

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM394553

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	04/27/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Diamondback Acquisition, Inc.		08/03/2016	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	OERM Software, Inc.
Street Address:	WeWork Grant Park, 332 S, Michigan Ave, 9th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60604
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	2161096	COMPLIANCE SUITE
Registration Number:	2190308	COMPLY PLUS
Registration Number:	2342238	COMPLY PLUS
Registration Number:	3301685	CYBERREGS
Registration Number:	2361163	DOLPHIN ONLINE
Registration Number:	2481694	ENVIRONMAX
Registration Number:	3121475	ESSENTIAL SUITE
Registration Number:	3303243	IMPACT ERM
Registration Number:	2040122	PC COMPLIANCE
Registration Number:	2106923	REFRIGERANT JOURNAL SOFTWARE
Registration Number:	4682430	SPHERA

CORRESPONDENCE DATA

Fax Number: 2127288111

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: 212 728 8000

Email: ipdept@willkie.com

Correspondent Name: Meghan Hungate c/o Willkie Farr & Gallag

Address Line 1: 787 Seventh Avenue

TRADEMARK

Address Line 4:	New York, NEW YORK 10019
ATTORNEY DOCKET NUMBER:	124071.00001 MHH
NAME OF SUBMITTER:	Meghan M. Hungate
SIGNATURE:	/meghanmhungate/
DATE SIGNED:	08/10/2016
Total Attachments: 3 source=Diamondback to OERM Assignment (004)EXECUTED#page1.tif source=Diamondback to OERM Assignment (004)EXECUTED#page2.tif source=Diamondback to OERM Assignment (004)EXECUTED#page3.tif	

CONFIRMATORY ASSIGNMENT AGREEMENT

This Confirmatory Assignment Agreement (the "Agreement") is made and entered into as of August 3, 2016 by and between Diamondback Acquisition, Inc., a Delaware corporation ("Diamondback") and OERM Software, Inc., a Delaware corporation ("OERM" and, collectively with Diamondback, the "Parties").

WHEREAS, the Parties entered into that certain Asset Purchase Agreement (the "APA"), dated as of April 27, 2016, pursuant to which IHS Global, Inc. conveyed to Diamondback all of its right, title and interest in and to its Operational Excellence and Operational Risk Management divisions ("Business");

WHEREAS, as part of IHS's conveyance of all of its right, title and interest in and to the Business, IHS conveyed all of its right, title and interest in and to the trademarks affiliated with the Business ("IP Assets");

WHEREAS, Exhibit A below lists the transferred IP Assets; and

WHEREAS, the Parties wish to clarify that Exhibit A lists the transferred IP Assets in and to which all right, title and interest were effectively and irrevocably transferred from IHS to Diamondback via execution of the APA;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. All capitalized terms not defined herein shall have the meaning set forth in the APA.
2. Diamondback hereby agrees and acknowledges that all of its right, title and interest in any and all intellectual and other proprietary rights relating to the Business, including but not limited to the IP Assets, now transfer to OERM, and all such right, title and interest in and to such assets are now vested solely in OERM. Diamondback further agrees and acknowledges that neither it, nor any of its affiliates, hold any right, title or interest in or to the IP Assets or any other intellectual property rights of or relating to the Business.
3. Diamondback hereby agrees and acknowledges that Exhibit A lists the transferred IP Assets.
4. At the request of OERM, Diamondback hereby agrees to, and agrees to cause its affiliates to, take or cause to be taken all action, to do or cause to be done, and to assist and cooperate with OERM in doing all things necessary, proper or advisable and in compliance with applicable law to effect the terms of this agreement and, to the extent not already transferred, to effect the transfer of the IP Assets to OERM, and to carry out effectively the purposes of this Agreement and to effect the transactions contemplated hereby.

{Signature Page Follows}

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IN WITNESS WHEREOF, DIAMONDBACK and OERM have duly executed and delivered this Confirmatory Assignment Agreement as of the date first written above.

DIAMONDBACK ACQUISITION, INC.

By: 

Name: Gordon MacNeill

Title: Secretary/Treasurer

OERM SOFTWARE, INC.

By: 

Name: Gordon MacNeill

Title: Secretary/Treasurer

EXHIBIT A

Mark	Reg. No.	Reg. Date
COMPLIANCE SUITE	2,161,096	5/26/1998
COMPLY PLUS 2	2,190,308	9/22/1998
COMPLY PLUS 2	2,342,238	4/18/2000
CYBERREGS	3,301,685	10/2/2007
DOLPHIN ONLINE	2,361,163	6/27/2000
ENVIRONMAX	2,481,694	8/28/2001
ESSENTIAL SUITE	3,121,475	7/25/2006
IMPACT ERM	3,303,243	10/2/2007
PC COMPLIANCE & Design	2,040,122	2/25/1997
REFRIGERANT JOURNAL SOFTWARE	2,106,923	10/21/1997
SPHERA	4,682,430	2/3/2015