

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM464296

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MACQUARIE US TRADING LLC		03/05/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Goldman Sachs Private Middle Market Credit LLC, as Collateral Agent		
Street Address:	200 West Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10282		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4027823	MACCORKLE INSURANCE SERVICE	
CORRESPONDENCE DATA			
Fax Number:	6175269899		
<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:	6175269628		
Email:	cslattery@proskauer.com		
Correspondent Name:	Christine Slattery		
Address Line 1:	Proskauer Rose LLP		
Address Line 2:	One International Place, 23rd Floor		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	32868 / 075		
NAME OF SUBMITTER:	Christine Slattery		
SIGNATURE:	/Christine Slattery/		
DATE SIGNED:	03/05/2018		
Total Attachments: 5			
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ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

This **ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT** (this “Assignment”), dated as of March 5, 2018, is by **MACQUARIE US TRADING LLC** (individually, “**Macquarie**”), acting in its capacity as the current and resigning collateral agent (in such capacity, the “**Retiring Agent**”) and **GOLDMAN SACHS PRIVATE MIDDLE MARKET CREDIT LLC**, a Delaware limited liability company (individually, “**GSPMMC**”), acting in its capacity as the successor collateral agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, Emmett W. MacCorkle, Inc., as “Grantor”, and Retiring Agent are parties to that certain trademark security agreement identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the “**Agreement**”) covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Agency Transfer Agreement by and among Macquarie, as the Retiring Agent, and GSPMMC, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreement, in each instance, in its capacity as collateral agent.

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

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.

- Remainder of Page Intentionally Left Blank; Signature Pages Follow –

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

RETIRING AGENT:

MACQUARIE US TRADING LLC

By: 

Name:

Joshua Karlin

Title:

Authorized Signatory

By: 

Name:

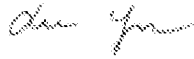
Anita Chiu

Title:

Authorized Signatory

SUCCESSOR AGENT:

**GOLDMAN SACHS PRIVATE
MIDDLE MARKET CREDIT LLC,
as Collateral Agent**

A handwritten signature in cursive script, appearing to read "David Yu", is positioned to the right of a vertical dotted line.

By: _____
Name: David Yu
Title: Authorized Signatory

EXHIBIT A

Notice and Confirmation of Grant of Security Interest in Trademarks (Second Lien) dated as of November 30, 2015 and filed with the United States Patent and Trademark Office on December 4, 2015 at Reel 5682, Frame 0079

EXHIBIT B

<u>TRADEMARK</u>	<u>App. No.</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
MACCORKLE INSURANCE SERVICE	85091708	4027823	9/20/2011