

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM409664

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Electronic Imaging Services, Inc.		12/19/2016	Corporation: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Owl Rock Capital Corporation, as Administrative Agent
<b>Street Address:</b>	245 Park Avenue
<b>Internal Address:</b>	41st Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10167
<b>Entity Type:</b>	Corporation: MARYLAND

**PROPERTY NUMBERS Total: 34**

Property Type	Number	Word Mark
Registration Number:	4950044	@SHELF
Registration Number:	3928553	ADSIGNS
Registration Number:	4486557	BANNERSTRIPS
Registration Number:	4594589	BANNERSTRIPS
Registration Number:	4599029	BANNERSTRIPS
Registration Number:	4599030	BANNERSTRIPS
Registration Number:	3391355	EASY TO EAT WELL
Registration Number:	3797023	HEALTHY AISLES
Registration Number:	3797022	HEALTHY AISLES
Registration Number:	3929116	ISMADS
Registration Number:	3929115	ISMADS
Registration Number:	4106885	ISMINSIGHTS
Registration Number:	3797025	KAMELEON
Registration Number:	3797024	KAMELEON
Registration Number:	3723496	KAMELEON
Registration Number:	3723497	KAMELEON
Registration Number:	3718017	MAXIMIZE THE SHELFEDGE
Registration Number:	3842527	MAXIMIZE THE SHELFEDGE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3880462	PEGASSIST
Registration Number:	3796549	PEGASSIST
Registration Number:	3796547	PEGASSIST
Registration Number:	3796548	PEGASSIST
Registration Number:	3887126	PEGASSIST
Registration Number:	3808057	PEGASSIST
Registration Number:	3808056	PEGASSIST
Registration Number:	3808055	PEGASSIST
Registration Number:	3846045	SHELFSTRIPS
Registration Number:	3846044	SHELFSTRIPS
Registration Number:	3846043	SHELFSTRIPS
Registration Number:	4467402	VITAAISLES
Registration Number:	4467401	VITAAISLES
Registration Number:	4467400	VITAAISLES
Registration Number:	3804257	HEALTHY AISLES
Registration Number:	3804256	HEALTHY AISLES

**CORRESPONDENCE DATA**

Fax Number: 3129939767

*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: 312/876-7628

Email: linda.kastner@lw.com

Correspondent Name: Linda R. Kastner, c/o Latham & Watkins

Address Line 1: 330 N. Wabash Avenue

Address Line 2: Suite 2800

Address Line 4: Chicago, ILLINOIS 60611

NAME OF SUBMITTER:	Linda Kastner
SIGNATURE:	/lk/
DATE SIGNED:	12/20/2016

**Total Attachments: 7**  
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## MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS

United States Department of Commerce  
Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

Ladies and Gentlemen:

Pursuant to the Second Lien Security Agreement, dated as of December 19, 2016 (as amended, restated, amended and restated, supplemented, extended, refinanced or otherwise modified from time to time, the "Security Agreement"), **ELECTRONIC IMAGING SERVICES, INC.**, a **Delaware corporation** (the "Assignor"), has granted to OWL ROCK CAPITAL CORPORATION, as administrative agent for certain lenders, as Assignee (the "Assignee") a security interest in the Trademarks (as such term is defined in the Security Agreement) including the trademarks listed on the annexed Exhibit A, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Trademarks"). The Assignee's security interest in the Trademarks can only be terminated in accordance with the terms of the Security Agreement.

Dated: December 19, 2016

IN WITNESS WHEREOF, the Grantor has caused this Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

ELECTRONIC IMAGING SERVICES, INC., as  
Grantor

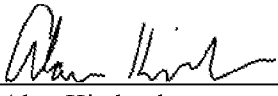
By: 

Name: Shannon Palmer

Title: Chief Financial Officer

ACKNOWLEDGED BY:

