

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM481095

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Goldman Sachs Lending Partners LLC, as Collateral Agent		07/06/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	AmWINS Group, LLC		
Street Address:	4725 Piedmont Row Drive		
Internal Address:	Suite 600		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28210		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	Colemont Corporation		
Street Address:	5910 N. Central Expressway		
Internal Address:	Suite 500		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75206		
Entity Type:	Corporation: DELAWARE		
Name:	Communitas, Inc.		
Street Address:	8500 Freeport Parkway South		
Internal Address:	Suite 400		
City:	Irving		
State/Country:	TEXAS		
Postal Code:	75063		
Entity Type:	Corporation: TEXAS		
Name:	AmWINS Group Benefits, Inc. (formerly National Employee Benefit Companies, Inc.)		
Street Address:	50 Whitecap Drive		
City:	North Kingston		
State/Country:	RHODE ISLAND		
Postal Code:	02852		

TRADEMARK

Entity Type:	Corporation: RHODE ISLAND
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PROPERTY NUMBERS Total: 55

Property Type	Number	Word Mark
Registration Number:	3678143	A
Registration Number:	4974760	A PRO
Registration Number:	4785828	AEU
Registration Number:	4793899	AEU THE AMERICAN EQUITY UNDERWRITERS, IN
Serial Number:	87197956	AEU LEAD
Serial Number:	87208053	AEU LEAD LEADERSHIP ENGAGEMENT ALIGNMENT
Registration Number:	4512765	ALTA RISK
Registration Number:	4025352	AMCARE
Registration Number:	2919605	AMWINS
Registration Number:	3833998	AMWINS
Registration Number:	3729180	AMWINS BENEFIT WATCH
Registration Number:	4740981	AMWINS PEO COMPPPLUS
Registration Number:	4056144	AMWINS RX
Registration Number:	4056141	AMWINS RX
Registration Number:	3533686	BETTER LIVING WITH GENERICS
Registration Number:	4940704	BRINGING CLARITY TO CHAOS
Registration Number:	3045711	COLEMONT
Registration Number:	3804300	DEMOPRO
Serial Number:	87278044	EMPLOYERS DENTAL TRUST
Registration Number:	2338496	ENVIROGUARD
Registration Number:	4067629	ENVIROPRO
Registration Number:	3296328	EREINSURE
Registration Number:	3872407	GBS GROUP BENEFIT SERVICES
Registration Number:	3872408	GBS HR & BENEFIT SOLUTIONS
Registration Number:	2715712	GBS ONQ
Registration Number:	3378407	HEALTHWINS
Registration Number:	3603435	HEALTHWINS RX
Registration Number:	3364138	
Registration Number:	3354799	III INSURANCE INNOVATORS INCORPORATED
Registration Number:	3521652	PIZZAPRO
Serial Number:	86823152	RECALLREADY
Serial Number:	87183232	RETIREE RXCARE
Registration Number:	3333999	RISKCURE
Registration Number:	3521651	SCRAPPRO
Registration Number:	4357094	SPFM SPECIALTY PROGRAMS & FACILITIES MAN

Property Type	Number	Word Mark
Registration Number:	3525033	SPRINKLERPRO
Registration Number:	4692259	THB
Registration Number:	3208119	THERE'S A BETTER WAY.
Registration Number:	3499797	WELDING DISTRIBUTORPRO
Registration Number:	3050598	COLEMONT INSURANCE BROKERS
Registration Number:	3261672	COMMUNITAS
Registration Number:	2486385	WEBTPA
Registration Number:	3430147	WEB-TPA
Registration Number:	3448317	WEB TPA
Registration Number:	4453983	WEBTPA AN AMWINS GROUP COMPANY
Registration Number:	3260286	CC CLERGYCARE
Registration Number:	3354958	RETIREE BENEFIT ADVANTAGE
Registration Number:	4094815	RETIREE BENEFIT CHOICE
Registration Number:	2208535	CONDO SIX
Registration Number:	2516884	DWELLING THREE
Registration Number:	2516885	TENANT FOUR
Registration Number:	2516886	HOME THREE
Registration Number:	2588205	SEACOAST INSURANCE
Registration Number:	2588206	SC
Registration Number:	2597770	SEACOAST BROKERS

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: 202-835-7500

Email: dcip@milbank.com

Correspondent Name: Kristin Yohannan, Esq.

