

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM408176

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
NV5 Holdings, Inc.		12/07/2016	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Administrative Agent		
<b>Street Address:</b>	555 California Street, CA5-705-04-09		
<b>City:</b>	San Francisco		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94104		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4304381	NV5	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7044448847		
<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>	704-343-2000		
<b>Email:</b>	ksaltrick@mcguirewoods.com		
<b>Correspondent Name:</b>	McGuireWoods LLP		
<b>Address Line 1:</b>	201 N. Tryon Street		
<b>Address Line 2:</b>	Attention: Rebecca Chaffin, Esq.		
<b>Address Line 4:</b>	Charlotte, NORTH CAROLINA 28202		
<b>NAME OF SUBMITTER:</b>	Rebecca S. Chaffin		
<b>SIGNATURE:</b>	/s/ Rebecca S. Chaffin		
<b>DATE SIGNED:</b>	12/08/2016		
<b>Total Attachments: 4</b>			
source=05 NV5 - 2016 Notice of Security Interest in Trademarks#page1.tif			
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OP \$40.00 4304381

**NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

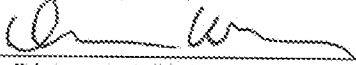
Please be advised that pursuant to the Security and Pledge Agreement dated as of December 7, 2016 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

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Very truly yours,

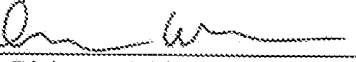
**NV5 GLOBAL, INC.**, a Delaware corporation

By: 

Name: Dickerson Wright

Title: Chairman and CEO

**NV5 HOLDINGS, INC.**, a Delaware corporation

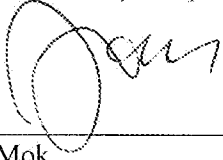
By: 

Name: Dickerson Wright

Title: Chairman and CEO

Acknowledged and Accepted:

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



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

Name: Joan Mok

Title: Vice President

**SCHEDULE 1**  
**U.S. Trademarks**

Trademark Name	Registration Number	Registration Date
NV5	4304381	March 19, 2013