

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM445334

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Second Lien Security Interest Reel 6093/Frame 0544		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Morgan Stanley Senior Funding, Inc.		09/21/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	OmniEarth, Inc.		
Street Address:	251 18th Street South, Suite 650		
City:	Arlington		
State/Country:	VIRGINIA		
Postal Code:	22202		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	5107618	SUPERINDEX	
Registration Number:	4721609	QUANTIFY THE CHANGING WORLD	
Registration Number:	4721608	OMNIEARTH	
Registration Number:	4868143	EVERYDAY. EVERYWHERE.	
Registration Number:	4721610		
Serial Number:	86740465	OMNIPARCEL	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	202-370-4750		
Email:	ipteam@cogencyglobal.com		
Correspondent Name:	Melony Sot		
Address Line 1:	1025 Vermont Ave NW, Suite 1130		
Address Line 2:	COGENCY GLOBAL INC.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	F172791 TM 2		
NAME OF SUBMITTER:	Rick Harrison		
SIGNATURE:	/Rick Harrison/		

OP \$165.00 5107618

DATE SIGNED:

10/02/2017

Total Attachments: 7

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Release of Second Lien Security Interest in Trademarks

This **Release of Second Lien Security Interest in Trademarks**, dated as of September 21, 2017 (the "**Release**"), is made by Morgan Stanley Senior Funding, Inc., as collateral agent (in such capacity, the "**Collateral Agent**") in favor of EagleView Technology Corporation, a Delaware corporation, Pictometry International Corp., a Delaware corporation, Eagle View Technologies, Inc., a Washington corporation, and OmniEarth, Inc., a Delaware corporation (each a "**Pledgor**" and, collectively, the "**Pledgors**").

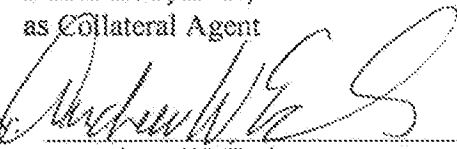
WHEREAS, by (i) that certain Second Lien Security Agreement dated as of July 15, 2015 by and among Administrative Agent, the Pledgors, and others party thereto (as amended by that certain Joinder Agreement dated as of June 28, 2017, and otherwise amended, restated, or modified from time to time, the "**Security Agreement**"; capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement), (ii) the related Second Lien Trademark Security Agreement dated as of July 15, 2015 by and among the Pledgors party thereto and the Collateral Agent, which was recorded with the United States Patent and Trademark Office on July 20, 2015 on Reel 5579 Frame 0832 and (iii) the related Second Lien Trademark Security Agreement dated as of June 28, 2017 by and among the Pledgor party thereto and the Collateral Agent, which was recorded with the United States Patent and Trademark Office on June 28, 2017 on Reel 6093 Frame 0544 (the agreements referenced in clauses (ii) and (iii), each a "**Trademark Security Agreement**" and, collectively, the "**Trademark Security Agreements**"), each Pledgor, pledged and assigned to the Collateral Agent, for the benefit of the Secured Parties, a continuing security interest in, and a right to set-off against, any and all right, title and interest of such Pledgor in and to all Trademarks, including the trademarks set forth on Schedule I hereto;

WHEREAS, each Pledgor desires the Collateral Agent to release its continuing security interest in, and right to set-off against, any and all right, title and interest of each Pledgor in and to all Trademarks, including the trademarks set forth on Schedule I hereto;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Collateral Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, does hereby release its continuing security interest in, and right to set-off against, any and all right, title and interest of each Pledgor in, to, and under all Trademarks, including, without limitation, the United States registered Trademarks and applications for Trademark registration, set forth on Schedule I hereto, granted pursuant to the Security Agreement or the Trademark Security Agreements, and all goodwill and Proceeds of any and all of the foregoing.

