

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM448076

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
FIFTH STREET MANAGEMENT LLC		10/17/2017	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	OAKTREE FUND ADMINISTRATION, LLC
Street Address:	333 SOUTH GRAND AVENUE
Internal Address:	28TH FLOOR
City:	LOS ANGELES
State/Country:	CALIFORNIA
Postal Code:	90071
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	2139979	POWERBROKER
Registration Number:	3261023	BEYONDTRUST
Registration Number:	3264859	BEYONDTRUST
Registration Number:	3622642	APPGRC
Registration Number:	3791473	POWERSERIES MANAGEMENT CONSOLE
Registration Number:	3956135	DIRECTORY INTEGRATOR
Registration Number:	3960866	BEYONDTRUST PRIVILEGE. MADE SIMPLE
Registration Number:	3994815	POWERBROKER
Registration Number:	4013359	Q POWERBROKER
Registration Number:	4016739	PASSWORD SAFE
Registration Number:	4016740	Q POWERBROKER PASSWORD SAFE
Registration Number:	4016741	POWERBROKER MANAGEMENT CONSOLE
Registration Number:	4016742	Q POWERBROKER MANAGEMENT CONSOLE
Registration Number:	4016744	POWERBROKER DIRECTORY INTEGRATOR Q
Registration Number:	4180743	POWERBROKER
Registration Number:	4184332	BEYONDTRUST
Registration Number:	4275212	SECURING THE PERIMETER WITHIN
Registration Number:	4526379	SECURITY IN CONTEXT

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4581636	BEYONDSAAS
Registration Number:	4581799	BEYONDINSIGHT
Serial Number:	86289815	VULNERABILITY-BASED APPLICATION MANAGEME
Serial Number:	86289822	VBAM

CORRESPONDENCE DATA

Fax Number: 2126983599

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: 2126983500

Email: patents@dechert.com

Correspondent Name: DECHERT LLP

Address Line 1: 1095 AVENUE OF THE AMERICAS

Address Line 4: NEW YORK, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	390581-155790
NAME OF SUBMITTER:	Michael Riego
SIGNATURE:	/Michael Riego/
DATE SIGNED:	10/20/2017

Total Attachments: 11

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ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

This ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT (this “Assignment”), dated as of October 17, 2017, is by and between **FIFTH STREET MANAGEMENT LLC (FSML)**, acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Resigning Agent**”) and **OAKTREE FUND ADMINISTRATION, LLC (“Oaktree”)**, acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, BeyondTrust Software, Inc., as “Grantor”, and Resigning Agent are parties to that certain Trademark Security Agreement, dated as of September 25, 2014 (as the same has been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the “**Trademark Security Agreement**”), pursuant to which Grantor granted to Resigning Agent a security interest in all of its right, title and interest in, to and under certain Trademark Collateral (as that term is defined in the Trademark Security Agreement), including the trademarks set forth on Exhibit A attached hereto;

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on September 26, 2014, at Reel/Frame: 5369/0211; and

WHEREAS, pursuant to that certain Instrument of Resignation and Appointment, dated as of the date hereof, by and among FSML, as Resigning Agent, Oaktree, as Successor Agent, and the other parties thereto, Resigning Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Trademark Security Agreement, in each instance, in its capacity as administrative agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Resigning Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Trademark Security Agreement and the Trademark Collateral.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Resigning Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RESIGNING AGENT:

FIFTH STREET MANAGEMENT LLC

By: Bernard D. Berman
Name: Bernard D. Berman
Title: President

SUCCESSOR AGENT:

