

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM461516

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Trademark Security Interest Recorded at Reel 5602, Frame 0850

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SunTrust Bank, as collateral agent		02/08/2018	Corporation: GEORGIA

RECEIVING PARTY DATA

Name:	Vistage Worldwide, Inc.
Street Address:	11452 El Camino Real, Suite 400
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92130
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	1433330	TEC
Registration Number:	3287003	VISTAGE
Registration Number:	3287004	VISTAGE
Registration Number:	3287005	VISTAGE
Registration Number:	3287006	VISTAGE
Registration Number:	3716980	VISTAGE
Registration Number:	3357454	VISTAGE BETTER LEADERS DECISIONS RESULTS
Registration Number:	3420168	VISTAGE BETTER LEADERS DECISIONS RESULTS
Registration Number:	3345601	VISTAGE BETTER LEADERS DECISIONS RESULTS
Registration Number:	3393048	VISTAGE BETTER LEADERS DECISIONS RESULTS
Registration Number:	3694220	VISTAGE BETTER LEADERS DECISIONS RESULTS

CORRESPONDENCE DATA

Fax Number: 2134522329

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: 2136207848

Email: iprecordations@whitecase.com

Correspondent Name: Justine Lu/White & Case LLP

CH \$290.00 1433330

Address Line 1: 555 South Flower Street, 2700
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER: 1134682-0051-S216

NAME OF SUBMITTER: Justine Lu

SIGNATURE: /Justine Lu/

DATE SIGNED: 02/08/2018

Total Attachments: 6

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RELEASE OF TRADEMARK SECURITY INTEREST

THIS RELEASE OF TRADEMARK SECURITY INTEREST (this “Release”) is given on February 8, 2018, by SUNTRUST BANK, as collateral agent (the “Collateral Agent”), to VISTAGE WORLDWIDE, INC., a Delaware corporation (the “Borrower”) and THE EXECUTIVE COMMITTEE, INC., a Wisconsin corporation (“TEC” and together with the Borrower, each a “Grantor” and together, the “Grantors”). Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Credit Agreement, Security Agreement or the applicable Trademark Security Agreement (as defined below), as applicable.

WHEREAS, on December 13, 2016, the Borrower, certain other companies and the Collateral Agent entered into an Amended and Restated Credit Agreement (the “Credit Agreement”) and in connection therewith, the Borrower and TEC are each a party to that certain Guaranty and Security Agreement, dated as of August 19, 2015 (as reaffirmed in connection with the execution and delivery of the Credit Agreement by that certain Reaffirmation of Loan Documents dated December 31, 2016, the “Security Agreement”);

WHEREAS, (a) the Borrower has executed (i) a Trademark Security Agreement, dated as of August 19, 2015, (the “2015 Trademark Security Agreement”) and (ii) a Trademark Security Agreement, dated as of December 13, 2016 (the “2016 Trademark Security Agreement”) and (b) TEC has executed a Trademark Security Agreement, dated as of July 20, 2016 (the “TEC Trademark Security Agreement”) and together with the 2015 Trademark Security Agreement and the 2016 Trademark Security Agreement, the “Trademark Security Agreements”), in each case in favor of the Collateral Agent;

WHEREAS, pursuant to said Credit Agreement, Security Agreement and Trademark Security Agreements, each Grantor mortgaged, pledged and hypothecated to the Collateral Agent for the benefit of the Secured Parties, and granted to the Collateral Agent for the benefit of the Secured Parties a Lien on and security interest in, all of its right, title and interest in, to and under the Trademark Collateral, including the United States trademarks listed on the attached Schedule A (collectively, the “Trademarks”);

WHEREAS, the 2015 Trademark Security Agreement was recorded in the United States Patent & Trademark Office on August 19, 2015 at reel/frame 5602/0850;

WHEREAS, the 2016 Trademark Security Agreement was recorded in the United States Patent & Trademark Office on December 13, 2016 at reel/frame 5951/0036;

WHEREAS, the TEC Trademark Security Agreement was recorded in the United States Patent & Trademark Office on July 21, 2016 at reel/frame 5837/0409;

WHEREAS, the Collateral Agent wishes to release its security interest in the Trademarks and retransfer and reassign to each Grantor without recourse all right, title and interest that the Collateral Agent may have in and to the Trademarks owned by such Grantor.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby, on behalf of itself and the Secured Parties, (i) terminates each Trademark Security Agreement, (ii) releases, discharges and terminates any security interest it or any Secured Party may have in the Trademarks, and (iii) reassigns any and all right, title and interest it or any Secured Party may have in and to the Trademarks (together with the goodwill of the business symbolized thereby) without recourse to the applicable Grantor.

