

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM409685

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vestcom International, Inc.		12/19/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Owl Rock Capital Corporation, as Administrative Agent		
Street Address:	245 Park Avenue		
Internal Address:	41st Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10167		
Entity Type:	Corporation: MARYLAND		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	2212352		
Registration Number:	3832436	HEALTHY AISLES	
Registration Number:	3674428	HEALTHY AISLES	
Registration Number:	4944550	TECHNOLOGY BY VESTCOM	
Registration Number:	4944551	TECHNOLOGY BY VESTCOM	
Registration Number:	4981876	TECHNOLOGY BY VESTCOM	
Registration Number:	2229989	VESTCOM	
Registration Number:	3917522	VESTCOM	
Registration Number:	3944817	VESTCOM	
Registration Number:	3641953	V VESTCOM	
Registration Number:	3768669	VESTCOM	
Registration Number:	3768667	VESTCOM	
Registration Number:	3857492	VESTCOM	
Registration Number:	3917523	VESTCOM	
CORRESPONDENCE DATA			
Fax Number:	3129939767		
<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>			

OP \$365.00 2212352

TRADEMARK

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: 5

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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"), **VESTCOM INTERNATIONAL, 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

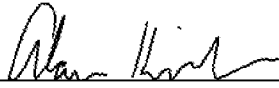
IN WITNESS WHEREOF, the Grantor has caused this Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

VESTCOM INTERNATIONAL, 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

Trademark Registrations

<u>Owner</u>	<u>Jurisdiction</u>	<u>Trademarks</u>	<u>Registration No.</u>	<u>Registration Date</u>
Vestcom International, Inc.	U.S.	DESIGN	2212352	Dec. 22, 1998
Vestcom International, Inc.	U.S.	HEALTHY AISLES	3832436	Aug. 10, 2010
Vestcom International, Inc.	U.S.	HEALTHY AISLES	3674428	Aug. 25, 2009
Vestcom International, Inc.	U.S.	TECHNOLOGY BY VESTCOM	4944550	Apr. 26, 2016
Vestcom International, Inc.	U.S.	TECHNOLOGY BY VESTCOM	4944551	Apr. 26, 2016
Vestcom International, Inc.	U.S.	TECHNOLOGY BY VESTCOM & DESIGN	4981876	June 21, 2016
Vestcom International, Inc.	U.S.	VESTCOM	2229989	Mar. 9, 1999
Vestcom International, Inc.	U.S.	VESTCOM (and design)	3917522	Feb. 8, 2011
Vestcom International, Inc.	U.S.	VESTCOM (and design)	3944817	Apr. 12, 2011
Vestcom International, Inc.	U.S.	VESTCOM (and design)	3641953	June 23, 2009

<u>Owner</u>	<u>Jurisdiction</u>	<u>Trademarks</u>	<u>Registration No.</u>	<u>Registration Date</u>
Vestcom International, Inc.	U.S.	VESTCOM (and design)	3768669	Mar. 30, 2010
Vestcom International, Inc.	U.S.	VESTCOM (and design)	3768667	Mar. 30, 2010
Vestcom International, Inc.	U.S.	VESTCOM (and design)	3857492	Oct. 5, 2010
Vestcom International, Inc.	U.S.	VESTCOM (and design)	3917523	Feb. 8, 2011

TRADEMARK

REEL: 005949 FRAME: 0219

RECORDED: 12/20/2016