

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM498758

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Deutsche Bank AG New York Branch, as Resigning Agent		11/16/2018	Banking corporation: GERMANY

RECEIVING PARTY DATA

Name:	Barings Finance LLC, as Successor Agent
Street Address:	300 South Tryon Street, Suite 250
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28202
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2230151	UNISHIPPERS
Registration Number:	2989959	THE SHIPPING COMPANY THAT WORKS FOR YOU.
Registration Number:	2933583	THE SHIPPING COMPANY THAT WORKS FOR YOU
Registration Number:	3009096	UNISHIPPERS
Registration Number:	3007616	U
Registration Number:	4204351	FREIGHT MANAGER
Registration Number:	4165980	EXPRESS MANAGER
Registration Number:	3682906	SPEEDFREIGHT
Registration Number:	3849737	SPEEDSHIP
Registration Number:	2337684	WORLDWIDE EXPRESS
Registration Number:	3056928	CLEARVIEW
Registration Number:	3767815	UNISHIPPERS FREIGHT

CORRESPONDENCE DATA

Fax Number: 2149813400

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: 214-981-3483

Email: dclark@sidley.com

TRADEMARK

Correspondent Name: Dusan Clark, Esq.
Address Line 1: Sidley Austin LLP
Address Line 2: 2021 McKinney Ave., Suite 2000
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER: 34632-30560

NAME OF SUBMITTER: Dusan Clark

SIGNATURE: /Dusan Clark/

DATE SIGNED: 11/19/2018

Total Attachments: 7

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this "Assignment"), dated as of November 16, 2018, is by **DEUTSCHE BANK AG NEW YORK BRANCH** ("Deutsche"), acting in its capacity as the current and resigning administrative agent and collateral agent (in such capacities, the "Resigning Agent") and **BARINGS FINANCE LLC** ("Barings"), acting in its capacity as the successor administrative agent and collateral agent (in such capacities, the "Successor Agent").

RECITALS:

WHEREAS, Unishippers Global Logistics, LLC, a Delaware limited liability company, and Worldwide Express Operations, LLC, a Delaware limited liability company, individually as a "Grantor", and collectively as "Grantors" and Resigning Agent are party to that certain Intellectual Property Security Agreement identified on Exhibit A hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the "Agreement"), covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Agency Resignation, Appointment and Assumption Agreement, dated as of the date hereof, by and among Deutsche, as the Resigning Agent, and Barings, as Successor Agent (the "Resignation Agreement"), Resigning Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreement, in each instance, in its capacities as administrative agent and collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Resigning Agent hereby, subject to the Resignation Agreement, the terms of which are incorporated herein by reference, assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to and arising under the Agreement.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

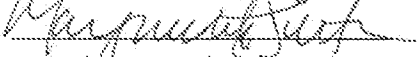
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IN WITNESS WHEREOF, Resigning Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RESIGNING AGENT:

**DEUTSCHE BANK AG NEW YORK
BRANCH**

By: 
Name: Stephen R. Lapius
Title: Director

By: 
Name: Marguerite Sutton
Title: Vice President

SUCCESSOR AGENT:

BARINGS FINANCE LLC

By: 

Name: Justin Jay

Title: Managing Director

EXHIBIT A

1. Intellectual Property Security Agreement, dated as of February 3, 2017, executed by Worldwide Express Operations, LLC and Unishippers Global Logistics, LLC in favor of Deutsche Bank AG New York Branch, as collateral agent, (a) recorded at the United States Copyright Office on February 9, 2017 at V9944 D765 and (b) recorded at the United States Patent and Trademark Office on February 7, 2017 at Reel 5990 Frame 0882.

EXHIBIT B

PATENTS

1. REGISTERED PATENTS




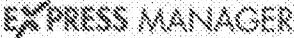

None.

2. PATENT APPLICATIONS

None.

TRADEMARKS

1. REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Jurisdiction</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Owner</u>
UNISHIPPERS	United States	2,230,151	March 9, 1999	Unishippers Global Logistics, LLC
THE SHIPPING COMPANY THAT WORKS FOR YOU	United States	2,989,959	August 30, 2005	Unishippers Global Logistics, LLC
THE SHIPPING COMPANY THAT WORKS FOR YOU	United States	2,933,583	March 15, 2005	Unishippers Global Logistics, LLC
	United States	3,009,096	October 25, 2005	Unishippers Global Logistics, LLC
	United States	3,007,616	October 18, 2005	Unishippers Global Logistics, LLC
	United States	4,204,351	September 11, 2012	Unishippers Global Logistics, LLC
	United States	4,165,980	June 26, 2012	Unishippers Global Logistics, LLC
SPEEDFREIGHT	United States	3682906	9/15/2009	Worldwide Express Operations, LLC
SPEEDSHIP	United States	3849737	9/21/2010	Worldwide Express Operations, LLC
WORLDWIDE EXPRESS & Design 	United States	2337684	4/4/2000	Worldwide Express Operations, LLC
CLEARVIEW	United States	3056928	2/7/2006	Worldwide Express Operations, LLC
Unishippers Freight	United States	3767815	03/30/2010	Unishippers Global Logistics, LLC

2. TRADEMARK APPLICATIONS

None.

COPYRIGHTS

1. REGISTERED COPYRIGHTS

<u>Copyright</u>	<u>Country</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Owner</u>
Airborne express + unishippers = 1st class service at big savings.	United States	TX0005132958	January 19, 2000	Unishippers Global Logistics, LLC
If you can put a label on it, we can ship it!: unishippers domestic & international heavy freight.	United States	TX0005123059	January 19, 2000	Unishippers Global Logistics, LLC
Unishippers: providing shipping solutions and savings for growing companies.	United States	TX0005134357	January 19, 2000	Unishippers Global Logistics, LLC
Providing shipping solutions and savings for growing companies.	United States	TX0005081405	January 19, 2000	Unishippers Global Logistics, LLC
Providing shipping solutions and savings for growing companies: unishippers, global shipping, personalized service.	United States	TX0005134533	January 19, 2000	Unishippers Global Logistics, LLC
Unishippers home page.	United States	TX0005261262	August 29, 2000	Unishippers Global Logistics, LLC
One call ships it all!	United States	TX0005390279	August 29, 2000	Unishippers Global Logistics, LLC
Unishippers.	United States	TX0005390280	August 29, 2000	Unishippers Global Logistics, LLC

2. COPYRIGHT APPLICATIONS

None.