

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM423164

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

## CONVEYING PARTY DATA

| Name                                   | Formerly | Execution Date | Entity Type                         |
|--|----------|----------------|-------------------------------------|
| CONTINUUM MANAGED SERVICES, LLC        |          | 03/31/2017     | Limited Liability Company: DELAWARE |
| CONTINUUM MANAGED SERVICES HOLDCO, LLC |          | 03/31/2017     | Limited Liability Company: DELAWARE |
| R1SOFT LLC                             |          | 03/31/2017     | Limited Liability Company: DELAWARE |
| CONTINUUM HOLDCO 1, LLC                |          | 03/31/2017     | Limited Liability Company: DELAWARE |

## RECEIVING PARTY DATA

|                          |  |
|--------------------------|--|
| <b>Name:</b>             | Silicon Valley Bank, as Administrative Agent |
| <b>Street Address:</b>   | 3003 Tasman Drive                            |
| <b>Internal Address:</b> | HF 150                                       |
| <b>City:</b>             | Santa Clara                                  |
| <b>State/Country:</b>    | CALIFORNIA                                   |
| <b>Postal Code:</b>      | 95054  |
| <b>Entity Type:</b>      | Corporation: CALIFORNIA                      |

## PROPERTY NUMBERS Total: 13

| Property Type        | Number   | Word Mark                  |
|----------------------|----------|----------------------------|
| Registration Number: | 4789618  |                            |
| Registration Number: | 4865318  | CONTINUUM                  |
| Registration Number: | 4377201  | CONTINUUM                  |
| Registration Number: | 4380775  | CONTINUUM                  |
| Registration Number: | 4289964  | CONTINUUM                  |
| Registration Number: | 4980067  | CONTINUITY247              |
| Registration Number: | 5032046  |                            |
| Registration Number: | 4980058  | ITSUPPORT247               |
| Registration Number: | 4148051  | CLOUDCOPY                  |
| Registration Number: | 3355664  | R1SOFT                     |
| Registration Number: | 3332964  | CONTINUOUS DATA PROTECTION |
| Registration Number: | 3415085  | DISK SAFE                  |
| Serial Number:       | 86563220 |                            |

TRADEMARK

**CORRESPONDENCE DATA****Fax Number:** 8004947512*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:** 800-494-5225**Email:** ipteam@nationalcorp.com**Correspondent Name:** Stewart Walsh**Address Line 1:** 1025 Vermont Ave NW, Suite 1130**Address Line 2:** National Corporate Research, LTD**Address Line 4:** Washington, D.C. 20005**ATTORNEY DOCKET NUMBER:** F169513**NAME OF SUBMITTER:** Andrew Nash**SIGNATURE:** /Andrew Nash/**DATE SIGNED:** 04/10/2017**Total Attachments: 28**

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## INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of March 31, 2017 by and between the Grantors listed on the signature page hereto (collectively, the “*Grantor*”) and **SILICON VALLEY BANK**, as administrative agent for the Lenders (in such capacity, the “*Administrative Agent*”).

### RECITALS

A. Administrative Agent and the Lenders have agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the “*Loans*”) in the amounts and manner set forth in that certain Credit Agreement, dated as of the date herewith, by and among **CONTINUUM MANAGED SERVICES, LLC**, a Delaware limited liability company] (“*Holdings*”), **CONTINUUM MANAGED SERVICES HOLDCO, LLC**, a Delaware limited liability company (“*Continuum US*”), **RISOFT LLC**, a Delaware limited liability company (“*RISoft*”, and together with Continuum US, individually and collectively, jointly and severally, the “*Borrower*”), the several banks and other financial institutions or entities from time to time parties thereto (each a “*Lender*” and, collectively, the “*Lenders*”) and Administrative Agent (as amended, restated, amended and restated, supplemented, restructured or otherwise modified from time to time, the “*Credit Agreement*”). Unless otherwise specified, capitalized terms used herein are used as defined in the Credit Agreement.

B. In consideration of the agreement by Administrative Agent and Lenders to make the Loans to Borrower under the Credit Agreement, Borrower and each other Grantor have entered into that certain Guarantee and Collateral Agreement in favor of Administrative Agent, dated as of even date herewith (as the same may be amended, modified or supplemented from time to time, the “*Guarantee and Collateral Agreement*”).

C. Administrative Agent and Lenders are willing to make the Loans to Borrower, but only upon the condition, among others, that Borrower and each other Grantor shall grant to Administrative Agent a security interest in certain Copyrights, Trademarks, and Patents (in each case, as defined in the Guarantee and Collateral Agreement) to secure the obligations of Borrower and each other Grantor under the Credit Agreement and the Guarantee and Collateral Agreement.

