### TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2

ETAS ID: TM387429

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	SECURITY INTEREST	

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Align Aerospace LLC		06/09/2016	Limited Liability Company: DELAWARE

#### **RECEIVING PARTY DATA**

Name:	Bank of America, N.A., a national banking association	
Street Address:	333 South Hope Street	
Internal Address:	Suite 1300	
City:	Los Angeles	
State/Country:	CALIFORNIA	
Postal Code:	90071	
Entity Type:	National Banking Association: CALIFORNIA	

#### **PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark		
Registration Number:	4232498	ALIGN AEROSPACE		
Registration Number:	4232497			

#### **CORRESPONDENCE DATA**

7037125050 Fax Number:

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.

Phone: 703-712-5352

Email: jmiller@mcguirewoods.com

Joyce Miller **Correspondent Name:** 

Address Line 1: 1750 Tysons Blvd.

Address Line 2: **Suite 1800** 

Address Line 4: Tysons, VIRGINIA 22102

NAME OF SUBMITTER:	Joyce Miller
SIGNATURE:	/Joyce Miller/
DATE SIGNED:	06/10/2016

### **Total Attachments: 3**

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# MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

**ALIGN AEROSPACE LLC**, a Delaware limited liability company ("**Debtor**"), hereby acknowledges that it has granted to **BANK OF AMERICA**, **N.A.**, a national banking association whose address is 333 South Hope Street, Ste. 1300, Los Angeles, CA 90071, as agent (in such capacity, "**Secured Party**") for the ratable benefit of the financial institutions from time to time party to the Loan Agreement (as defined below), as lenders (collectively, the "**Lenders**"), a security interest in and to all of Debtor's right, title and interest in and to: the trademarks and trademark registrations and applications therefor which are identified on <u>Exhibit A</u> attached hereto and herein incorporated by this reference owned by Debtor (the "**Trademarks**"), together with the goodwill and assets of the business and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of June 9, 2016, by and among, among others, Debtor, certain other obligors party thereto, the Lenders, and Secured Party (the "Loan Agreement" and, together with the other loan documents entered into in connection therewith, collectively, the "Agreements"), as security for the Obligations as set forth in the Loan Agreement. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreements or otherwise.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the  $\underline{9th}$  day of June, 2016.

ALIGN AEROSPACE LLC, a Delaware limited liability company

Name: Ian Cohen

Title: Chief Financial Officer

## EXHIBIT A TRADEMARKS

Trademark	Reg.	Reg./[Filing]	Owner of	Country	Status
	No./[Ser.	Date	Record		
	No.]				
ALIGN AEROSPACE	4,232,498	October 30,	Align	United	Registered
		2012	Aerospace	States	
			LLC		
	4,232,497	October 30,	Align	United	Registered
		2012	Aerospace	States	
			LLC		
(DESIGN)					

Exhibit A

**RECORDED: 06/10/2016**