

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM486901

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
LTS Software Inc.		04/30/2012	Corporation: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SunTrust Bank, as Administrative Agent		
<b>Street Address:</b>	303 Peachtree Steet, 3rd Floor		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30308		
<b>Entity Type:</b>	Corporation: GEORGIA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4216379	E SMART	
<b>Registration Number:</b>	4204477	ESMART TAX	
<b>Registration Number:</b>	4186819	TAXBRAIN	
<b>Registration Number:</b>	2802038	COMPLETETAX	
<b>Registration Number:</b>	2526313	ESMART TAX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9192868199		
<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>			
<b>Phone:</b>	9192868000		
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com, christinaquinn@mvalaw.com		
<b>Correspondent Name:</b>	MOORE & VAN ALLEN PLLC		
<b>Address Line 1:</b>	3015 Carrington Mill Blvd., Suite 400		
<b>Address Line 4:</b>	Morrisville, NORTH CAROLINA 27560		
<b>ATTORNEY DOCKET NUMBER:</b>	410643.000272		
<b>NAME OF SUBMITTER:</b>	John Slaughter		
<b>SIGNATURE:</b>	/john slaughter/		
<b>DATE SIGNED:</b>	08/21/2018		
<b>Total Attachments: 3</b>			

OP \$140.00 4216379

source=(2018) NGS-T - LTS Software Inc. to SunTrust Bank, as AA#page1.tif  
source=(2018) NGS-T - LTS Software Inc. to SunTrust Bank, as AA#page2.tif  
source=(2018) NGS-T - LTS Software Inc. to SunTrust Bank, as AA#page3.tif

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

Pursuant to the Security Agreement dated as of April 30, 2012 (as amended, modified, supplemented, extended and restated from time to time, the "Security Agreement" – capitalized terms used and not otherwise defined herein have the meanings ascribed therein) by and among the undersigned Grantor and SUNTRUST BANK, a Georgia banking corporation, as administrative agent ("Administrative Agent") on its behalf and on behalf of the other Secured Parties referenced therein, the undersigned Grantor has granted to the Administrative Agent, on its behalf and on behalf of the Secured Parties, a continuing security interest in and to all of such Grantor's rights in and to all Trademarks, including the trademark registrations and trademark applications set forth on Schedule 1 attached hereto.

The undersigned Grantor and the Administrative Agent, on its behalf and on behalf of the Secured Parties, hereby acknowledge and agree that (i) this notice and the security interest in the trademark registrations and trademark applications set forth on Schedule 1 attached hereto may only be terminated in accordance with the terms of the Security Agreement, (ii) Administrative Agent's interest in the trademark registrations and trademark applications set forth on Schedule 1 attached hereto is as a security interest and not as an absolute assignment, and (iii) in the event of any conflict between the terms of this notice and the terms of the Security Agreement, the terms of the Security Agreement shall govern. This notice may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

[Signature Page Follows]

Very truly yours,

LTS SOFTWARE INC.,  
a Virginia corporation

By: 

Name: Michael S. Piper

Title: VP & CFO

Acknowledged and Accepted:

SUNTRUST BANK,  
a Georgia banking corporation,  
as Administrative Agent

By: 

Name: SAMUEL BALLESTEROS

Title: Senior Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks]

**Schedule 1**

**LTS Software Inc.  
(Virginia Corporation)**

**U.S. Trademarks**

**Trademark Registrations**

Mark	Reg. No.	Reg. Date
E SMART and Design	4216379	10/02/12
ESMART TAX	4204477	09/11/12
TAXBRAIN	4186819	08/07/12
COMPLETETAX	2802038	01/06/04
ESMART TAX	2526313	01/01/02

TRI\995447v1