D. Pursuant to the terms of the Credit Agreement and the Guarantee and Collateral Agreement, Borrower and each other Grantor have granted to Administrative Agent, for the benefit of the Secured Parties, a security interest in all of Borrower’s and each other Grantor’s right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its Obligations under the Credit Agreement and Loan Documents, Grantor hereby represents, warrants, covenants and agrees as follows:

## AGREEMENT

To secure its Obligations under the Credit Agreement and Loan Documents, Grantor grants and pledges to Administrative Agent a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property collateral (including without limitation those Copyrights, Patents, and Trademarks listed on Exhibits A, B, and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Administrative Agent under the Guarantee and Collateral Agreement. The rights and remedies of Administrative Agent with respect to the security interest granted hereby are in addition to those set forth in the Credit Agreement and the other Loan Documents, and those which are now or hereafter available to Administrative Agent as a matter of law or equity. Each right, power and remedy of Administrative Agent provided for herein or in the Credit Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Administrative Agent of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Credit Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Administrative Agent, of any or all other rights, powers or remedies.

THIS AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK (INCLUDING, WITHOUT LIMITATION, SECTION 5-1401 OF THE GENERAL OBLIGATIONS LAW) WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES.

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IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

**GRANTOR:**

CONTINUUM MANAGED SERVICES, LLC

By: Geoffrey Willison

Name: Geoffrey Willison

Title: Chief Financial Officer

{Signature Page to Intellectual Property Security Agreement}

**TRADEMARK**

**REEL: 006031 FRAME: 0164**

CONTINUUM MANAGED SERVICES HOLDCO, LLC

By: Geoffrey Willison

Name: Geoffrey Willison

Title: Chief Financial Officer

[Signature Page to Intellectual Property Security Agreement]

**TRADEMARK**

**REEL: 006031 FRAME: 0165**

RISOFT LLC

By: Geoffrey Willison

Name: Geoffrey Willison

Title: Chief Financial Officer

[Signature Page to Intellectual Property Security Agreement]

**TRADEMARK**

**REEL: 006031 FRAME: 0166**

CONTINUUM HOLDCO 1, LLC

By: Geoffrey Willison

Name: Geoffrey Willison

Title: Chief Financial Officer

[Signature Page to Intellectual Property Security Agreement]

**TRADEMARK**

**REEL: 006031 FRAME: 0167**



ADMINISTRATIVE AGENT:

SILICON VALLEY BANK,  
as the Administrative Agent

By: Jonathan Wolfert

Name: Jonathan Wolfert

Title: Vice President

**EXHIBIT A**

**COPYRIGHTS**

**Registered Copyrights**

| <u>Grantor</u>                         | <u>Jurisdiction</u> | <u>Registration No.</u> | <u>Registration Date</u> | <u>Work of Authorship</u> | <u>Case Number</u> | <u>Title of Work</u>  |
|--|---------------------|-------------------------|--------------------------|---------------------------|--------------------|---|
| Continuum Managed Services Holdco, LLC | United States       |                         |                          |                           | 1-272202621        | Industry Perspective - Selling Managed Services into a Recession/Recovery of Any Shape  |
| Continuum Managed Services Holdco, LLC | United States       |                         |                          |                           | 1-271902781        | A Day in the Life of... Arlin Sorenson  |
| Continuum Managed Services Holdco, LLC | United States       |                         |                          |                           | 1-273342100        | ChannelPro - SMB Presents the "Success Series" of Webinars - "A Managed Services Franchise Model -Your Ticket to Fast Growth" |
| Continuum Managed Services Holdco, LLC | United States       |                         |                          |                           | 1-273501505        | PARTNER PERSPECTIVE - Proactive Care For Small Business Infrastructure  |
| Continuum Managed Services Holdco, LLC | United States       |                         |                          |                           | 1 -273502062       | Business Solutions Magazine Lunch & Learn Webinar -Building the Right Team: Advice for VARs and MSPs                          |
| Continuum Managed Services Holdco, LLC | United States       |                         |                          |                           | 1-273581011        | Marketing Your MSP Business With Kutenda  |
| Continuum Managed Services Holdco, LLC | United States       |                         |                          |                           | 1-273581271        | INDUSTRY PERSPECTIVE - 21st Century IT Purchase Process Study   |
| Continuum Managed Services Holdco, LLC | United States       |                         |                          |                           | 1-273697564        | Business Solutions Magazine Lunch & Learn Webinar -"How VARs and MSPs can Make Money with SaaS"                               |
| Continuum Managed Services             | United States       |                         |                          |                           | 1-273813500        | Xpert Cast - How To Build a Successful and  |

