

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM472223

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Royal Bank of Canada, as Collateral Agent		04/30/2018	Chartered Bank: CANADA
RECEIVING PARTY DATA			
Name:	Aspen Dental Management, Inc.		
Street Address:	281 Sanders Creek Parkway E.		
City:	Syracuse		
State/Country:	NEW YORK		
Postal Code:	13057		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 40			
Property Type	Number	Word Mark	
Registration Number:	2543059	FLEXILYTES	
Registration Number:	2543060	FLEXILYTES COMBO	
Registration Number:	2543058	NATURALYTES	
Registration Number:	3702845	SECUREDENT IMPLANT SYSTEM	
Registration Number:	3788653	SMILE FOR GOOD	
Registration Number:	3595357	SMILE NOW PAY LATER	
Registration Number:	3595356	SMILE NOW, PAY LATER	
Registration Number:	3805809	ASPENDENTAL RETHINK DENTISTRY	
Registration Number:	3805810	ASPENDENTAL RETHINK YOUR DENTAL CAREER	
Registration Number:	3706440	ASPENDENTAL WHEN I SEE YOU SMILE.	
Registration Number:	3829452	SPAREMENT DENTURE	
Registration Number:	3887722	ASPENDENTAL SMILE SQUAD	
Registration Number:	3920846	ASPENDENTAL SMILESAVER	
Registration Number:	4048804	ASPENDENTAL PRACTICE MADE PERFECT	
Registration Number:	4221549	ASPENDENTAL	
Registration Number:	2864022	ASPENDENTAL	
Registration Number:	3304705	ASPENDENTAL	
Registration Number:	3295775	A	
Registration Number:	4622371	BRINGING AMERICA A HEALTHY MOUTH	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	4622369	ASPENDENTAL MOUTHMOBILE
Registration Number:	4622370	
Registration Number:	4638286	WE'RE ON A MISSION TO GIVE AMERICA A HEA
Registration Number:	4622308	ASPENDENTAL YOUR CAREER. OUR MISSION.
Registration Number:	4633591	YOUR CAREER. OUR MISSION.
Registration Number:	4452502	TURNINGPOINT DENTAL IMPLANT CENTER
Registration Number:	4456490	TURNINGPOINT DENTAL IMPLANT CENTER
Registration Number:	4452444	TURNINGPOINT DENTAL IMPLANT CENTER
Registration Number:	4507176	ASPENDENTAL YOUR MOUTH. OUR MISSION.
Registration Number:	3664813	COMFIDENTS DENTURES
Registration Number:	2545075	COMFIDENTS
Registration Number:	2543057	COMFILYTES
Registration Number:	3513271	ASPENDENTAL LET US HELP YOU FIND YOUR SM
Registration Number:	3861754	EXTRADENT DENTURE
Registration Number:	4125996	SMILE GUIDES SIMPLE STEPS TO FINDING YOU
Registration Number:	4043276	ASPENDENTAL IT'S TIME TO SMILE.
Registration Number:	4588553	DENTURE MONEY BACK GUARANTEE ASPENDENTAL
Registration Number:	4807425	HEALTHY MOUTH MOVEMENT
Registration Number:	4734868	PEACE OF MIND PROMISE
Registration Number:	4734866	PEACE OF MIND PROMISE
Serial Number:	86428781	ASPENDENTAL SMILE SQUAD

CORRESPONDENCE DATA

Fax Number: 2028357586

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: 2028357500

Email: dcip@milbank.com

Correspondent Name: Javier J. Ramos

Address Line 1: 1850 K Street, NW, Suite 1100

Address Line 2: Milbank, Tweed, Hadley & McCloy, LLP

Address Line 4: Washington, D.C. 20006

ATTORNEY DOCKET NUMBER: 22946.02200

NAME OF SUBMITTER: Javier J. Ramos

SIGNATURE: /Javier J. Ramos/

DATE SIGNED: 05/02/2018

Total Attachments: 6

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Release of Security Interest in Trademarks

Release of Security Interest in Trademarks, dated as of April 30, 2018 (“Release”), by ROYAL BANK OF CANADA, located at Royal Bank Plaza, 200 Bay Street, 12th Floor South Tower, Toronto, Ontario M5J 2W7, in its capacity as collateral agent pursuant to the Credit Agreement as of April 30, 2015 (in such capacity, the “Collateral Agent”), in favor of Aspen Dental Management, Inc., a Delaware corporation, located at 281 Sanders Creek Parkway E. Syracuse, NY 13057 (“Pledgor”).

WITNESSETH:

WHEREAS, Pledgor is a party to a Security Agreement dated as of April 30, 2015 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) in favor of the Collateral Agent;

WHEREAS, pursuant to the Security Agreement, Pledgor was required to execute and deliver a Trademark Security Agreement dated as of April 30, 2015 (the “Trademark Security Agreement”);

WHEREAS, pursuant to the Trademark Security Agreement, as collateral security for the payment and performance in full of the Secured Obligations, Pledgor pledged and granted to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all of the following Pledged Collateral of Pledgor (the “Trademark Collateral”):

(a) each United States Trademark constituting Recordable Intellectual Property owned by the Pledgor, including, without limitation, each Trademark registration and application referred to in Schedule 1 hereto, and all of the goodwill of the business connected with the use of, or symbolized by, each Trademark;

(b) each Trademark License constituting Recordable Intellectual Property to which the Pledgor is a party, including, without limitation, each Trademark License identified in Schedule 1 hereto, and all of the goodwill of the business connected with the use of, or symbolized by, each such Trademark licensed pursuant thereto; and

(c) all Proceeds of and revenues from the foregoing;

provided that the Trademark Collateral did not include any Excluded Assets.

