

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM457700

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CITICORP USA, INC.		12/15/2017	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	SIERRA HOLDINGS CORP.
Street Address:	211 MT. AIRY ROAD
City:	BASKING RIDGE
State/Country:	NEW JERSEY
Postal Code:	07920
Entity Type:	Corporation: DELAWARE
Name:	AVAYA, INC.
Street Address:	4655 GREAT AMERICA PARKWAY
City:	SANTA CLARA
State/Country:	CALIFORNIA
Postal Code:	95054
Entity Type:	Corporation: DELAWARE
Name:	VPNET Technologies, Inc.
Street Address:	211 MT. AIRY ROAD
City:	BASKING RIDGE
State/Country:	NEW JERSEY
Postal Code:	07920
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 57

Property Type	Number	Word Mark
Registration Number:	2955696	ACA
Registration Number:	2944730	ACE
Registration Number:	2929557	ACS
Registration Number:	2074241	ARIA
Registration Number:	1689940	AUDIX
Registration Number:	3012163	AUTHENTIC AVAYA
Registration Number:	2696985	AVAYA

CH \$1440.00 2955696

Property Type	Number	Word Mark
Registration Number:	2697002	AVAYA
Registration Number:	2697000	AVAYA COMMUNICATION
Registration Number:	2697001	AVAYA COMMUNICATION
Registration Number:	2731977	AVAYA DIRECT
Registration Number:	2748864	AVAYA SOFTCONSOLE
Registration Number:	2675153	AVAYA VISABILITY
Registration Number:	2527753	CAJUN
Registration Number:	1583412	CALLMASTER
Registration Number:	1820466	CALLVISOR
Registration Number:	2309642	CAMPAIGN ANALYST
Registration Number:	1762626	CAMPAIGN DIRECTOR
Registration Number:	2599501	CLASSIC AVAYA
Registration Number:	3000547	COMPAS
Registration Number:	1560615	DEFINITY
Registration Number:	1786298	EXPERT CALLING
Registration Number:	3038380	EXPERT VIEW
Registration Number:	2547570	GUIDE BUILDER
Registration Number:	1786300	INTELLIGENT CALL BLENDING
Registration Number:	2858178	INTUITY
Registration Number:	1372962	MAGIC ON HOLD
Registration Number:	2054241	MAGIC ON HOLD
Registration Number:	3035694	MEETING EXCHANGE
Registration Number:	1367349	MERLIN
Registration Number:	2500749	MERLIN MAGIX
Registration Number:	1740991	MERLIN MAIL
Registration Number:	1974364	MLX-16DP
Registration Number:	1816658	MLX-20L
Registration Number:	1815705	MLX-28D
Registration Number:	2976430	MOBILEPATH
Registration Number:	2714668	MULTIVANTAGE
Registration Number:	2576486	OCTAPLANE
Registration Number:	2000664	OCTEL
Registration Number:	1646475	PARTNER
Registration Number:	1911212	PARTNER MAIL VS
Registration Number:	2628503	PREDICTIVE AGENT BLEND
Registration Number:	2034209	PREDICTIVE BLEND
Registration Number:	2274684	SERENADE
Registration Number:	2278637	UNIFIED MESSENGER

Property Type	Number	Word Mark
Registration Number:	2588670	VISUAL MESSENGER
Registration Number:	2629374	VOICE@WORK
Registration Number:	2276800	VPNMANAGER
Registration Number:	2420181	VPNOS
Registration Number:	2250643	VPNREMOTE
Registration Number:	2819744	VSU
Registration Number:	2632089	WWW.MESSENGER
Serial Number:	78809019	AVAYA ONE-X
Serial Number:	78809051	AVAYA ONE-X
Serial Number:	77155924	MAGIC ON HOLD
Serial Number:	78142638	SINGLE VIEW
Serial Number:	77234926	UCAN