|  |               |               |  |  |             |   |
|--|---------------|---------------|--|--|-------------|---|
| Holdco, LLC                            |               |               |  |  |             | Cost-effective Business Continuity Plan   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-273889780 | BTM - NEW: Lower Price Point for Zenith BDR Campaign!   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-273889953 | Industry Perspective - Edward F. Moltzen, Everything Channel - The Social Web: What Business Needs to Know                                |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-273890083 | ChannelPro-SMB presents the "Success Series" of Webinars - "Predictive Revenue - The Heart Of The Managed Services Model"                 |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-275230999 | ChannelPro-SMB presents the "Success Series" of Webinars - "A Managed Services Franchise Model -Your Ticket to Fast Growth"               |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-275231050 | Business Solutions Magazine Lunch & Learn Webinar - How VARs and MSPs Can Grow with Web 2.0 Marketing                                     |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-276463221 | SPECIAL EVENT - A-to-Z: How the Autotask-Zenith Integration Improves Your Service Delivery and Grows Your MSP Practice                    |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-277212601 | Special Event - Building Your Managed Services Agreements: Recommendations from a Pro   |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-429-978 |  |  | 1-281403741 | HUGE New Vertical Market with STIMULUS FUNDING in Electronic Medical Records (EMR) FIELD- Recurring Managed Services Revenue w/ gloStream |

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|--|---------------|---------------|--|--|--------------|--|
|  |               |               |  |  |              | and Zenith Infotech  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-881 |  |  | 1-288253311  | Zenith Partner Webinar   |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-878 |  |  | 1-291667671  | VSR Channel LIVE!  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-877 |  |  | 1-294243941  | PARTNER PERSPECTIVE - Building Success through Relationships: A Smaller MSP's Strategies for Maximizing the Benefit of the Zenith Relationship |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-842 |  |  | 1-296721261  | Zenith Infotech Commercials 2009   |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-884 |  |  | 1-296721343  | Partner Perspective - Ensuring Added Value for Your Clients  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-870 |  |  | 1 -296721437 | Business Solutions Magazine Lunch & Learn Webinar - "Three Hot Verticals for VARs and MSPs"  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-875 |  |  | 1-296721558  | Partner - Roundtable with Trivalent Group  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-920 |  |  | 1-301302991  | Business Solutions Magazine Lunch & Learn Webinar - "Cloud Computing: What Every VAR and MSP Needs to Know"                                    |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-927 |  |  | 1-301303099  | A Day In The Life - Mike Cooch - CEO, Everon Technology Services   |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-433-929 |  |  | 1-301303217  | Complete BDR Overview, Capabilities to Cash  |

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|--|---------------|---------------|--|--|-------------|--|
| Continuum Managed Services Holdco, LLC | United States | PAu 3-454-494 |  |  | 1-303684131 | EVENT OVERVIEW - VSR - Channel Live!   |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-454-495 |  |  | 1-303684209 | ChannelPro - SMB presents the "Success Series" of Webinars - "Hire them, Train them, Keep them!"   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-303684361 | BUSINESS CONTINUITY SOLUTIONS FROM ZENITH INFOTECH   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-327256041 | Smart Style Update with Akash Saraf  |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-330216389 | Zenith BC Webinar Frank Bauer  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-454-749 |  |  | 1-330216291 | Zenith BC Webinar Steve E  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-457-651 |  |  | 1-331848251 | Owning Up: How to Tap Into Your Employees' Big Ideas... And Get them Thinking Like Owners (Part I) |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-451-520 |  |  | 1-339858841 | Back into the Pot: Reinvesting in Technology   |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-454-625 |  |  | 1-333465601 | VSR Channel Live - Hosted by Regina Ciardiello   |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-457-696 |  |  | 1-344746901 | CPR for HTG Members  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-457-691 |  |  | 1-344747011 | Channel Insider - MSP Spotlight - Episode 1  |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-457-687 |  |  | 1-345790511 | Around the Channel with Special Guest Heather Clancy   |