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:	30045-95600
NAME OF SUBMITTER:	Kristin L. Yohannan
SIGNATURE:	/s/ Kristin L. Yohannan
DATE SIGNED:	07/09/2018

Total Attachments: 9

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SECOND LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT RELEASE

This SECOND LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT RELEASE (the “**Release**”) dated July 6, 2018, is made in favor of AmWINS Group, Inc., a Delaware corporation (the “**Borrower**”), American Wholesale Insurance Holding Company, LLC, a Delaware limited liability company (“**Holdings**”), the Subsidiary Guarantors, Goldman Sachs Lending Partners LLC, as administrative agent and collateral agent (in such capacity, the “**Collateral Agent**”) for the Secured Parties. All capitalized terms used herein and not otherwise defined shall have the meaning assigned to such terms in the Second Lien Guarantee and Collateral Agreement (as defined below) or the Intellectual Property Security Agreements (as defined below), as applicable.

WHEREAS, the Borrower, Holdings, the other Subsidiary Guarantors from time to time party thereto, the lenders party thereto and the Collateral Agent entered into that certain Second Lien Credit Agreement, dated as of January 25, 2017 (as amended, restated, amended and restated, replaced, supplemented and/or modified from time to time prior to the date hereof, the “**Second Lien Credit Agreement**”).

WHEREAS, in connection with the Second Lien Credit Agreement, the Borrower, Holdings, the Subsidiary Guarantors and the Collateral Agent entered into that certain Second Lien Guarantee and Collateral Agreement, dated as of January 25, 2017 (as amended, restated, amended and restated, replaced, supplemented and/or modified from time to time prior to the date hereof, the “**Second Lien Guarantee and Collateral Agreement**”).

WHEREAS, under the terms of the Second Lien Guarantee and Collateral Agreement, each Grantor granted to the Collateral Agent for the benefit of the Secured Parties a security interest in and to certain intellectual property of the Grantors, and the Grantors and the Collateral Agent executed and delivered the (i) Second Lien Patent Security Agreement, dated as of January 25, 2017, among eReinsure.com, Inc., as a Grantor, and the Collateral Agent, which was filed and recorded on February 21, 2017 with the United States Patent and Trademark Office at Reel/Frame 41772/0060, (ii) Second Lien Trademark Security Agreement, dated as of January 25, 2017, among AmWINS Group, LLC, Communitas, Inc., AmWINS Group Benefits, Inc. and Colemont Corporation, each as a Grantor, and the Collateral Agent, which was filed and recorded on February 21, 2017 with the United States Patent and Trademark Office at Reel/Frame 5993/0283, (iii) Second Lien Copyright Security Agreement, dated as of January 25, 2017, among AmWINS Holdings, LLC, American Equity Underwriters, Inc. and Oakwood Software Insurance Solutions, L.L.C, each as a Grantor, and the Collateral Agent, which was filed with the United States Copyright Office, and (iv) the Second Lien Trademark Security Agreement, dated as of February 28, 2018, among AmWINS Group LLC, as a Grantor, and the Collateral Agent, which was filed and recorded on March 1, 2018 with the United States Patent and Trademark Office at Reel/Frame 6281/0576 (as amended and restated, supplemented or otherwise modified from time to time and, collectively, the “**Intellectual Property Security Agreements**”) in favor of the Collateral Agent for the benefit of the Secured Parties.

WHEREAS, the Collateral Agent now desires to release its security interest in and to the Collateral (including the Intellectual Property provided in Schedules A, B and C

attached hereto) in accordance with the Second Lien Guarantee and Collateral Agreement and the Intellectual Property Security Agreements.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby agrees as follows:

SECTION 1. Release of Grant of Security. The Collateral Agent hereby releases to the Grantors its entire right, title and interest in, and reassigns to the Grantors, without representation or warranty of any kind, any and all right, title and interest in and to the Collateral, including the Intellectual Property listed on Schedules A, B and C granted to it pursuant to the Second Lien Guarantee and Collateral Agreement and Intellectual Property Security Agreements.

SECTION 2. Recordation. The Collateral Agent authorizes and requests that the applicable officials of the United States Copyright Office and the United States Patent and Trademark Office record this Release.

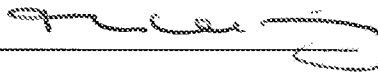
SECTION 3. Execution in Counterparts. This Release may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

SECTION 4. Governing Law. This Release shall be governed by, and construed in accordance with, the laws of the State of New York.