[Signature pages follow]

**MORGAN STANLEY SENIOR
FUNDING, INC.,**
as Collateral Agent

By: 

Name: Andrew W. Earls



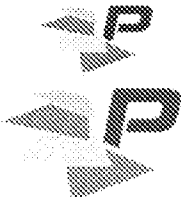
Title: Authorized Signatory

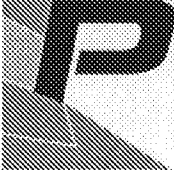
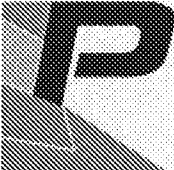


[Signature Page to Second Lien Trademark Release]

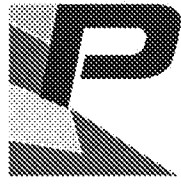
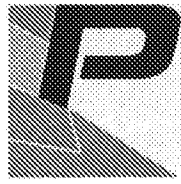

**Schedule I
Trademarks**


Registered Trademarks and service marks:

Trademark	Jurisdiction	Registration Number	Registration Date	Status	Owner
 Design Only	U.S. Federal	3811745	06/29/2010	Registered	Eagle View Technologies, Inc.
EAGLE VIEW	U.S. Federal	3811744	06/29/2010	Registered	Eagle View Technologies, Inc.
EAGLEVIEW TECHNOLOGIES	U.S. Federal	4683652	02/10/2015	Registered	Eagle View Technologies, Inc.
CLAIMSREADY	U.S. Federal	4116118	03/20/2012	Registered	Eagle View Technologies, Inc.
	U.S. Federal	4269704	01/01/2013	Registered	Pictometry International Corp.

Design Only 	U.S. Federal	2857336	06/29/2004	Renewed (Registered)	Pictometry International Corp.
INTELLIGENT IMAGES	U.S. Federal	2859451	07/06/2004	Renewed (Registered)	Pictometry International Corp.
	U.S. Federal	4269705	01/01/2013	Registered	Pictometry International Corp.
	U.S. Federal	4277131	01/15/2013	Registered	Pictometry International Corp.
	U.S. Federal	4277132	01/15/2013	Registered	Pictometry International Corp.
PICTOMETRY	U.S. Federal	2892665	10/12/2004	Renewed (Registered)	Pictometry International Corp.
SEE EVERYWHERE MEASURE ANYTHING PLAN EVERYTHING	U.S. Federal	2835987	04/27/2004	Renewed (Registered)	Pictometry International Corp.

FUTUREVIEW	U.S. Federal	3756715	03/09/2010	Registered	Pictometry International Corp.
	U.S. Federal	4205981	09/11/2012	Registered	Pictometry International Corp.
	U.S. Federal	4217300	10/02/2012	Registered	Pictometry International Corp.
	U.S. Federal	4221261	10/09/2012	Registered	Pictometry International Corp.
	U.S. Federal	4221265	10/09/2012	Registered	Pictometry International Corp.

	U.S. Federal	4221266	10/09/2012	Registered	Pictometry International Corp.
	U.S. Federal	4229241	10/23/2012	Registered	Pictometry International Corp.
CRITICAL 360	U.S. Federal	3986487	06/28/2011	Registered	Pictometry International Corp.
PICTOMETRY ACCUPLUS	U.S. Federal	3850559	09/21/2010	Registered	Pictometry International Corp.
PICTOMETRY ACCUPLUS	U.S. Federal	3921106	02/15/2011	Registered	Pictometry International Corp.
GEOESTIMATOR	U.S. Federal	3679365	09/08/2009	Registered	Pictometry International Corp.
REAL3D	U.S. Federal	3862881	10/19/2010	Registered	Pictometry International Corp.
REAL3D	U.S. Federal	3971285	05/31/2011	Registered	Pictometry International Corp.
	U.S. Federal	4702305	03/17/2015	Registered	EagleView Technology Corporation

Trademark	Jurisdiction	Registration No.	Registration Date	Status	Registrant
SUPERINDEX	U.S. Federal	5,107,618	12/27/2016	Registered	OmniEarth, Inc.
QUANTIFY THE CHANGING WORLD	U.S. Federal	4,721,609	4/14/2015	Registered	OmniEarth, Inc.
OMNIEARTH	U.S. Federal	4,721,608	4/14/2015	Registered	OmniEarth, Inc.
EVERYDAY. EVERYWHERE.	U.S. Federal	4,868,143	12/8/2015	Registered	OmniEarth, Inc.
Design Only 	U.S. Federal	4,721,610	4/14/2015	Registered	OmniEarth, Inc.

Applications to register Trademarks and service marks:

Trademark	Jurisdiction	Application Number	Filing Date	Status	Applicant
OMNIPARCEL	U.S. Federal	86/740,465	8/28/2015	Pending	OmniEarth, Inc.