

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM445508

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Suntrust Bank		10/02/2017	Bank: GEORGIA
RECEIVING PARTY DATA			
Name:	Bristow Group, Inc.		
Street Address:	2103 City West Blvd.		
Internal Address:	4th Floor		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77042		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3263021	BRISTOW	
Registration Number:	3451721	BRISTOW ACADEMY	
Registration Number:	3396881		
CORRESPONDENCE DATA			
Fax Number:	2146614899		
<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:	214.953.6500		
Email:	daltmdept@bakerbotts.com		
Correspondent Name:	Whitney Blazek, Baker Botts L.L.P.		
Address Line 1:	2001 Ross Avenue		
Address Line 2:	Suite 700		
Address Line 4:	Dallas, TEXAS 75201-2980		
ATTORNEY DOCKET NUMBER:	076718.0159		
NAME OF SUBMITTER:	Whitney Blazek		
SIGNATURE:	/Whitney Blazek/		
DATE SIGNED:	10/02/2017		
Total Attachments: 4			

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RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS

This RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS (“Release”), effective as of this 2nd day of October, 2017, is given by SUNTRUST BANK, a Georgia bank, with an address at 303 Peachtree Street N.E., 25th Floor, Atlanta, Georgia, 30308, solely as Administrative Agent with respect to the Credit Agreement, Security Agreement and Trademark Security Agreement (each hereinafter defined) (in such capacity, the “Agent”) to BRISTOW GROUP, INC., a Delaware corporation, with its principal office at 2103 City West Blvd., 4th Floor, Houston, Texas 77042 (the “Grantor”) as follows:

W I T N E S S E T H

WHEREAS, pursuant to that certain Term Loan Credit Agreement dated as of November 5, 2015 (as amended, supplemented or otherwise modified from time to time, the “Credit Agreement”; capitalized terms used and not otherwise defined in this Release shall have the meanings specified in the Credit Agreement), among the Grantor, as the Borrower, the Lenders and the Agent, as Administrative Agent, the Lenders have agreed to make certain financial accommodations to the Borrower;

WHEREAS, in connection with the Credit Agreement, the Grantor and certain subsidiaries of the Grantor party thereto executed that certain Security Agreement dated as of November 5, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”) in favor of the Agent and granted to the Agent for its benefit and the benefit of the other Secured Parties a continuing priority security interest in and to all of the Grantor’s right, title and interest in all United States trademarks, trademark registrations and trademark applications and any renewals thereof, including the security interest filing recorded November 6, 2015 at Reel 5662 / Frame 0535 with respect to the trademarks set forth on Schedule A attached hereto (collectively, the “Trademarks”) to secure the Secured Obligations;

WHEREAS, in furtherance of the Security Agreement, the Grantor executed that certain Trademark Security Agreement, dated as of November 5, 2015 (the “Trademark Security Agreement”), which was duly recorded on November 6, 2015, at Reel 5662/ Frame 0535 in the United States Patent and Trademark Office;

WHEREAS, in connection with the payoff of the term loans under, and the termination of, the Credit Agreement (except for provisions therein that are expressly stated to continue), the Agent wishes to release the security interest granted pursuant to the Security Agreement and the Trademark Security Agreement and restore Agent’s right, title and interest in and to the Trademarks granted pursuant to the Security Agreement or the Trademark Security Agreement to the Grantor and to dissolve solely those Liens and encumbrances created by the Trademark Security Agreement and the Security Agreement in respect of the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, the Agent, on behalf of itself and the Secured Parties, does hereby absolutely, unconditionally and irrevocably grants, assigns and conveys, without recourse or warranty, to the Grantor all of its right, title and interest in the Trademarks

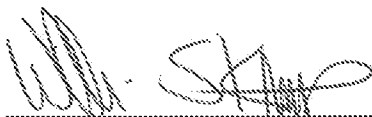
under the Security Agreement and the Trademark Security Agreement (including, without limitation, the goodwill of the business symbolized by such Trademarks), and terminates, releases, discharges, quitclaims and relinquishes unto the Grantor any and all security interests or liens it has against the Trademarks solely in its capacity as Administrative Agent under the Credit Agreement.

For the avoidance of doubt, this release shall not affect the rights of the Agent under that certain Amended and Restated Trademark Security Agreement, dated as of November 30, 2010, which was duly recorded on November 30, 2010 at Reel 4422 / Frame 0513 in the United States Patent and Trademark Office and the Security Agreement and Credit Agreement referenced therein.

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IN WITNESS WHEREOF, the undersigned, by and through its authorized officer has caused this Release to be executed as of the date first above written.

SUNTRUST BANK,
as Agent

By: 
Name: WILLIAM S. KUYPER
Title: First Vice President

(BRISTOW GROUP INC. - TRADEMARK RELEASE (2015 TERM LOAN))

TRADEMARK
REEL: 006168 FRAME: 0839

SCHEDULE A

Released Trademarks

1. REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Owner</u>	<u>Trademark Serial/ Registration No.</u>	<u>Trademark Filing/ Registration Date</u>	<u>Security Filing To Be Released</u>
Bristow	Bristow Group Inc. 2103 City West Blvd., 4th Floor Houston, TX 77042	78770990/ 3263021	Filed: 12/12/2005 Registered: 07/10/2007	Secured Party: Sun Trust Bank, as Administrative Agent Date: 11/06/2015 Reel 5662 / Frame 0535 filed November 6, 2015
Bristow Academy	Bristow Group Inc. 2103 City West Blvd., 4th Floor Houston, TX 77042	76673333/ 3451721	Filed: 02/28/2007 Registered: 06/24/2008	Secured Party: Sun Trust Bank, as Administrative Agent Date: 11/06/2015 Reel 5662 / Frame 0535 filed November 6, 2015
[Design Only]	Bristow Group Inc. 2103 City West Blvd., 4th Floor Houston, TX 77042	76669397/ 3396881	Filed: 11/22/2006 Registered: 03/18/2008	Secured Party: Sun Trust Bank, as Administrative Agent Date: 11/06/2015 Reel 5662 / Frame 0535 filed November 6, 2015

2. TRADEMARK APPLICATIONS: none

3. TRADEMARK LICENSES: none