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

**GOLDMAN SACHS LENDING
PARTNERS LLC,**
as Collateral Agent

By: 

Name:

Title: Thomas M. Manning
Authorized Signatory

SCHEDULE A

PATENTS AND PATENT APPLICATIONS

Country	Owner	Title	Appl. No.	Filing Date	Patent No.	Issue Date	Status
United States	eReinsure.com, Inc.	Systems and Methods for Negotiating Reinsurance for a Risk	10/029,464	12/20/2001	7,333,940	2/19/2008	Issued
United States	eReinsure.com, Inc.	Negotiating Reinsurance For A Risk	11/939,411	11/13/2007	7,565,302	7/21/2009	Issued




SCHEDULE B

TRADEMARKS AND TRADEMARK APPLICATIONS

Country	Grantor	Mark	App. No.	Filing Date	Reg. No.	Reg. Date	Status
United States	AmWINS Group, LLC	A & Star Design	76/476,296	12/16/2002	3678143	9/8/2009	Registered
United States	AmWINS Group, LLC	A Pro (Stylized)	86/638,753	5/22/2015	4974760	6/7/2016	Registered
United States	AmWINS Group, LLC	AEU (Standard)	86/481,564	12/16/2014	4785828	8/4/2015	Registered
United States	AmWINS Group, LLC	AEU – The American Equity Underwriters (Stylized)	86/481,543	12/16/2014	4793899	8/18/2015	Registered
United States	AmWINS Group, LLC	AEU Lead		10/10/2016	App. No. 87197956	Pending	Pending
United States	AmWINS Group, LLC	AEU Lead Leadership Alignment Development (Stylized)		10/19/2016	App. No. 87208053	Pending	Pending
United States	AmWINS Group, LLC	ALTA Risk & Design	86/006,621	7/12/2013	4512765	4/8/2014	Registered
United States	AmWINS Group, LLC	AMCARE (Stylized)	85/195,363	12/10/2010	4025352	9/13/2011	Registered
United States	AmWINS Group, LLC	AMWINS	76/525,933	6/26/2003	2919605	1/18/2005	Registered
United States	AmWINS Group, LLC	AMWINS (Stylized)	77/831,797	9/22/2009	3833998	8/17/2010	Registered
United States	AmWINS Group, LLC	AMWINS BENEFIT WATCH	77/424,621	3/18/2008	3729180	12/22/2009	Registered
United States	AmWINS Group, LLC	AMWINS PEO COMPPLUS	86/367,414	8/14/2014	4740981	5/19/2015	Registered
United States	AmWINS Group, LLC	AMWINS RX	85/880,093	4/6/2011	4056144	11/15/2011	Registered
United States	AmWINS Group,	AMWINS RX (Stylized)	85/288,078	4/6/2011	4056141	11/15/2011	Registered

	LLC						
United States	AmWINS Group, LLC	BETTER LIVING WITH GENERICS	77/435,432	3/31/2008	3533686	11/18/2008	Registered
United States	AmWINS Group, LLC	BRINGING CLARITY TO CHAOS	86/699,664	7/21/2015	4940704	4/19/2016	Registered
United States	AmWINS Group, LLC	BROKERNETU SA (Standard)			Rhode Island State Reg. No. 200909004	9/15/2009	Registered
United States	AmWINS Group, LLC	COLEMONT (Standard)	78/519,416	11/18/2004	3045711	1/17/2006	Registered
United States	AmWINS Group, LLC	DEMOPRO	77/690,673	3/13/2009	3804300	6/15/2010	Registered
United States	AmWINS Group, LLC	EMPLOYERS DENTAL TRUST (Standard)		12/22/2016	App. No. 87278044	Pending	Pending
United States	AmWINS Group, LLC	ENVIROGUARD	75/711,182	5/20/1999	2338496	4/4/2000	Registered
United States	AmWINS Group, LLC	ENVIROPRO	77/690,696	3/13/2009	4067629	12/6/2011	Registered
United States	AmWINS Group, LLC	EREINSURE (Standard)	77/026,961	10/23/2006	3296328	9/25/2007	Registered
United States	AmWINS Group, LLC	GBS GROUP BENEFIT SERVICES	77/898,850	12/22/2009	3872407	11/9/2010	Registered
United States	AmWINS Group, LLC	GBS HR & BENEFIT SOLUTIONS	77/898,867	12/22/2009	3872408	11/9/2010	Registered
United States	AmWINS Group, LLC	GBS ONQ	76/438,118	8/5/2002	2715712	5/13/2003	Registered
United States	AmWINS Group, LLC	HEALTHWINS	77/228,017	7/12/2007	3378407	2/5/2008	Registered
United States	AmWINS Group, LLC	HEALTHWINS RX	77/252,373	8/10/2007	3603435	4/7/2009	Registered
United States	AmWINS Group,	III (design)	76/674,421	3/22/2007	3364138	1/8/2008	Registered

