

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM420263

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DIGITAL INSURANCE, INC.		03/17/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT		
Street Address:	200 GALLERIA PARKWAY, SUITE 1950		
City:	ATLANTA		
State/Country:	GEORGIA		
Postal Code:	30339		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5130412	ONEDIGITAL	
Registration Number:	2963713	BENEFIT SELECT	
Serial Number:	86929428	DIGITAL BENEFIT ADVISORS	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<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>			
Phone:	919 286-8000		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	3015 CARRINGTON MILL BOULEVARD		
Address Line 2:	SUITE 400		
Address Line 4:	MORRISVILLE, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	327000.27253		
NAME OF SUBMITTER:	JOHN E. SLAUGHTER, III		
SIGNATURE:	/JOHN E. SLAUGHTER, III/		
DATE SIGNED:	03/20/2017		
Total Attachments: 4			
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security and Pledge Agreement dated as of March 17, 2017 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

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

[SIGNATURE PAGES FOLLOW]

Very truly yours,

DIGITAL INSURANCE, INC.,
a Delaware corporation

By: 

Name: Charles M. Ristau

Title: Chief Financial Officer

DIGITAL INSURANCE, INC.
TRADEMARK NOTICE

TRADEMARK
REEL: 006012 FRAME: 0927

Acknowledged and Accepted:

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

By: *Maria A. McClain*

Name: Maria A. McClain

Title: Vice President

DIGITAL INSURANCE, INC.
TRADEMARK NOTICE

TRADEMARK
REEL: 006012 FRAME: 0928

Schedule 1

**Digital Insurance, Inc.
(Delaware Corporation)**

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
ONEDIGITAL	5130412	01/24/17
BENEFIT SELECT	2963713	06/28/05

Trademark Application

Mark	Appl. No.	Filing Date
DIGITAL BENEFIT ADVISORS	86929428	03/04/16