074