	LLC						
United States	AmWINS Group, LLC	III Insurance Innovators Incorporated	76/674,420	3/22/2007	3354799	12/18/2007	Registered
United States	AmWINS Group, LLC	PIZZAPRO	77/195,343	6/1/2007	3521652	10/21/2008	Registered
United States	AmWINS Group, LLC	RECALLREADY (Standard)		11/17/2015	App. No. 86823152	Pending	Pending
United States	AmWINS Group, LLC	Retiree RxCare (Standard)		9/26/2016	App. No. 87183232	Pending	Pending
United States	AmWINS Group, LLC	RISKCURE	77/113,388	2/22/2007	3333999	11/13/2007	Registered
United States	AmWINS Group, LLC	SCRAPPRO	77/195,243	6/1/2007	3521651	10/21/2008	Registered
United States	AmWINS Group, LLC	SPFM SPECIALTY PROGRAMS & FACILITIES MANAGERS, INC.	85/734,304	9/20/2012	4357094	6/25/2013	Registered
United States	AmWINS Group, LLC	SPRINKLERPRO	77/195,373	6/1/2007	3525033	10/28/2008	Registered
United States	AmWINS Group, LLC	THB (& Design)	86/340,418	6/17/2014	4692259	2/24/2015	Registered
United States	AmWINS Group, LLC	THERE'S A BETTER WAY	78/817,230	2/17/2006	3208119	2/13/2007	Registered
United States	AmWINS Group, LLC	WELDING DISTRIBUTOR PRO	77/195,381	6/1/2007	3499797	9/9/2008	Registered
United States	Colemont Corporation	COLEMONT INSURANCE BROKERS & Design	78/553,801	1/25/2005	3050598	1/24/2006	Registered
United States	Communitas, Inc.	COMMUNITAS	76/644,506	8/9/2005	3261672	7/10/2007	Registered
United States	AmWINS Group, LLC	WEBTPA	75/907,953	1/31/2000	2486385	9/4/2001	Registered

United States	AmWINS Group, LLC	WEB-TPA	77/266,079	8/28/2007	3430147	5/20/2008	Registered
United States	AmWINS Group, LLC	WEB TPA & Design	77/266,103	8/28/2007	3448317	6/17/2008	Registered
United States	AmWINS Group, LLC	WEBTPA An AmWINS Group Company & Design	85/902,789	4/12/2013	4453983	12/24/2013	Registered
United States	AmWINS Group Benefit, Inc.	CLERGYCARE & Design	78/791,099	1/13/2006	3260286	7/10/2007	Registered
United States	AmWINS Group Benefit, Inc.	RETIREE BENEFIT ADVANTAGE	77/048,422	11/21/2006	3354958	12/18/2007	Registered
United States	AmWINS Group Benefit, Inc.	RETIREE BENEFIT CHOICE	85/325,870	5/20/2011	4094815	1/31/2012	Registered
United States	AmWINS Group, LLC	CONDO SIX	75335651	July 29, 1997	2208535	December 8, 1998	Registered
United States	AmWINS Group, LLC	DWELLING THREE	76100590	August 1, 2000	2516884	December 11, 2001	Registered
United States	AmWINS Group, LLC	TENANT FOUR	76100591	August 1, 2000	2516885	December 11, 2001	Registered
United States	AmWINS Group, LLC	HOME THREE	76100592	August 1, 2000	2516886	December 11, 2001	Registered
United States	AmWINS Group, LLC	 Seacoast Insurance	76287436	July 19, 2001	2588205	July 2, 2002	Registered
United States	AmWINS Group, LLC		76287571	July 19, 2001	2588206	July 2, 2002	Registered
United States	AmWINS Group, LLC	 Seacoast Brokers	76287690	July 19, 2001	2597770	July 23, 2002	Registered

SCHEDULE C

UNITED STATES COPYRIGHTS

Title	Owner	Registration No.	Registration Date
Vehicle Replacement & Cost Insurance (lease vehicle)	AmWINS Holdings, LLC (f/k/a Stewart Smith East, Inc. f/k/a Stewart Smith West, Inc.)	TX-2-931-898	10/30/1990
Vehicle Replacement & Cost Insurance (purchased vehicle)	AmWINS Holdings, LLC (f/k/a Stewart Smith East, Inc. f/k/a Stewart Smith West, Inc.)	TX-2-952-555	10/30/1990
Introduction to Longshore & Harbor Workers' Compensation Act	The American Equity Underwriters, Inc.	TX 8-282-309	05/27/2016
Oakwood Software Insurance System – OSIS	Oakwood Software Insurance Solutions, L.L.C.	TXU 926-639	11/24/1999
AUTOLINK Information System	Oakwood Software Insurance Solutions, L.L.C.	TXU 930-506	11/24/1999