[Signature page follows]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be executed,
on behalf of itself and the Secured Parties, by its duly authorized officer.

SUNTRUST BANK, as Collateral Agent

By: 

Name: Andrew Johnson





Title: Director


SCHEDULE A

TRADEMARK REGISTRATIONS

Reel 5602/Frame 0850

Grantor: Vistage Worldwide, Inc.

Mark	App. No. App. Date	Reg. No. Reg. Date	Grantor
TEC	73/615,092 August 15, 1986	1,433,330 March 17, 1987	Vistage Worldwide, Inc.
VISTAGE	78/732,588 October 13, 2005	3,287,003 August 28, 2007	Vistage Worldwide, Inc.
VISTAGE	78/732,596 October 13, 2005	3,287,004 August 28, 2007	Vistage Worldwide, Inc.
VISTAGE	78/732,608 October 13, 2005	3,287,005 August 28, 2007	Vistage Worldwide, Inc.
VISTAGE	78/732,619 October 13, 2005	3,287,006 August 28, 2007	Vistage Worldwide, Inc.
VISTAGE	78/732,627 October 13, 2005	3,716,980 November 24, 2009	Vistage Worldwide, Inc.
VISTAGE BETTER LEADERS DECISIONS RESULTS & Design  VISTAGE <small>better leaders • decisions • results</small>	78/742,602 October 28, 2005	3,357,454 December 18, 2007	Vistage Worldwide, Inc.
VISTAGE BETTER LEADERS DECISIONS RESULTS & Design  VISTAGE <small>better leaders • decisions • results</small>	78/742,606 October 28, 2005	3,420,168 April 29, 2008	Vistage Worldwide, Inc.
VISTAGE BETTER LEADERS DECISIONS RESULTS & Design  VISTAGE <small>better leaders • decisions • results</small>	78/742,611 October 28, 2005	3,345,601 November 27, 2007	Vistage Worldwide, Inc.
VISTAGE BETTER LEADERS DECISIONS RESULTS & Design  VISTAGE <small>better leaders • decisions • results</small>	78/742,615 October 28, 2005	3,393,048 March 4, 2008	Vistage Worldwide, Inc.

<p>VISTAGE BETTER LEADERS DECISIONS RESULTS & Design</p>  <p>VISTAGE</p>	<p>78/742,616 October 28, 2005</p>	<p>3,694,220 October 6, 2009</p>	<p>Vistage Worldwide, Inc.</p>
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~~Reel 5602/Frame 0850~~-Reel 5951/Frame 0036 /AF/ 2/8/2018
Grantor: Vistage Worldwide, Inc.

Mark	App. No. App. Date	Reg. No. Reg. Date	Grantor
<p>VISTAGE PRIVATE ADVISORY BOARDS FOR CEOS, EXECUTIVES AND BUSINESS OWNERS (Stylized)</p> 	<p>86/041,289 August 19, 2013</p>	<p>5,041,471 September 13, 2016</p>	<p>Vistage Worldwide, Inc.</p>
<p>VISTAGE WORKS (Stylized)</p> 	<p>86/059,420 September 9, 2013</p>	<p>4,969,131 May 31, 2016</p>	<p>Vistage Worldwide, Inc.</p>
<p>VISTAGE WORKS and Design</p> 	<p>86/965,009 April 5, 2016</p>	<p>5,090,216 November 29, 2016</p>	<p>Vistage Worldwide, Inc.</p>
<p>VISTAGE WORKS and Design</p> 	<p>86/965,012 April 5, 2016</p>	<p>5,099,298 December 13, 2016</p>	<p>Vistage Worldwide, Inc.</p>

Reel 5837/Frame 0409

Grantor: The Executive Committee, Inc.

Mark	App. No. App. Date	Reg. No. Reg. Date	Grantor
TEC THE EXECUTIVE COMMITTEE (Stylized) 	74/452,896 November 1, 1993	2,022,742 December 17, 1996	The Executive Committee, Inc.
TEC & Design 	79101061 December 12, 2012	WI 20131440995 December 12, 2012	The Executive Committee, Inc.
TEC CHIEF EXECUTIVES WORKING TOGETHER & Design 	79101062 December 12, 2012	WI 20131440996 December 12, 2012	The Executive Committee, Inc.
TEC CHIEF EXECUTIVES WORKING TOGETHER	20070963 December 12, 2012	MI M11481	The Executive Committee, Inc.