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|--|---------------|---------------|--|--|-------------|--|
| Continuum Managed Services Holdco, LLC | United States | PAu 3-457-694 |  |  | 1-346036821 | Business Continuity - Make Your Business Grow -Featuring Steve Evanchek    |
| Continuum Managed Services Holdco, LLC | United States | PAu 3-457-692 |  |  | 1-346037050 | Arm Yourself for the Mobile Revolution                                     |
| Continuum Managed Services Holdco, LLC | United States | PAu3461696    |  |  | 1-351567321 | VSR Channel Live Episode 4   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-356279521 | Business Continuity - Make Your Business Grow with Steve Evanchec Standing |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-356279599 | The Pro Returns: Building Your MSP Agreements                              |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-361370091 | CMIT Webinar   |
| Continuum Managed Services Holdco, LLC | United States | PAu3492332    |  |  | 1-366464661 | Easy Money: Products with Big Margins, Easy Management                     |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-373176461 | RCP - On the Money   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-373176539 | Take your Business to the Next Level with Tigerpaw and Zenith Infotech     |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-386404371 | Lunch and Learn Webinars - Going Green Can Bring in More Green             |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-386404419 | Compliance as a Service: Demands for Compliance Expertise Grow             |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-387745151 | Channel Insider Storage Services Trends                                    |

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|--|---------------|------------|--|--|-------------|--|
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-388072309 | Redmond Channel Partner Presents: On the Money -Reoccurring Revenue  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-388072577 | Business Continuity - Zenith Infotech's Complete BDR Overview  |
| Continuum Managed Services Holdco, LLC | United States | PAu3534016 |  |  | 1-392281501 | VSR Channel Live - April 22, 2010  |
| Continuum Managed Services Holdco, LLC | United States | PAu3509480 |  |  | 1-399185401 | Web-Based Marketing Benefit Program: Zenith Infotech and TechTarget  |
| Continuum Managed Services Holdco, LLC | United States | PAu3509479 |  |  | 1-399185639 | Industry Perspective With Scott Bekker   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-399538341 | The Better Way to Managed Services and Business Continuity   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-401740161 | Xpert Cast Webinar - The Benefits of Private Cloud Computing for IT Service Providers to Small and Midsized Business |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-403084401 | Business Continuity 4/27/2010  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-408851151 | ChannelPro - SMB Success Series Webinars - Identify the Rudolph's in Your Organization                               |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-409188299 | Around the Channel with Harry Brelsford, CEO of SMB Nation   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-410741651 | VSR - CHANNEL LIVE - Sales/Marketing Tactics to Drive Business Growth in 2010 and Beyond                             |
| Continuum                              | United        | PAu3505933 |  |  | 1-423847181 | Business Continuity -  |

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|--|---------------|------------|--|--|-------------|--|
| Managed Services Holdco, LLC           | States        |            |  |  |             | Make Your Business Grow - 5/25/2010  |
| Continuum Managed Services Holdco, LLC | United States | PAu3512719 |  |  | 1-423847279 | Business Solutions' Lunch & Learn - Growth May Mean Partners, Not Products   |
| Continuum Managed Services Holdco, LLC | United States | PAu3505932 |  |  | 1-424298607 | ChannelPro - SMB Success Series Webinars -Celebrating Failure: The Power of Taking Risks, Making Mistakes and Thinking Big |
| Continuum Managed Services Holdco, LLC | United States | PAu3505934 |  |  | 1-424298995 | Redmond Channel Partner Presents- On the Money - Staying Profitable  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-434787331 | Around the Channel with Charles Weaver - President of the MSP Alliance - 06/07/2010  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-434787459 | BUSINESS CONTINUITY - WIN BIG - with Steve Evanchech - 06/08/2010  |
| Continuum Managed Services Holdco, LLC | United States | PAu3556459 |  |  | 1-442087151 | A Day in the Life of Larry Shulman   |
| Continuum Managed Services Holdco, LLC | United States | PAu3556468 |  |  | 1-442087329 | Around the Channel with Pat Taylor - President of Atypical Business, Inc.  |
| Continuum Managed Services Holdco, LLC | United States | PAu3556470 |  |  | 1-442087417 | Partner Perspective - Selling the Cloud  |
| Continuum Managed Services Holdco, LLC | United States | PAu3556464 |  |  | 1-442087465 | ChannelPro -SMB Success Series Webinars - Celebrating Failure - Part 2   |
| Continuum Managed Services Holdco, LLC | United States | PAu3556465 |  |  | 1-442488643 | Zenith Infotech and Sunbelt Software Present VIPRE Enterprise  |
| Continuum Managed Services             | United States | PAu3550518 |  |  | 1-446838181 | Redmond Channel Partner Presents: On The   |



