

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM481584

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	Grant of a Security Interest -- Trademarks
RESUBMIT DOCUMENT ID:	900451587

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Value Payment Systems, LLC		05/21/2018	Limited Liability Company: TENNESSEE

RECEIVING PARTY DATA

Name:	TPG Specialty Lending, Inc., as Collateral Agent
Street Address:	888 Seventh Avenue, 35th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10106
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	4599026	PAYLOCALGOV
Registration Number:	4520189	PAYLOCALGOV
Registration Number:	4599019	PROPERTYBILLPAY
Registration Number:	4520118	PROPERTYBILLPAY
Registration Number:	4599031	PAYUSATAX
Registration Number:	4421334	PAYUSATAX
Registration Number:	4599027	EDUCATIONBILLPAY
Registration Number:	4520205	EDUCATIONBILLPAY
Registration Number:	4578387	VALUE PAYMENT SYSTEMS
Registration Number:	4630657	VALUE PAYMENT SYSTEMS
Registration Number:	4546845	VPS

CORRESPONDENCE DATA

Fax Number: 2138918763

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.

Email: rhonda.deleon@lw.com

Correspondent Name: Latham & Watkins LLP

Address Line 1: 355 South Grand Avenue

TRADEMARK

Address Line 4: Los Angeles, CALIFORNIA 90071-1560

ATTORNEY DOCKET NUMBER: 058423-0021

NAME OF SUBMITTER: Rhonda DeLeon

SIGNATURE: /Rhonda DeLeon/

DATE SIGNED: 07/12/2018

Total Attachments: 5

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UNITED STATES PATENT AND TRADEMARK OFFICE

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

July 12, 2018

PTAS

LATHAM & WATKINS LLP
355 SOUTH GRAND AVENUE
LOS ANGELES, CA 90071-1560



900451587

United States Patent and Trademark Office
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The enclosed document has been examined and found non-recordable by the Assignment Recordation Branch of the U.S. Patent and Trademark Office. The reason(s) for non-recordation are stated below:

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Documents being resubmitted for recordation must reflect the corrected information to be recorded, the Document ID number referenced above and all pages from this submitted document. The original date of filing of this assignment document will be maintained if resubmitted with the appropriate correction(s) by **Monday, August 13, 2018**, as outlined under 37 CFR 3.51. The resubmitted document must include a stamp with the official date of receipt under 37 CFR 3. Applicants may use the certified procedures under 37 CFR 2.197 or 2.198 for resubmission of the returned papers if they desire to have the benefit of the date of deposit in the United States Postal Service.

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Document ID: 900451587
Access Code: W4ULRKLJDR00XSD

To file the resubmission in paper, send documents to: U.S. Patent and Trademark Office, Mail Stop: Assignment Recordation Branch, P.O. BOX 1450, Alexandria, VA 22313. If you have any questions regarding this notice, you may contact the Assignment Recordation Branch at 571-272-3350.

TRAYNA LAWRENCE
ASSIGNMENT RECORDATION BRANCH
PUBLIC RECORDS DIVISION

GRANT OF A SECURITY INTEREST --TRADEMARKS

May 21, 2018

WHEREAS, Egovernment Solutions, LLC, a Delaware limited liability company, and Value Payment Systems, LLC, a Tennessee limited liability company (each a "Grantor", and together, the "Grantors"), have adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, each Grantor has entered into a Pledge and Security Agreement, dated as of March 15, 2018 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of TPG SPECIALTY LENDING, INC., as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Grantee"); and

WHEREAS, pursuant to the Security Agreement, each Grantor has granted to the Grantee, and granted to the Grantee for the benefit of the Secured Parties (as such term is defined in the Security Agreement), a continuing security interest in all right, title and interest of such Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor does hereby grant to the Grantee and grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.


Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

If any conflict or inconsistency exists between this Grant of Security Interest - Trademarks and the Security Agreement, the Security Agreement shall govern.

IN WITNESS WHEREOF, each Grantor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first written above.

[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

EGOVERNMENT SOLUTIONS, LLC

By: 
Name: Joseph M. Padgett
Title: Chief Executive Officer

VALUE PAYMENTS SYSTEMS, LLC

By: _____
Name: Jeffrey C. Gardner
Title: Chief Operating Officer


EGOVERNMENT SOLUTIONS, LLC

By: _____




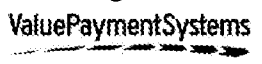
Name: Joseph M. Padgett
Title: Chief Executive Officer

VALUE PAYMENTS SYSTEMS, LLC

By: _____


Name: Jeffrey C. Gardner
Title: Chief Operating Officer

SCHEDULE A TO GRANT OF A SECURITY INTEREST

Owner	Title	Status	Registration No.	Registration Date
Egovernment Solutions, LLC	eGov	Unregistered	N/A	N/A
Egovernment Solutions, LLC	Simple. Powerful. Software	Unregistered	N/A	N/A
Value Payments Systems, LLC	Paylocalgov	Registered	4599026	9/2/2014
Value Payments Systems, LLC	paylocalgov with design	Registered	4520189	4/29/2014
Value Payment Systems, LLC	PropertyBillPay	Registered	4599019	9/2/2014
Value Payment Systems, LLC	PropertyBillPay with design 	Registered	4520118	4/29/2014
Value Payment Systems, LLC	PayUSAtax	Registered	4599031	9/2/2014
Value Payment Systems, LLC	PayUSAtax with design 	Registered	4421334	10/22/2013
Value Payment Systems, LLC	EducationBillPay	Registered	4599027	9/2/2014
Value Payment Systems, LLC	EducationBillPay with design 	Registered	4520205	4/29/2014
Value Payment Systems, LLC	Value Payment Systems	Registered	4578387	8/5/2014
Value Payment Systems, LLC	ValuePaymentSystems with design 	Registered	4630657	11/4/2014
Value Payment Systems, LLC	VPS	Registered	4546845	6/10/2014