**OAKTREE FUND ADMINISTRATION,
LLC, as Successor Agent**

By: Oaktree Capital Management, L.P.
Its: Managing Member

By: 
Name: **Mary Gallegly**
Title: **Vice President, Legal**

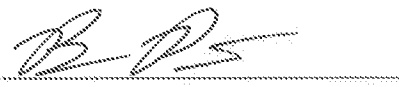


By: 
Name: **Brian Price**
Title: **Vice President**


EXHIBIT A

Trademark Registrations/Applications



Trademark	Application Number (Application Date)	Registration Number (Registration Date)	Owner
PowerBroker		2,139,979 (03/03/98)	BeyondTrust Software, Inc.
BEYONDTRUST		3,261,023 (07/10/07)	BeyondTrust Software, Inc.
BEYONDTRUST		3,264,859 (07/17/07)	BeyondTrust Software, Inc.
APPGRC		3,622,642 (05/19/09)	BeyondTrust Software, Inc.
PowerSeries Management Console		3,791,473 (05/18/10)	BeyondTrust Software, Inc.
DIRECTORY INTEGRATOR		3,956,135 (05/03/11)	BeyondTrust Software, Inc.
 beyondtrust <i>privilege, made simple</i>		3,960,866 (05/17/11)	BeyondTrust Software, Inc.
PowerBroker		3,004,815 (07/12/11)	BeyondTrust Software, Inc.
 powerbroker		4,013,359 (08/16/11)	BeyondTrust Software, Inc.
PASSWORD SAFE		4,016,739 (08/23/11)	BeyondTrust Software, Inc.
 password powerbroker safe		4,016,740 (08/23/11)	BeyondTrust Software, Inc.
POWERBROKER MANAGEMENT CONSOLE		4,016,741 (08/23/11)	BeyondTrust Software, Inc.
 powerbroker Management Console		4,016,742 (08/23/11)	BeyondTrust Software, Inc.
 powerbroker Directory Integrator		4,016,744 (08/23/11)	BeyondTrust Software, Inc.
POWERBROKER		4,180,743 (07/24/12)	BeyondTrust Software, Inc.
BEYONDTRUST		4,184,332 (07/31/12)	BeyondTrust Software, Inc.
SECURING THE PERIMETER WITHIN		4,275,212 (01/15/13)	BeyondTrust Software, Inc.

SECURITY IN CONTEXT		4,526,379 (05/06/14)	BeyondTrust Software, Inc.
BEYONDSAAS		4,581,636 (08/05/14)	BeyondTrust Software, Inc.
BEYONDINSIGHT		4,581,799 (08/05/14)	BeyondTrust Software, Inc.
VULNERABILITY-BASED APPLICATION MANAGEMENT	86/289,815 (05/22/14)		BeyondTrust Software, Inc.
VBAM	86/289,822 (05/22/14)		BeyondTrust Software, Inc.
BEYONDTRUST (Madrid Protocol) (Effective in Australia, Switzerland, China, EU, Korea, Singapore)		923,100 (03/14/07)	BeyondTrust Software, Inc.
BEYONDTRUST (Madrid Protocol) Effective in: Australia, EU, Japan, Singapore and Switzerland (Pending in China, Colombia)		1,102,580 (12/01/11) Aust Reg. No. 1,469,090	BeyondTrust Software, Inc.
POWERBROKER (Madrid Protocol) Effective in: Australia, China, EU, Japan, Singapore and Switzerland (Pending in Colombia)		1,091,319 (08/19/11) Singapore Reg. T1114021J Australia Reg. 1452146	BeyondTrust Software, Inc.
 (Madrid Protocol) Effective in: Australia, EU, Japan, Mexico, Singapore, Switzerland (Pending in Colombia)		1,167,994 (06/13/13) Australia Reg. 1570760	BeyondTrust Software, Inc.
BEYONDINSIGHT (Madrid Protocol) Registered in: Japan, Mexico (Pending in Australia, Colombia, EU, India, Singapore, Switzerland)		1,186,826 (11/20/13) Registered in: Japan, Mexico	BeyondTrust Software, Inc.
BEYONDSAAS		1,190,277	BeyondTrust Software, Inc.


(Madrid Protocol) Registered in: Japan (Pending in Australia, Colombia, EU, India, Mexico, Singapore, Switzerland)		(11/20/13)	Inc.
PowerBroker (Australia)	See Madrid Protocol, Above	Reg. Date 3/17/03	BeyondTrust Software, Inc.
BeyondTrust (Australia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL) BEYONDTRUST (Australia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL) POWERBROKER (Australia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL)  (Australia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL) BEYONDSAAS (Australia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL) BEYONDINSIGHT (Australia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL) PowerBroker (Brazil)		825,318,432 (05/02/07)	BeyondTrust Software, Inc.
PowerPassword (Benelux)		597,324 (06/01/97)	BeyondTrust Software, Inc.
PowerBroker (Canada)		618,731 (09/07/04)	BeyondTrust Software, Inc.
PowerPassword (Canada)		625,347 (11/15/04)	BeyondTrust Software, Inc.
Symark (Canada)		625,979 (11/19/04)	BeyondTrust Software, Inc.
Lumigent (Canada)		TMA619,913 (09/17/04)	BeyondTrust Software, Inc.
Log Explorer		TMA610,561	BeyondTrust Software,

