

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM461650

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WEBPT, INC.		02/09/2018	Corporation: DELAWARE
BMS PARENT, INC.		02/09/2018	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	Silicon Valley Bank, as Administrative Agent
Street Address:	3003 Tasman Drive
Internal Address:	HF 150
City:	Santa Clara
State/Country:	CALIFORNIA
Postal Code:	95054
Entity Type:	Corporation: CALIFORNIA

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	4801360	#GETPT
Registration Number:	4801359	GETPT
Registration Number:	4927325	THERABILL
Registration Number:	4608138	WEBOUTCOMES
Registration Number:	3480342	WEBPT
Registration Number:	4383591	EVOLVE
Registration Number:	4383594	E EVOLVE
Serial Number:	85399650	REVFLOW

CORRESPONDENCE DATA

Fax Number: 8004947512

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: 800-494-5225

Email: ipteam@cogencyglobal.com

Correspondent Name: Melony Sot

Address Line 1: 1025 Vermont Ave NW, Suite 1130

Address Line 2: Cogency Global Inc.

OP \$215.00 4801360

Address Line 4:	Washington, D.C. 20005
ATTORNEY DOCKET NUMBER:	F175455
NAME OF SUBMITTER:	Andrew Nash
SIGNATURE:	/Andrew Nash/
DATE SIGNED:	02/09/2018
Total Attachments: 5 source=Memorandum and Notice of Security Interest in Intellectual Property (WebPT)#page1.tif source=Memorandum and Notice of Security Interest in Intellectual Property (WebPT)#page2.tif source=Memorandum and Notice of Security Interest in Intellectual Property (WebPT)#page3.tif source=Memorandum and Notice of Security Interest in Intellectual Property (WebPT)#page4.tif source=Memorandum and Notice of Security Interest in Intellectual Property (WebPT)#page5.tif	

**MEMORANDUM AND NOTICE OF SECURITY
INTEREST IN INTELLECTUAL PROPERTY**

February 9, 2018

Each of **WEBPT, INC.**, a Delaware corporation, whose address is 625 S. 5th Street, Building A Phoenix, AZ 85004 Attention: Darian Hong (“WebPT”), and **BMS PARENT, INC.**, a California corporation whose address is c/o WebPT, Inc., 625 S. 5th Street, Building A Phoenix, AZ 85004 Attention: Darian Hong (“BMS” and together with WEBPT, each individually a “Debtor” and collectively, the “Debtors”) hereby acknowledges that it has granted to Silicon Valley Bank, as Administrative Agent, whose address is 3003 Tasman Drive, Santa Clara, California 95054 (the “Secured Party”), a security interest in and to all of such Debtor’s right, title and interest in and to: (a) all trademarks, and trademark registrations and applications therefor whether now owned or existing or at any time hereafter acquired or arising (including, without limitation, any of the foregoing referred to on Exhibit A attached hereto and herein incorporated by this reference), together with the goodwill and assets of its business (the “Trademarks”); (b) all patents and patent applications whether now owned or existing or at any time hereafter acquired or arising (including, without limitation, any of the foregoing referred to on Exhibit B attached hereto and herein incorporated by this reference), together with all goodwill associated therewith (the “Patents”); and (c) all copyright registrations and all applications in connection therewith, whether now owned or existing or at any time hereafter acquired or arising (including, without limitation, any of the foregoing referred to on Exhibit C attached hereto and herein incorporated by this reference) (the “Copyrights”), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Guarantee and Collateral Agreement dated as of February 9, 2018 (the “Agreement”), among, *inter alios*, the Debtors and the Secured Party, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which the Secured Party may have in any other collateral described in the Agreement or otherwise.

**THIS MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL
PROPERTY SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAW
OF THE STATE OF NEW YORK.**

[Signature page to follow.]

IN WITNESS WHEREOF, each of the undersigned has caused this Memorandum and Notice of Security Interest in Intellectual Property to be duly executed and delivered as of the date first above written.

DEBTORS:

WEBPT, INC.

By: 

Name: Darian Hong

Title: Chief Financial Officer

BMS PARENT, INC.

By: 

Name: Darian Hong

Title: Chief Financial Officer

EXHIBIT A
TRADEMARKS

Trademark Registrations:

Grantor	Jurisdiction	Registration No.	Registration Date	Filing Date	Registered Owner	Mark
WebPT, Inc.	U.S.	4801360	8/25/2015	9/2/2014	WebPT, Inc.	#Get PT
WebPT, Inc.	U.S.	4801359	8/25/2015	9/2/2014	WebPT, Inc.	GetPT
WebPT, Inc.	Canada	TMA968313	4/13/2017	2/19/2016	WebPT, Inc.	Therabill
WebPT, Inc.	U.S.	4927325	3/29/2016	8/20/2015	WebPT, Inc.	Therabill
WebPT, Inc.	U.S.	4608138	9/23/2014	6/14/2013	WebPT, Inc.	WebOutcomes
WebPT, Inc.	U.S.	3480342	8/5/2008	1/6/2008	WebPT, Inc.	WebPT
BMS Parent, Inc.	United States Patent and Trademark Office; IN COMMERCE	Ser. No. 85-399,650		8-16-2011	BMS Parent, Inc.	REVFLOW
WebPT, Inc.	U.S.	4383591	8/13/2013	12/13/2012	WebPT, Inc.	Evolve
WebPT, Inc.	U.S.	4383594	8/13/2013	5/28/2012	WebPT, Inc.	E Evolve

Trademark Applications: None

EXHIBIT B
PATENTS

Issued Patents: None

Patent Applications: None

EXHIBIT C
COPYRIGHTS

Registered Copyrights

Grantor	Jurisdiction	Registration No.	Registration Date	Work of Authorship
WebPT, Inc.	U.S.	TX 7-775-650	8/12/2013	WebPT, Inc. screen displays

Copyright Applications: None