**OWL ROCK CAPITAL CORPORATION,**  
as Assignee

By:  \_\_\_\_\_

Name: Alan Kirshenbaum  
Title: Chief Financial Officer

Exhibit A

<u>Owner</u>	<u>Jurisdiction</u>	<u>Trademarks</u>	<u>Registration No.</u>	<u>Registration Date</u>
Electronic Imaging Services, Inc.	U.S.	@SHELF	4950044	May 3, 2016
Electronic Imaging Services, Inc.	U.S.	ADDSIGNS (and design)	3928553	Mar. 8, 2011
Electronic Imaging Services, Inc.	U.S.	bannerStrips	4486557	Feb. 18, 2014
Electronic Imaging Services, Inc.	U.S.	bannerStrips	4594589	Aug. 26, 2014
Electronic Imaging Services, Inc.	U.S.	bannerStrips	4599029	Sept. 2, 2014
Electronic Imaging Services, Inc.	U.S.	bannerStrips	4599030	Sept. 2, 2014
Electronic Imaging Services, Inc.	U.S.	EASY TO EAT WELL	3391355	Mar. 4, 2008
Electronic Imaging Services, Inc.	U.S.	HEALTHY AISLES (and Design)	3797023	June 1, 2010
Electronic Imaging Services, Inc.	U.S.	HEALTHY AISLES (and design)	3797022	June 1, 2010

Electronic Imaging Services, Inc.	U.S.	ISMADS (and Design)	3929116	Mar. 8, 2011
Electronic Imaging Services, Inc.	U.S.	ISMADS (and Design)	3929115	Mar. 8, 2011
Electronic Imaging Services, Inc.	U.S.	ISMINSIGHTS	4106885	Feb. 28, 2012
Electronic Imaging Services, Inc.	U.S.	KAMELEON	3797025	June 1, 2010
Electronic Imaging Services, Inc.	U.S.	KAMELEON	3797024	June 1, 2010
Electronic Imaging Services, Inc.	U.S.	KAMELEON (and design)	3723496	Dec. 8, 2009
Electronic Imaging Services, Inc.	U.S.	KAMELEON (and design)	3723497	Dec. 8, 2009
Electronic Imaging Services, Inc.	U.S.	MAXIMIZE THE SHELFEDGE	3718017	Dec. 1, 2009
Electronic Imaging Services, Inc.	U.S.	MAXIMIZE THE SHELFEDGE	3842527	Aug. 31, 2010
Electronic Imaging Services, Inc.	U.S.	PEGASSIST	3880462	Nov. 23, 2010
Electronic Imaging Services, Inc.	U.S.	PEGASSIST	3796549	June 1, 2010
Electronic Imaging Services, Inc.	U.S.	PEGASSIST	3796547	June 1, 2010

Electronic Imaging Services, Inc.	U.S.	PEGASSIST	3796548	June 1, 2010
Electronic Imaging Services, Inc.	U.S.	PEGASSIST (and design)	3887126	Dec. 7, 2010
Electronic Imaging Services, Inc.	U.S.	PEGASSIST (and design)	3808057	June 22, 2010
Electronic Imaging Services, Inc.	U.S.	PEGASSIST (and design)	3808056	June 22, 2010
Electronic Imaging Services, Inc.	U.S.	PEGASSIST (and design)	3808055	June 22, 2010
Electronic Imaging Services, Inc.	U.S.	SHELFSTRIPS (and Design)	3846045	Sept. 7, 2010
Electronic Imaging Services, Inc.	U.S.	SHELFSTRIPS (and Design)	3846044	Sept. 7, 2010
Electronic Imaging Services, Inc.	U.S.	SHELFSTRIPS (and Design)	3846043	Sept. 7, 2010
Electronic Imaging Services, Inc.	U.S.	vitaAisles	4467402	Jan. 14, 2014
Electronic Imaging Services, Inc.	U.S.	vitaAisles	4467401	Jan. 14, 2014
Electronic Imaging Services, Inc.	U.S.	vitaAisles	4467400	Jan. 14, 2014



Electronic Imaging Services, Inc. 1	U.S.	HEALTHY AISLES	3804257	Jun. 15, 2010
Electronic Imaging Services, Inc.	U.S.	HEALTHY AISLES	3804256	Jun. 15, 2010

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<sup>1</sup> Trademark to be cancelled following the Closing Date.