(Canada)		(05/18/04)	Inc.
POWERBROKER (Canada)		TMA853,836 (06/20/13)	BeyondTrust Software, Inc.
BEYONDTRUST (Canada)		TMA853,832 (06/20/13)	BeyondTrust Software, Inc.
BEYONDSAAS (Canada)	1655820 (12/11/13)		BeyondTrust Software, Inc.
BeyondInsight (Canada)	1655821 (12/11/13)		BeyondTrust Software, Inc.
BeyondTrust (China)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
POWERBROKER (China)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL)			
BEYONDTRUST (Colombia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL: Application Pending)			
POWERBROKER (Colombia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL: Application Pending)			
 (Colombia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
(MADRID PROTOCOL: Application Pending)			
BEYONDSAAS (Colombia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDINSIGHT (Colombia)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
PowerBroker (Europe Community Trademark)		3,098,431 (12/21/04)	BeyondTrust Software, Inc.
BeyondTrust (Europe Community Trademark)	See Madrid Protocol, Above	See Madrid Protocol, Above	

POWERBROKER (Europe Community Trademark) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDTRUST (Europe Community Trademark) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
 (Europe Community Trademark)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDSAAS (Europe Community Trademark)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDINSIGHT (Europe Community Trademark)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDTRUST (INDIA (MUMBAI))	2548096 (06/13/13)		BeyondTrust Software, Inc.
POWERBROKER (INDIA (MUMBAI))	2548097 (06/13/13)		BeyondTrust Software, Inc.
 (INDIA (MUMBAI))	2548098 (06/13/13)		BeyondTrust Software, Inc.
BEYONDSAAS (INDIA (MUMBAI))	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDINSIGHT (INDIA (MUMBAI))	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BeyondTrust (Japan) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDTRUST (Japan) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
POWERBROKER (Japan)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.

(MADRID PROTOCOL)	Above	Above	
 (Japan) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDSAAS (Japan)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDINSIGHT (Japan)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BeyondTrust (Korea)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
PowerBroker (Mexico)		814,680 (11/25/03)	BeyondTrust Software, Inc.
BEYONDTRUST (Mexico)	1212781 (09/20/11)	1268969 (02/17/12)	BeyondTrust Software, Inc.
POWERBROKER (Mexico)	1212778 (09/20/11)	1319517 (10/11/12)	BeyondTrust Software, Inc.
 (Mexico) (MADRID PROTOCOL: Application Pending)		1,167,994 (06/13/13)	BeyondTrust Software, Inc.
BEYONDSAAS (Mexico)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDINSIGHT (Mexico)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDTRUST (Panama)	233390-01 (07/14/14)		BeyondTrust Software, Inc.
POWERBROKER (Panama)	233391-01 (07/14/14)		BeyondTrust Software, Inc.
PowerBroker (Singapore)		T03/01012E (01/29/03)	BeyondTrust Software, Inc.

BeyondTrust (Singapore) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDTRUST (Singapore) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
POWERBROKER (Singapore) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
 (Singapore)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDSAAS (Singapore)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDINSIGHT (Singapore)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDTRUST (South Africa)	2013/16902 (06/25/13)		BeyondTrust Software, Inc.
POWERBROKER (South Africa)	2013/16903 (06/25/13)		BeyondTrust Software, Inc.
 (South Africa)	2013/16904 (06/25/13)		BeyondTrust Software, Inc.
BEYONDINSIGHT (South Africa)	2013/32421 (11/19/13)		BeyondTrust Software, Inc.
BEYONDSAAS (South Africa)	2013/32423 (11/19/13)		BeyondTrust Software, Inc.
PowerPassword (Sweden)		0307424 (12/29/95)	BeyondTrust Software, Inc.

BeyondTrust (Switzerland) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
PowerBroker (Switzerland) (MADRID PROTOCOL)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
 (Switzerland)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDSAAS (Switzerland)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
BEYONDINSIGHT (Switzerland)	See Madrid Protocol, Above	See Madrid Protocol, Above	BeyondTrust Software, Inc.
PowerPassword (United Kingdom)		2,054,542 (09/27/96)	BeyondTrust Software, Inc.