CORRESPONDENCE DATA

Fax Number: 2127352000

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: 212.735.5117

Email: francine.waldbaum@skadden.com

Correspondent Name: Skadden, Arps, Slate, Meagher & Flom LLP

Address Line 1: Four Times Square

Address Line 2: Francine Waldbaum

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 525360/1645

NAME OF SUBMITTER: Megan Manfred

SIGNATURE: /Megan Manfred/

DATE SIGNED: 01/11/2018

Total Attachments: 6

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”) is made as of December 15, 2017 (“Effective Date”) by **CITICORP USA, INC.**, as Administrative Agent for the Secured Parties (in such capacity, “Agent”), in favor of **SIERRA HOLDINGS CORP., AVAYA, INC.** and **VPNET TECHNOLOGIES, INC.** (each, a “Pledgor,” and collectively, the “Pledgors”). Capitalized terms used but not defined in the Release have the meaning ascribed thereto in the Collateral Agreements (defined below).

WHEREAS, Pledgors and Agent entered into that certain Trademark Security Agreement dated as of October 26, 2007 (as amended, supplemented or otherwise modified from time to time, the “Trademark Security Agreement”) in connection with that certain Pledge and Security Agreement dated as of October 26, 2007 (as amended, supplemented or otherwise modified from time to time, the “Security Agreement”, and together with the Trademark Security Agreement, the “Collateral Agreements”), to which Pledgors and Agent, amongst others, are parties.

WHEREAS, pursuant to the terms and conditions of the Collateral Agreements, as security for the payment or performance, as the case may be, in full of the Obligations, each Pledgor, pursuant to and in accordance with the Security Agreement, granted to the Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in (the “Security Interest”), all right, title and interest in or to any and all of the following assets and properties then owned or at any time thereafter acquired by such Pledgor or in which such Pledgor then had or at any time thereafter acquired any right, title or interest (collectively, the “Trademark Collateral”):

- (a) All trademarks, service marks, trade names, corporate names, trade dress, logos, designs, fictitious business names, other source or business identifiers, then existing or thereafter adopted or acquired, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the USPTO, and all extensions or renewals thereof, as well as any unregistered trademarks and service marks used by a Pledgor, including those listed on Schedule I attached hereo; and
- (b) All goodwill connected with the use of and symbolized by such marks.

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office at Reel No. 3665, Frame No. 0823 on November 21, 2007; and

WHEREAS, Assignor desires to terminate, discharge and release its Security Interest in the Trademark Collateral granted pursuant to the Collateral Agreements.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby agrees as follows:

1. Agent hereby, without representation, recourse or warranty, terminates, discharges, and releases the Security Interest it has in the Trademark Collateral.

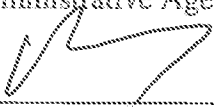
2. Agent authorizes and requests that the United States Patent and Trademark Office and any applicable government officer note and record the release hereby given.

3. The terms of Sections 10.16 and 10.17 of the Credit Agreement with respect to governing law, submission of jurisdiction, venue and waiver of jury trial are incorporated herein by reference, mutatis mutandis, and the parties hereto agree to such terms.

[Signature Page Follows]

IN WITNESS WHEREOF, Agent has duly executed this Agreement as of the Effective Date.

CITICORP USA, INC.
as the Administrative Agent

By: 
Name: Brendan Mackay
Title: Vice President & Director

RELEASE OF SECURITY INTEREST IN TRADEMARKS
[2007]