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|--|---------------|------------------|--|--|-------------|--|
| Holdco, LLC                            |               |                  |  |  |             | Money - Organic Growth Through Organic IT Approaches   |
| Continuum Managed Services Holdco, LLC | United States |                  |  |  | 1-451722851 | VSR Channel Live - Partnership Building Tactics to Drive Sales Revenue                         |
| Continuum Managed Services Holdco, LLC | United States | PAu3535961       |  |  | 1-468604711 | Business Solutions Magazine Lunch & Learn - Stabilize Your Business With Good Hiring           |
| Continuum Managed Services Holdco, LLC | United States | PAu3538046       |  |  | 1-471994391 | Special Event: Introducing Vu Telepresence   |
| Continuum Managed Services Holdco, LLC | United States |                  |  |  | 1-471994470 | Business Continuity - Win Big ! Featuring David Murphy   |
| Continuum Managed Services Holdco, LLC | United States | PAu3538048       |  |  | 1-471994578 | VSR - Channel Live - Negotiating For Success: Negotiation Tactics for VARs to Increase Revenue |
| Continuum Managed Services Holdco, LLC | United States | PAu3538049       |  |  | 1-472639371 | ChannelPro - SMB Success Series - Generating More Leads and More Revenue for Your MSP Business |
| Continuum Managed Services Holdco, LLC | United States | PAu3542938       |  |  | 1-479932601 | Business Continuity - Win Big! With Chris Friday   |
| Continuum Managed Services Holdco, LLC | United States | PAu0034252<br>95 |  |  |             | Franchising with Launch Pad  |
| Continuum Managed Services Holdco, LLC | United States | PA00016450<br>85 |  |  |             | Industry Perspective - 10 Tips: Marketing Your Business With Social Media                      |
| Continuum Managed Services Holdco, LLC | United States | PAu0034119<br>48 |  |  |             | Industry Perspective - Insider Secrets to Launching a Successful Managed Services Practice.    |

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|--|---------------|------------------|--|--|-------------|--|
| Continuum Managed Services Holdco, LLC | United States | PAu0034119<br>82 |  |  |             | Industry Perspective - Top Tech Trends for 2009  |
| Continuum Managed Services Holdco, LLC | United States | PAu0034119<br>84 |  |  |             | Partner Perspective - Staff Efficiency & Motivation  |
| Continuum Managed Services Holdco, LLC | United States | PAu0034119<br>83 |  |  |             | Partner Perspective - Virtualization Defined - Building Your Virtualization Practice             |
| Continuum Managed Services Holdco, LLC | United States | PAu0034119<br>85 |  |  |             | Time Management for VARs and MSPs  |
| Continuum Managed Services Holdco, LLC | United States |                  |  |  | 1-484090251 | Business Solutions - Roundtable Discussion: Future of Cloud - What MSPs Need to Know             |
| Continuum Managed Services Holdco, LLC | United States |                  |  |  | 1-484090370 | Around the Channel - The Importance of Branding & Identity for Technology Services Companies     |
| Continuum Managed Services Holdco, LLC | United States |                  |  |  | 1-484090498 | VSR Channel Live - Adding IT as a Service: Why it Makes Sense Now                                |
| Continuum Managed Services Holdco, LLC | United States |                  |  |  | 1-409188450 | Business Continuity - Win Big - 8/25/2010  |
| Continuum Managed Services Holdco, LLC | United States | PAu3542014       |  |  | 1-486770001 | Redmond Channel Partner - How Handing Over Back-Office Functions to a Vendor Fills Staffing Gaps |
| Continuum Managed Services Holdco, LLC | United States | PAu3542265       |  |  | 1-487920441 | Channel Pro - Establishing An Effective Framework For Service Level Agreements                   |
| Continuum Managed Services Holdco, LLC | United States |                  |  |  | 1-492145031 | Redmond Channel Partner Presents: Selling Value: The Dollarization of Managed Services           |

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|--|---------------|------------|--|--|-------------|---|
| Continuum Managed Services Holdco, LLC | United States | PAu3497921 |  |  | 1-499179611 | Top 10 Challenges in Providing IT as a Service in the SMB Market Using a Cloud Solution               |
| Continuum Managed Services Holdco, LLC | United States | PAu3497914 |  |  | 1-499179890 | Building Your IT as a Service Strategy as a SMB IT Service Provider                                   |
| Continuum Managed Services Holdco, LLC | United States | PAu3554989 |  |  | 1-508617121 | Redmond Channel Partner Presents - Win with White Label: How to Build a Local Brand and Your Business |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-554636831 | Business Continuity in the Cloud - 12/08/10   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-554636892 | VSR Channel Live - The State of the SMB Market - Outlook 2011   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-554636990 | VSR Channel Live - Bleeding-Edge Marketing Tactics That Boost Profits                                 |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-554637108 | Business Solutions' Lunch & Learn - Is Process the Secret Sauce for MSP Success?                      |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-554637236 | RCP Presents - The Whole Gamut: Financing Alternatives for IT Service Firms                           |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-561546511 | Opportunity Knocks! New Profitability for the Tribe   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-561546580 | Business Continuity - Win Big! - 9/22/2010  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-561546678 | Business Solutions - Lunch & Learn - Leadership for a Competitive Advantage                           |
| Continuum Managed Services             | United States |            |  |  | 1-561709136 | Business Continuity and HA Features Within  |

