

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM386370

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL AT REEL/FRAME NO. 4930/0072

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT		06/01/2016	NATIONAL ASSOCIATION: UNITED STATES

RECEIVING PARTY DATA

Name:	CUSTOM BENEFIT PROGRAMS, INC.
Street Address:	897 12TH STREET
City:	HAMMONTON
State/Country:	NEW JERSEY
Postal Code:	08037
Entity Type:	Corporation: NEW JERSEY

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	4121938	LIFEFLEX
Registration Number:	4121628	WHERE BENEFITS GO NEXT
Registration Number:	3997464	
Registration Number:	3993951	TRICERION
Registration Number:	3783374	DELVE AUDIT
Registration Number:	3792034	MYUNIVERS
Registration Number:	3782295	UNIVERS WORKPLACE SOLUTIONS
Registration Number:	3586652	THE DIFFERENCE IS U.
Registration Number:	3469546	UNIVERS WORKPLACE BENEFITS
Registration Number:	2439077	RESOURCE ONE

CORRESPONDENCE DATA

Fax Number: 7147558290

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.

Email: IPDOCKET@LW.COM, KRISTIN.AZCONA@LW.COM

Correspondent Name: LATHAM & WATKINS LLP

Address Line 1: 650 Town Center Drive, Suite 2000

Address Line 4: Costa Mesa, CALIFORNIA 92626

OP \$265.00 4121938

NAME OF SUBMITTER:	KRISTIN J AZCONA
SIGNATURE:	/KJA/
DATE SIGNED:	06/02/2016
Total Attachments: 3 source=USI - Trademark Release Executed#page1.tif source=USI - Trademark Release Executed#page2.tif source=USI - Trademark Release Executed#page3.tif	

**RELEASE OF SECURITY INTEREST
IN TRADEMARK COLLATERAL**

This RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL, dated as of June 1, 2016 (this "Release"), is made by BANK OF AMERICA, N.A., as administrative agent (the "Administrative Agent"), in favor of CUSTOM BENEFIT PROGRAMS, INC. ("Grantor"), as follows. Capitalized terms used in this Release and not otherwise defined herein have the meanings specified in the Credit Agreement, Pledge and Security Agreement or the Trademark Security Agreement.

WITNESSETH

WHEREAS, pursuant to the Trademark Security Agreement, dated as of December 27, 2012 (the "Trademark Security Agreement"), and recorded with the U.S. Patent and Trademark Office on December 27, 2012, at Reel/Frame No. 4930/0072, Grantor granted to the Administrative Agent a security interest in and continuing lien on all of Grantor's right, title and interest in, to and under the Trademark Collateral (as defined in the Trademark Security Agreement), including, without limitation, the United States trademarks set forth on Schedule A attached hereto (the "Released Registered Trademarks"); and

WHEREAS, Grantor has requested that the Administrative Agent release its security interest in and continuing lien on all right, title and interest of Grantor in, to and under the Trademark Collateral, including the Released Registered Trademarks; and

WHEREAS, the Administrative Agent now desires to terminate and release its security interest in and continuing lien on all right, title and interest of Grantor in, to and under the Trademark Collateral, including the Released Registered Trademarks, and reassign any all rights, title and interest in the same to Grantor.

NOW, THEREFORE, the Administrative Agent, without recourse, representation or warranty of any kind or nature, and at Grantor's sole cost and expense, hereby terminates, cancels and releases its security interest in and continuing lien on all right, title and interest of Grantor in, to and under the Trademark Collateral, including the Released Registered Trademarks, and any and right, title and interest of the Administrative Agent in such Trademark Collateral and such Released Registered Trademarks, including all goodwill associated therewith, is hereby assigned, transferred, and conveyed to Grantor.

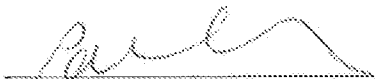
The Administrative Agent authorizes and requests that the Commissioner of Patents and Trademarks and any other applicable government officer record this Release.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed and delivered by its duly authorized officer as of the date first written above.

BANK OF AMERICA, N.A.,
as Administrative Agent


By:

Name: 
Pailey Chen

Title: Vice President

**SCHEDULE A
TO
RELEASE OF SECURITY INTEREST
IN TRADEMARK COLLATERAL**

Reel/Frame No. 4930/0072

Trademark	Database	Status	Application Number Application Date	Registration Number Registration Date	Owner Name
LIFEFLEX	U.S. Federal	Registered	85435497 9/29/11	4121938 4/3/12	Custom Benefit Programs, Inc.
WHERE BENEFITS GO NEXT	U.S. Federal	Registered	85399338 8/16/11	4121628 4/3/12	Custom Benefit Programs, Inc.
Design Only (Tricerion) 	U.S. Federal	Registered	85202423 12/21/10	3997464 7/19/11	Custom Benefit Programs, Inc.
TRICERION	U.S. Federal	Registered	85202417 12/21/10	3993951 7/12/11	Custom Benefit Programs, Inc.
DELVE AUDIT	U.S. Federal	Registered	77681278 3/2/09	3783374 5/4/10	Custom Benefit Programs, Inc.
MYUNIVERS	U.S. Federal	Registered	77681212 3/2/09	3792034 5/25/10	Custom Benefit Programs, Inc.
UNIVERS WORKPLACE SOLUTIONS	U.S. Federal	Registered	77646283 1/9/09	3782295 4/27/10	Custom Benefit Programs, Inc.
THE DIFFERENCE IS U.	U.S. Federal	Registered	77536282 7/31/08	3586652 3/10/09	Custom Benefit Programs, Inc.
UNIVERS WORKPLACE BENEFITS	U.S. Federal	Registered	78828836 3/3/06	3469546 7/15/08	Custom Benefit Programs, Inc.
RESOURCE ONE	U.S. Federal	Renewed (Registered)	75587835 11/12/98	2439077 3/27/01	Custom Benefit Programs, Inc.