

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM484169

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PERCEPTIVE CREDIT HOLDINGS, LP		07/31/2018	Limited Partnership: DELAWARE
RECEIVING PARTY DATA			
Name:	COUNSYL, INC.		
Street Address:	180 Kimball Way		
City:	South San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94080		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	5232053	COUNSYL	
Serial Number:	87409562	COUNSYL	
Serial Number:	87349484	COUNSYL COMPLETE	
Serial Number:	87409550	COUNSYL FORESIGHT	
Serial Number:	87409541	COUNSYL PRELUDE	
Serial Number:	87409528	COUNSYL RELIANT	
Serial Number:	87330185	FORESIGHT	
Registration Number:	5143403		
Serial Number:	87330218	PRELUDE	
Serial Number:	87330721	RELIANT	
CORRESPONDENCE DATA			
Fax Number:	4156932222		
<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:	4156932000		
Email:	crhem@cooley.com		
Correspondent Name:	Cooley LLP		
Address Line 1:	101 California Street, 5th Floor		
Address Line 4:	San Francisco, CALIFORNIA 94111		

CH \$265.00 5232053

ATTORNEY DOCKET NUMBER:	316484-104
NAME OF SUBMITTER:	C. Rhem
SIGNATURE:	/CR/
DATE SIGNED:	07/31/2018

Total Attachments: 5

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TERMINATION OF TRADEMARK SECURITY AGREEMENT

This Termination of Trademark Security Agreement (this "**Termination**"), dated as of July 31, 2018, is executed by PERCEPTIVE CREDIT HOLDINGS, LP (the "**Secured Party**"), 51 Astor Place, 10th Floor, New York, NY 10003, in favor of COUNSYL, INC., a Delaware corporation (the "**Company**"), 180 Kimball Way, South San Francisco, CA 94080.

RECITALS

WHEREAS, the Company, certain of the Company's subsidiaries from time to time party thereto, the lenders from time to time party thereto and the Secured Party, as administrative agent, entered in a certain Credit Agreement and Guaranty, dated as of November 3, 2017 (the "**Credit Agreement**"); and

WHEREAS, in connection with the Credit Agreement, the Company and the Secured Party entered into a certain Trademark Security Agreement dated as of November 3, 2017 (the "**Security Agreement**"); and

WHEREAS, pursuant to the Security Agreement, the Company granted to the Secured Party a security interest in certain "Collateral" including certain trademarks; and

WHEREAS, the Credit Agreement and the Security Agreement have been terminated.

NOW, THEREFORE, Secured Party agrees as follows:

1. Secured Party is executing and delivering this Termination as further evidence of the termination of the Security Agreement.

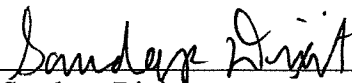
2. Secured Party claims no right, title or interest whatsoever in or to any of the "Collateral" described in the Security Agreement, and, accordingly, Secured Party expressly terminates its security interest in the trademarks listed on **Exhibit A** hereto, which security interest was evidenced by the recordation of the Security Agreement with the United States Patent and Trademark Office on November 3, 2017, in Reel/Frame 6196/0553.

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IN WITNESS WHEREOF, this Termination is executed as of the first date written above.