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|--|---------------|------------|--|--|-------------|--|
| Holdco, LLC                            |               |            |  |  |             | SmartStyle   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-561709224 | Business Continuity and HA Features Within SmartStyle with Frank Bauer and Ray Vrabel                  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-561709362 | Xpert Cast - Leveraging Business Continuity as a Stepping Stone for Broad Private Cloud Adoption       |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-562328601 | ChannelPro - MSP Roundtable Discussion - Business Continuity and the Road to Cloud Computing           |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-562328670 | Everything Channel - The Main Event #5 – Pagano  |
| Continuum Managed Services Holdco, LLC | United States | PAu3538047 |  |  | 1-563522261 | Business Continuity - Cloud Computing Assess Your Business Strategy with David Murphy                  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-563522480 | ChannelPro MSP Roundtable - Are You Ready for Cloud Computing?   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-563593254 | ChannelPro - SMB - Getting Your Business Ready for Cloud Computing: Defining Your Cloud Sales Strategy |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-563593482 | Business Continuity - The Cloud Revolution   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-563665931 | VSR Channel Live - Cloud Computing: Managing Risk & Reducing Liability                                 |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-582098211 | Cloud 101: Where Is Your Place In The Cloud?   |

|  |               |  |  |  |             |  |
|--|---------------|--|--|--|-------------|--|
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-582098338 | Around the Channel - Why it's the Time to Sell Green Computing   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-582098406 | Redmond Channel Partner - Are You Ready for the Cloud? How MSPs can Dominate New Management                  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-582098484 | Business Continuity - The Cloud Revolution with Dominick Digennaro   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-582098542 | Everything Channel - Understanding Cost and Economies of Scale for SMB Cloud Computing Services              |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-582232720 | Building a Ladder to the Cloud   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-582232828 | Building Better Leaders for a Successful Tomorrow  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-582232926 | Redmond Channel Partner - Price and Profits: Finding the Right Balance to Successfully Deliver Cloud Service |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-589944131 | Business Continuity in the Cloud: Asses Your Business Strategy   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-589944270 | Business Continuity - The Cloud Revolution with Dominick Digennaro - 12/15/2010                              |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-590299241 | Expert Exchange – LANspeed   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-590299360 | Redmond Channel Partner - Legal Issues of Social Networking  |

|  |               |  |  |  |              |   |
|--|---------------|--|--|--|--------------|---|
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-590385776  | Business Continuity - Win Big 10/13/2010  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-590386262  | 5 Steps to Create a Surefire Marketing Plan Guaranteed to Turbo Charge Your New Years Revenue           |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-593642790  | Getting Your Business Ready for Cloud Computing: Your Marketing Strategy                                |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-593643601  | Getting Your Business Ready for Cloud Computing: Your Virtualization Primer                             |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-593643699  | Win the Fight to Right Price Your Service Offerings   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-593715907  | Partner Perspective - Jamison West  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1 -593715975 | INDUSTRY PERSPECTIVE - 21st Century IT Purchase Process Study - 9/9/2009                                |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-593716043  | How VARs and MSPs can Make Money with Saas - 8/20/2009  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-593716111  | Opportunity Knocks! VU Vision   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-593716149  | Business Continuity - Win Big - 10/27/2010  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-596691881  | Everything Channel - The Top 10 Challenges of Positioning and Messaging Your Cloud Solutions in the SMB |
| Continuum Managed Services             | United States |  |  |  | 1-596692060  | Special Event - Increase Sales and Drive Revenue  |

|  |               |  |  |  |             |  |
|--|---------------|--|--|--|-------------|--|
| Holdco, LLC                            |               |  |  |  |             | with Kevin Brown   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-596692288 | Business Solutions Magazine - Marketing Your IT Business                                       |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-596692662 | Talking to Customers About Cloud Solutions - Pure vs. Hybrid                                   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-596728991 | Business Continuity - The Cloud Revolution – Dominick Digennaro 2/9/2011                       |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-596729159 | Business Continuity - The Cloud Revolution – Jonathan Higgins 2/23/2011                        |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-596780797 | Selling the Cloud - How to Pitch IT-as-a-Service   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-597838101 | Powering Up Your Sales Force is More than Just Using Salesforce                                |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-597838160 | Practical Security Requirements - Providing Real Solutions for Your Customers                  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-597838198 | Around the Channel - What are the Legal Issues of Cloud Computing?                             |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-597838336 | Around the Channel - Taking the Mystery out of Mergers and Acquisitions: A Case Study for MSPs |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-599378201 | Getting Your Business Ready for Cloud Computing: Operational Preparedness                      |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-599378310 | Around the Channel with Jennifer Wing - SEO: The Foundation of                                 |