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on May 5, 2015, at Reel 5509 / Frame 0971; and

WHEREAS, the Secured Obligations have been paid and performed in full and the Collateral Agent has agreed to release its grant and security interest in the Trademark Collateral.

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

SECTION 1. Defined Terms. Unless otherwise defined herein, capitalized terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Release of Lien. The Collateral Agent hereby terminates the Trademark Security Agreement, and hereby terminates, cancels and releases any and all liens and security interests that it has in, to and under the Trademark Collateral.

SECTION 3. Authorization to Record. The Collateral Agent authorizes and requests that the United States Patent and Trademark Office and any applicable government officer record this Release.

SECTION 4. Further Assurances. The Collateral Agent shall take all further actions, and provide to Pledgor, its successors, assigns or other legal representatives all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Pledgor to more fully and effectively effectuate the purposes of this Release, all at the sole expense of Pledgor.

SECTION 5. Choice of Law. This Release and the transactions contemplated hereby, and all disputes between the parties under or relating to this Release or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

[signature page follows]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be duly executed and delivered by its duly authorized officer as of the date first above written.

ROYAL BANK OF CANADA

By: 
Name: Susan Khokher
Title: Manager, Agency

[Signature Page to Release of Security Interest in Trademarks]

ASPEN DENTAL MANAGEMENT, INC.

TRADEMARKS

Title	Filing Date/Issued Date	Status (Application/Registered)	Application/Registration No.
FLEXILYTES	26-Feb-2002	Registered	2,543,059
FLEXILYTES COMBO	26-Feb-2002	Registered	2,543,060
NATURALYTES	26-Feb-2002	Registered	2,543,058
SECUREDENT IMPLANT SYSTEM (Stylized)	27-Oct-2009	Registered	3,702,845
SMILE FOR GOOD (and Design)	11-May-2010	Registered	3,788,653
SMILE NOW PAY LATER (and Design)	24-Mar-2009	Registered	3,595,357
SMILE NOW, PAY LATER	24-Mar-2009	Registered	3,595,356
ASPENDENTAL RETHINK DENTISTRY (and Design)	22-Jun-2010	Registered	3,805,809
ASPENDENTAL RETHINK YOUR DENTAL CAREER (and Design)	22-Jun-2010	Registered	3,805,810
ASPENDENTAL WHEN I SEE YOU SMILE (and Design)	03-Nov-2009	Registered	3,706,440
SPAREDEDENT DENTURE (Stylized)	03-Aug-2010	Registered	3,829,452
ASPENDENTAL SMILE SQUAD (and Design)	07-Dec-2010	Registered	3,887,722
ASPENDENTAL SMILESAVER (and Design)	15-Feb-2011	Registered	3,920,846
ASPENDENTAL PRACTICE MADE PERFECT	01-Nov-2011	Registered	4,048,804
ASPENDENTAL	09-Oct-2012	Registered	4,221,549
ASPENDENTAL	20-Jul-2004	Cancelled	2,864,022
ASPENDENTAL and Design	02-Oct-2007	Registered	3,304,705

Title	Filing Date/Issued Date	Status (Application/Registered)	Application/Registration No.
A	18-Sep-2007	Registered	3,295,775
BRINGING AMERICA A HEALTHY MOUTH	14-Oct-2014	Registered	4,622,371
ASPENDENTAL MOUTHMOBILE	14-Oct-2014	Registered	4,622,369
SMILING MOUTHS MAP LOGO	14-Oct-2014	Registered	4,622,370
WE'RE ON A MISSION TO GIVE AMERICA A HEALTHY MOUTH	11-Nov-2014	Registered	4,638,286
ASPENDENTAL YOUR CAREER. OUR MISSION.	14-Oct-2014	Registered	4,622,308
YOUR CAREER. OUR MISSION.	04-Nov-2014	Registered	4,633,591
TURNINGPOINT DENTAL IMPLANT CENTER	17-Dec-2013	Registered	4,452,502
TURNINGPOINT DENTAL IMPLANT CENTER	24-Dec-2013	Registered	4,456,490
TURNINGPOINT DENTAL IMPLANT CENTER	17-Dec-2013	Registered	4,452,444
ASPENDENTAL YOUR MOUTH. OUR MISSION.	01-Apr-2014	Registered	4,507,176
COMFIDENTS DENTURES (Logo)	04-Aug-2009	Registered	3,664,813
COMFIDENTS	05-Mar-2002	Registered	2,545,075
COMFILYTES	26-Feb-2002	Registered	2,543,057
ASPENDENTAL LET US HELP YOU FIND YOUR SMILE	07-Oct-2008	Registered	3,513,271
EXTRADENT DENTURE (Stylized)	12-Oct-2010	Registered	3,861,754
SMILE GUIDES SIMPLE STEPS TO FINDING YOUR SMILE (and Design)	10-Apr-2012	Registered	4,125,996
ASPENDENTAL IT'S TIME TO SMILE (Logo)	18-Oct-2011	Registered	4,043,276

Title	Filing Date/Issued Date	Status (Application/Registered)	Application/Registration No.
DENTURE MONEY BACK GUARANTEE ASPENDENTAL	19-Aug-2014	Registered	4,588,553
HEALTHY MOUTH MOVEMENT	12-Jan-2015	Registered	4,807,425
PEACE OF MIND PROMISE	23-Sep-2014	Registered	4,734,868
PEACE OF MIND PROMISE (Logo)	23-Sep-2014	Registered	4,734,866
ASPENDENTAL SMILE SQUAD (Logo)	20-Oct-2014	Abandoned	86/428781

TRADEMARK LICENSES

None.