

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM429240

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FRANCONNECT, LLC		05/26/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	SARATOGA INVESTMENT FUNDING LLC, AS ADMINISTRATIVE AGENT		
Street Address:	535 MADISON AVENUE, 4TH FLOOR		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4410589	PERFORMANCEWISE	
Registration Number:	4285728	ZCUBATOR	
Registration Number:	3993431	FRANCONNECT	
Registration Number:	3731182	CAPTIVATE	
Registration Number:	3384683	ONE SYSTEM	
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, sandraday@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:	036806.48		
NAME OF SUBMITTER:	John Slaughter		
SIGNATURE:	/john slaughter/		
DATE SIGNED:	05/30/2017		

OP \$140.00 4410589

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 Security and Pledge Agreement dated as of May 26, 2017 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement" – capitalized terms used but not defined herein have the meanings ascribed therein) by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and SARATOGA INVESTMENT FUNDING LLC, as administrative agent (including any successor, participant, assignee or transferee thereof, "Administrative Agent"), the undersigned Grantor has granted a continuing security interest in such Grantor's right, title and interest in and to the Trademarks, including the trademarks and trademark applications set forth on Schedule 1 attached hereto, to the Administrative Agent, for the ratable benefit of the Lenders, to secure the prompt payment and performance in full when due of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement, (ii) is not to be construed as an assignment of any trademark or trademark application, and (iii) in the event of any conflict between the terms of this notice and the terms of the Security Agreement, the terms of the Security Agreement shall govern. This notice may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

Very truly yours,

FRANCONNECT, LLC,
a Delaware limited liability company

By: 
Name: Christopher Fountain
Title: Chief Executive Officer

Address: 11800 Sunrise Valley Drive, Suite 900
Reston, VA 20191

Acknowledged and Accepted:

SARATOGA INVESTMENT FUNDING LLC,
as Administrative Agent

By: _____
Name: Charles G. Phillips IV
Title: Managing Director

Address: 535 Madison Avenue, 4th Floor
New York, NY 10022

NOTICE OF GRANT OF SECURITY INTEREST (TRADEMARKS)

TRADEMARK
REEL: 006072 FRAME: 0667

Very truly yours,

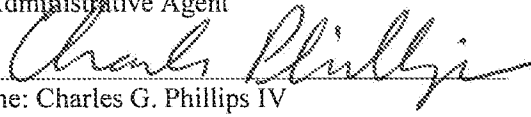
FRANCONNECT, LLC,
a Delaware limited liability company

By: _____
Name: _____
Title: _____

Address: 11800 Sunrise Valley Drive, Suite 900
Reston, VA 20191

Acknowledged and Accepted:

SARATOGA INVESTMENT FUNDING LLC,
as Administrative Agent

By: 
Name: Charles G. Phillips IV
Title: Managing Director

Address: 535 Madison Avenue, 4th Floor
New York, NY 10022

NOTICE OF GRANT OF SECURITY INTEREST (TRADEMARKS)

TRADEMARK
REEL: 006072 FRAME: 0668

Schedule 1

**FranConnect, LLC
(Delaware Limited Liability Company)**

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
PERFORMANCEWISE	4410589	10/01/13
ZCUBATOR	4285728	02/05/13
FRANCONNECT	3993431	07/12/11
CAPTIVATE	3731182	12/29/09
ONE SYSTEM	3384683	02/19/08