|  |               |  |  |  |             |   |
|--|---------------|--|--|--|-------------|---|
|  |               |  |  |  |             | Internet Marketing  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-599378398 | Kutenda - 7 Vital Steps to Transform Your Website Into a Lead Generating Machine    |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-599378526 | Special Event - Storage: Where are my Disks?  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-599378664 | Kutenda - Mastering SEO - 3 Strategies to Launch Your Website to the Top            |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-599378736 | Kutenda - Exclusive Zenith Partner Opportunity Announcement                         |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-599379010 | Business Continuity - The Cloud Revolution - John McCallum                          |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-599450228 | Special Event - Virtualization: From the Data Center to the Cloud                   |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-604745741 | Around the Channel: Contracting for Cloud Computing - A Cloud User's Bill of Rights |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-607681331 | Business Continuity - The Cloud Revolution - Featuring Daniel Rock                  |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-607681400 | Redmond Channel Partner - Cloud ROI: Pie in the Sky?                                |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-607681518 | Around the Channel - Content Writing: The Art of Writing Internet Copy              |
| Continuum Managed Services Holdco, LLC | United States |  |  |  | 1-611651741 | Business Continuity - The Cloud Revolution - Dominick Digennaro<br>5/4/2011         |



|  |               |            |  |  |             |  |
|--|---------------|------------|--|--|-------------|--|
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-616911081 | Kutenda - All HAM and No SPAM- Email Marketing Strategies for MSPs                         |
| Continuum Managed Services Holdco, LLC | United States | PAu3550516 |  |  | na          | Business Solutions' Lunch & Learn - How Virtualization and the Cloud Impacts Your Business |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-631313541 | The Cloud Revolution 6/1/2011  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-631313750 | How to Price Your Cloud Offering   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-631351108 | Selecting Profitable Partnerships For Your Cloud Services Business                         |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-631351256 | Legal Issues of Security and Privacy in Cloud Computing                                    |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-631351604 | Business Solutions' Lunch & Learn - Have Mobile Workers? Why You Need to Cloud             |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-631351752 | Business Continuity - The Cloud Revolution with Daniel Rock                                |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-631351960 | Exclusive Southeast Partner Webinar  |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-639666151 | Exclusive Mid-Atlantic Partner Webinar   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-639628701 | Exclusive Zenith NorthEast Partner Webinar   |
| Continuum Managed Services Holdco, LLC | United States |            |  |  | 1-639628876 | The Cloud Revolution - Jay Weber 6/15/2011   |
| Continuum                              | United        |            |  |  | 1-639629024 | Exclusive NorthWest  |

|  |               |               |  |  |             |   |
|--|---------------|---------------|--|--|-------------|---|
| Managed Services Holdco, LLC           | States        |               |  |  |             | Partner Webinar   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-642725376 | Join the Social Revolution: A How-To for Service Providers to Leverage Social Media   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-642725469 | Redmon Channel Partner - How the Channel Can Win with Cloud Computing   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-642725587 | The Cloud Revolution - Dominick DiGennaro - 7/13/2011   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-642725676 | Getting Cloud Ready: Understanding the Legal Issues   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-642725744 | Zenith Infotech - The Cloud Revolution - 6/29/2011  |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-642725971 | Kutenda - Turning Interest into Opportunity: Proven Strategies for More Effectively Chasing Interest Generated by Marketing & Closing Sales |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-649986411 | The Cloud Revolution - Assess Your Business Strategy with Daniel Rock   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-655008401 | Redmond Channel Partner - How to Use LinkedIn and Facebook to Find the Right Partners and Customers   |
| Continuum Managed Services Holdco, LLC | United States |               |  |  | 1-659630631 | Around the Channel - Own Your Zone: Killer Content Marketing Strategies for SMBs with Lynette Bohanan                                       |
| Continuum Managed Services Holdco, LLC | United States | Pau 3-569-550 |  |  |             | Business Continuity Solutions from Zenith Infotech  |

Pending Copyright Applications

None.

Registered Copyrights and Pending Copyright Applications Licensed

None.