TRADEMARK
REEL: 006255 FRAME: 0888

Schedule I

UNITED STATES Trademarks

A. Registrations:

OWNER	REGISTRATION NUMBER	REGISTRATION DATE	TRADEMARK
Avaya Inc.	2,955,696	05-24-2005	ACA
Avaya Inc.	2,944,730	04-26-2005	ACE
Avaya Inc.	2,929,557	03-01-2005	ACS
Avaya Inc.	2,074,241	06-24-1997	ARIA
Avaya Inc.	1,689,940	06-02-1992	AUDIX
Avaya Inc.	3,012,163	11-01-2005	AUTHENTIC AVAYA
Avaya Inc.	2,696,985	03-18-2003	AVAYA
Avaya Inc.	2,697,002	03-18-2003	AVAYA Stylized
Avaya Inc.	2,697,000	03-18-2003	AVAYA COMMUNICATION
Avaya Inc.	2,697,001	03-18-2003	AVAYA COMMUNICATION Styl- ized
Avaya Inc.	2,731,977	07-01-2003	AVAYA DIRECT
Avaya Inc.	2,748,864	08-05-2003	AVAYA SOFTCONSOLE
Avaya Inc.	2,675,153	01-14-2003	AVAYA VISABILITY
Avaya Inc.	2,527,753	01-08-2002	CAJUN
Avaya Inc.	1,583,412	02-20-1992	CALLMASTER
Avaya Inc.	1,820,466	02-08-1994	CALLVISOR
Avaya Inc.	2,309,642	01-18-2000	CAMPAIGN ANALYST
Avaya Inc.	1,762,626	04-06-2002	CAMPAIGN DIRECTOR
Avaya Inc.	2,599,501	07-23-2002	CLASSIC AVAYA
Avaya Inc.	3,000,547	09-27-2005	COMPAS
Avaya Inc.	1,560,615	10-17-1989	DEFINITY
Avaya Inc.	1,786,298	08-03-1993	EXPERT CALLING
Avaya Inc.	3,038,380	01-03-2006	EXPERT VIEW
Avaya Inc.	2,547,570	03-12-2002	GUIDE BUILDER
Avaya Inc.	1,786,300	08-03-1993	INTELLIGENT CALL BLENDING
Avaya Inc.	2,858,178	06-29-2004	INTUITY

OWNER	REGISTRATION NUMBER	REGISTRATION DATE	TRADEMARK
Avaya Inc.	1,372,962	11-26-1995	MAGIC ON HOLD
Avaya Inc.	2,054,241	04-22-1997	MAGIC ON HOLD
Avaya Inc.	3,035,694	12-27-2005	MEETING EXCHANGE
Avaya Inc.	1,367,349	10-29-1985	MERLIN
Avaya Inc.	2,500,749	10-23-2001	MERLIN MAGIX
Avaya Inc.	1,740,991	12-22-1992	MERLIN MAIL
Avaya Inc.	1,974,364	05-14-1996	MLX-16DP
Avaya Inc.	1,816,658	01-18-1994	MLX-20L
Avaya Inc.	1,815,705	01-11-1994	MLX-28D
Avaya Inc.	2,976,430	07-25-2005	MOBILEPATH
Avaya Inc.	2,714,668	05-06-2003	MULTIVANTAGE
Avaya Inc.	2,576,486	06-04-2002	OCTAPLANE
Avaya Inc.	2,000,664	09-17-1996	OCTEL
Avaya Inc.	1,646,475	05-28-1991	PARTNER
Avaya Inc.	1,911,212	08-15-1995	PARTNER MAIL VS
Avaya Inc.	2,628,503	10-01-2002	PREDICTIVE AGENT BLEND
Avaya Inc.	2,034,209	01-28-1997	PREDICTIVE BLEND
Avaya Inc.	2,274,684	08-31-1999	SERENADE
Avaya Inc.	2,278,637	09-21-1999	UNIFIED MESSENGER
Avaya Inc.	2,588,670	07-02-2002	VISUAL MESSENGER
Avaya Inc.	2,629,374	10-01-2002	VOICE@WORK
VPNET Technologies, Inc.	2,276,800	09-07-1999	VPNMANAGER
VPNET Technologies, Inc.	2,420,181	01-09-2001	VPNOS
VPNET Technologies, Inc.	2,250,643	06-01-1999	VPNREMOTE
Avaya Inc.	2,819,744	03-02-2004	VSU
Avaya Inc.	2,632,089	10-08-2002	WWW.MESSENGER

B. Applications:

OWNER	APPLICATION NUMBER	FILING DATE	TRADEMARK
Avaya Inc.	78/809,019	02-07-2006	AVAYA ONE-X

<u>OWNER</u>	<u>APPLICATION NUMBER</u>	<u>FILING DATE</u>	<u>TRADEMARK</u>
Avaya Inc.	78/809,051	02-07-2006	AVAYA ONE-X Stylized
Avaya Inc.	77/155,924	04-13-2007	MAGIC ON HOLD
Avaya Inc.	78/142,638	07-10-2002	SINGLE VIEW
Avaya Inc.	77/234,926	07-20-2007	UCAN