

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM502866

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AEROCARE HOLDINGS, INC.		12/20/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	SUNTRUST BANK, as Administrative Agent		
Street Address:	303 Peachtree St., N.E.		
Internal Address:	25th Floor, Agency Services		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30308		
Entity Type:	Corporation: GEORGIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	88119853	BUYPAP	
Serial Number:	87710669	BUYPAPUSA	
Serial Number:	87707159	SLEEP DIRECT	
Serial Number:	87706515	SLEEP DIRECT	
CORRESPONDENCE DATA			
Fax Number:	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>			
Phone:	919-286-8000		
Email:	PTO_TMconfirmation@mvalaw.com, maryelizabethzaldivar@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	P.O. BOX 13706		
Address Line 4:	RESEARCH TRIANGLE PK, NORTH CAROLINA 27709		
ATTORNEY DOCKET NUMBER:	410643.000032		
NAME OF SUBMITTER:	John Slaughter		
SIGNATURE:	/john slaughter/		
DATE SIGNED:	12/20/2018		

OP \$115.00 88119853

Total Attachments: 4

source=NGSI-T - Aerocare Holdings, Inc. to SunTrust Bank, as Administrative Agent#page1.tif

source=NGSI-T - Aerocare Holdings, Inc. to SunTrust Bank, as Administrative Agent#page2.tif

source=NGSI-T - Aerocare Holdings, Inc. to SunTrust Bank, as Administrative Agent#page3.tif

source=NGSI-T - Aerocare Holdings, Inc. to SunTrust Bank, as Administrative Agent#page4.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Third Amended and Restated Pledge and Security Agreement dated as of December 20, 2018 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and SunTrust Bank, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[SIGNATURE PAGES FOLLOW]

Very truly yours,

AEROCARE HOLDINGS, INC.,
a Delaware corporation

By: SPG
Name: Stephen P. Griggs
Title: President & CEO

AeroCare Holdings, Inc.
3325 Bartlett Blvd.
Orlando, FL 32811-6428

AEROCARE HOLDINGS, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 006504 FRAME: 0456

Acknowledged and Accepted:

SUNTRUST BANK, as Administrative Agent

By: 
Name: Jonathan Hart
Title: Vice President

Schedule 1

**Aerocare Holdings, Inc.
(Delaware Corporation)**

U.S. Trademarks

Trademark Applications

Mark	Appl. No.	Filing Date
BUYPAP	88119853	09/17/18
BUYPAPUSA	87710669	12/06/17
SLEEP DIRECT and Design	87707159	12/04/17
SLEEP DIRECT and Design	87706515	12/04/17