**EXHIBIT B**

**PATENTS**

Issued Patents

None.

Pending Patent Applications

| <u>Grantor</u>                       | <u>Jurisdiction</u> | <u>Serial No.</u>        | <u>Filing Date</u> | <u>Inventor</u> | <u>Title</u>  |
|--------------------------------------|---------------------|--------------------------|--------------------|-----------------|---|
| Continuum<br>Managed Services<br>LLC | USA                 | Serial No. -<br>62396506 | 9/19/16            | Brian Vincent   | APPARATUS AND<br>METHOD FOR<br>VIRTUALIZED<br>AUTOMATIC<br>BACKUP<br>RECOVERY POINT<br>VERIFICATION |

In addition, three nonprovisional applications in process: docket numbers CMS.0101, CMS.0102, and CMS.0103.



Issued Patents and Pending Patent Applications Licensed

None.

## EXHIBIT C


### TRADEMARKS

#### Registered Trademarks

| <u>Grantor</u>                         | <u>Jurisdiction</u> | <u>Reg. No.</u> | <u>Reg. Date</u> | <u>Registered Owner</u>                | <u>Mark</u>  | <u>App. Number</u> | <u>App. Date</u> |
|--|---------------------|-----------------|------------------|--|--|--------------------|------------------|
| Continuum Managed Services Holdco, LLC | United States       | 4789618         | 11-AUG-2015      | Continuum Managed Services Holdco, LLC | Design Only<br>         | 86482211           | 16-DEC-2014      |
| Continuum Managed Services Holdco, LLC | United States       | 4865318         | 08-DEC-2015      | Continuum Managed Services Holdco, LLC | CONTINUUM<br>M<br>      | 86311613           | 17-JUN-2014      |
| Continuum Managed Services Holdco, LLC | United States       | 4377201         | 30-JUL-2013      | Continuum Managed Services Holdco, LLC | CONTINUUM<br>M<br>      | 85485151           | 01-DEC-2011      |
| Continuum Managed Services Holdco, LLC | United States       | 4380775         | 06-AUG-2013      | Continuum Managed Services Holdco, LLC | CONTINUUM<br>M<br>    | 85485166           | 01-DEC-2011      |
| Continuum Managed Services Holdco, LLC | United States       | 4289964         | 12-FEB-2013      | Continuum Managed Services Holdco, LLC | CONTINUUM<br>M<br>    | 85467366           | 08-NOV-2011      |
| Continuum Managed Services Holdco, LLC | European Community  | 14456545        | 03-MAY-2016      | Continuum Managed Services Holdco, LLC | CONTINUIT<br>Y247<br> | 14456545           | 10-AUG-2015      |
| Continuum Managed Services Holdco, LLC | United States       | 4980067         | 14-JUN-2016      | Continuum Managed Services Holdco, LLC | CONTINGITY247  | 86563214           | 13-MAR-2015      |
| Continuum Managed Services Holdco, LLC | United States       | 5032046         | 30-AUG-2016      | Continuum Managed Services Holdco, LLC |                       | 86978108           | 13-MAR-2015      |

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|--|---------------|---------|-------------|--|-------------------------------------|----------|-------------|
| Continuum Managed Services Holdco, LLC | United States | 4980058 | 14-JUN-2016 | Continuum Managed Services Holdco, LLC | ITSUPPORT247                        | 86482217 | 16-DEC-2014 |
| R1Soft LLC                             | United States | 4148051 | 22-MAY-2012 | R1Soft LLC                             | CLOUDCOPY<br>CloudCopy              | 85337423 | 03-JUN-2011 |
| R1Soft LLC                             | United States | 3355664 | 18-DEC-2007 | R1Soft LLC                             | RISOFT<br>R1Soft                    | 77146660 | 02-APR-2007 |
| R1Soft LLC                             | United States | 3332964 | 06-NOV-2007 | R1Soft LLC                             | CONTINUOUS DATA PROTECTION<br>***** | 77077579 | 07-JAN-2007 |
| R1Soft LLC                             | United States | 3415085 | 22-APR-2008 | R1Soft LLC                             | DISK SAFE<br>Disk Safe              | 77032996 | 31-OCT-2006 |

Pending Trademark Applications

| <u>Loan Party</u>                      | <u>Jurisdiction</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Applicant</u>                | <u>Mark</u>  |
|--|---------------------|------------------------|--------------------|---------------------------------|--|
| Continuum Managed Services Holdco, LLC | United States       | 86563220               | 13-MAR-2015        | Continuum Managed Services, LLC | Design Only<br> |

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None.