**PERCEPTIVE CREDIT HOLDINGS, LP, as
Agent**

**By: PERCEPTIVE CREDIT OPPORTUNITIES
GP, LLC, its general partner**

By 
Name: Sandeep Dixit
Title: Chief Credit Officer

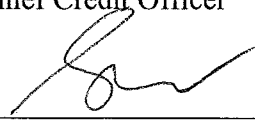

By 
Name: Sam Chawla
Title: Portfolio Manager

EXHIBIT A**TRADEMARKS**

Country	Mark	Application No.	Application Date	Registration No.	Registered Date	Status	Classes	Owner
United States of America	COUNSYL	87/236,426	11/14/2016	5,232,053	6/27/2017	Registered	10, 42, 44	Counsyl, Inc.
Argentina	COUNSYL	3602220	5/12/2017			Pending	10	Counsyl, Inc.
Bolivia	COUNSYL	SM0021982017	5/12/2017			Pending	10	Counsyl, Inc.
Brazil	COUNSYL	912721650	5/15/2017			Pending	10	Counsyl, Inc.
Canada	COUNSYL	1837621	5/15/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
Chile	COUNSYL	1253679	5/12/2017			Pending	10, 42, 44	Counsyl, Inc.
Ecuador	COUNSYL	IEPI201729520	5/12/2017			Pending	10	Counsyl, Inc.
Guatemala	COUNSYL	44332017	5/12/2017			Pending	10	Counsyl, Inc.
Hong Kong	COUNSYL	304138380	5/12/2017			Pending	10	Counsyl, Inc.
Indonesia	COUNSYL	DID2017027019	6/13/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
Malaysia	COUNSYL	2017058483	5/12/2017			Pending	10	Counsyl, Inc.
Panama	COUNSYL	258287	5/12/2017			Pending	10, 42, 44	Counsyl, Inc.
Peru	COUNSYL	704815	5/12/2017	254101	8/28/2017	Registered	10	Counsyl, Inc.
South Africa	COUNSYL	201713092	5/12/2017			Pending	10	Counsyl, Inc.
Taiwan	COUNSYL	106028893	5/15/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
United Arab Emirates	COUNSYL	273247	5/14/2017			Pending	10	Counsyl, Inc.
Uruguay	COUNSYL	483848	5/12/2017			Pending	10	Counsyl, Inc.
Venezuela	COUNSYL	2017007591	5/12/2017			Pending	10	Counsyl, Inc.
Thailand	COUNSYL	170116295	5/15/2017			Pending	10	Counsyl, Inc.
Madrid Protocol (TM)	COUNSYL	IR1363959	5/12/2017	IR1363959	5/12/2017	Registered	05, 10, 42, 44	Counsyl, Inc.
European Union	COUNSYL	IR1363959	5/12/2017		5/12/2017	Pending	05, 10, 42, 44	Counsyl, Inc.
United Kingdom	COUNSYL	IR1363959	5/12/2017		5/12/2017	Pending	05, 10, 42, 44	Counsyl, Inc.
Madrid Protocol (TM)	COUNSYL	IR1363144	5/12/2017	IR1363144	5/12/2017	Registered	10	Counsyl, Inc.

Norway	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Switzerland	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
China	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Japan	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Republic of Korea	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Australia	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
New Zealand	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Singapore	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
India	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Israel	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Mexico	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Colombia	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Turkey	COUNSYL	pending	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
Croatia	COUNSYL	IR1363144	5/12/2017		5/12/2017	Pending	10	Counsyl, Inc.
United States of America	COUNSYL	87/409,562	4/13/2017			Pending	05	Counsyl, Inc.
United States of America	COUNSYL COMPLETE	87/349,484	2/24/2017			Pending	09, 42	Counsyl, Inc.
United States of America	COUNSYL FORESIGHT	87/409,550	4/13/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
Canada	COUNSYL FORESIGHT	1862433	10/12/2017			Pending	05,10, 42, 44	Counsyl, Inc.
United States of America	COUNSYL PRELUDE	87/409,541	4/13/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
United States of	COUNSYL RELIANT	87/409,528	4/12/2017			Pending	05, 10, 42, 44	Counsyl, Inc.

America								
Canada	COUNSYL RELIANT	1862391	10/12/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
United States of America	FORESIG HT	87/330,185	2/9/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
Canada	FORESIG HT	1851759	8/9/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
Hong Kong	FORESIG HT	304236318	8/9/2017			Pending	10, 44	Counsyl, Inc.
Madrid Protocol (TM)	FORESIG HT	pending	8/8/2017			Pending	10, 44	Counsyl, Inc.
Australia	FORESIG HT	pending	8/8/2017			Pending	10, 44	Counsyl, Inc.
Singapore	FORESIG HT	pending	8/8/2017			Pending	10, 44	Counsyl, Inc.
United States of America	MISCELL ANEOUS DESIGN (TWO OVERLAP PING FOUR- SIDED FIGURES) 	86/981,228	4/28/2014	5,143,403	2/14/2017	Registered	10, 42, 44	Counsyl, Inc.
United States of America	PRELUDE	87/330,218	2/9/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
United States of America	RELIANT	87/330,721	2/9/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
Canada	RELIANT	1851761	8/9/2017			Pending	05, 10, 42, 44	Counsyl, Inc.
Hong Kong	RELIANT	304236309	8/9/2017			Pending	10, 44	Counsyl, Inc.
Madrid Protocol (TM)	RELIANT	IR1366817	8/8/2017	IR1366817	8/8/2017	Registered	10, 44	Counsyl, Inc.
Australia	RELIANT	IR1366817	8/8/2017		8/8/2017	Pending	10, 44	Counsyl, Inc.
Singapore	RELIANT	IR1366817	8/8/2017		8/8/2017	Pending	10, 44	Counsyl, Inc.

ny-1302207

RECORDED: 07/31/2018

TRADEMARK
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