

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM503267

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
First Eagle Private Credit, LLC (f/k/a NewStar Financial, Inc.), as Agent		12/20/2018	Limited Liability Company:

## RECEIVING PARTY DATA

<b>Name:</b>	Orchid Underwriters Agency, LLC
<b>Street Address:</b>	1201 19th Place, Suite A-110
<b>City:</b>	Vero Beach
<b>State/Country:</b>	FLORIDA
<b>Postal Code:</b>	32960
<b>Entity Type:</b>	Limited Liability Company: FLORIDA
<b>Name:</b>	Orchid Underwriters Agency Holdings LLC
<b>Street Address:</b>	1201 19th Place, Suite A-110
<b>City:</b>	Vero Beach
<b>State/Country:</b>	FLORIDA
<b>Postal Code:</b>	32960
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

## PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
<b>Registration Number:</b>	4421140	ORCHID
<b>Registration Number:</b>	4421142	
<b>Registration Number:</b>	5150281	ORCHID
<b>Registration Number:</b>	5150242	ORCHID THE FIRST CHOICE.

## 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

Correspondent Name: Dusan Clark, Esq.

Address Line 1: Sidley Austin LLP

CH \$115.00 4421140

**Address Line 2:** 2021 McKinney Ave., Suite 2000  
**Address Line 4:** Dallas, TEXAS 75201

**ATTORNEY DOCKET NUMBER:** 66098-30560

**NAME OF SUBMITTER:** Dusan Clark

**SIGNATURE:** /Dusan Clark/

**DATE SIGNED:** 12/21/2018

**Total Attachments: 5**

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## TERMINATION OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Termination of Intellectual Property Security Agreement (this “Release”) is made as of December 20, 2018, by and among Orchid Underwriters Agency, LLC, a Florida limited liability company and Orchid Underwriters Agency Holdings LLC, a Delaware limited liability company (each, an “Assignor” and collectively, the “Assignors”) and First Eagle Private Credit, LLC (f/k/a NewStar Financial, Inc.), in its capacity as administrative agent for the Lenders and collateral agent for the Secured Parties (the “Agent”) pursuant to the Loan Agreement (as defined below);

WHEREAS, the Assignors and Agent are parties to that certain Loan and Security Agreement dated as of March 17, 2017 (as amended, amended and restated, supplemented or otherwise modified and in effect from time to time prior to the date hereof, the “Loan Agreement”) and that certain Intellectual Property Security Agreement dated as of March 17, 2017 (as amended, amended and restated, supplemented or otherwise modified and in effect from time to time prior to the date hereof, the “IP Security Agreement”), which IP Security Agreement was filed at the United States Patent and Trademark Office (“USPTO”) on March 17, 2017 and recorded on Reel 006012, Frame 0887;

WHEREAS, pursuant to the Loan Agreement and the IP Security Agreement, the Assignors granted to Agent a continuing security interest (the “Security Interest”) in certain specified collateral (the “IP Collateral”), including all Trademarks (as defined in the IP Security Agreement) of the Assignors, including, without limitation, each Assignor’s right, title and interest in, to and under the Trademarks set forth on Exhibit A attached hereto (the “Marks); and

WHEREAS, Agent has agreed to terminate the Security Interest.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. Agent hereby (i) terminates the IP Security Agreement in its entirety, and (ii) releases, discharges, reassigns, waives and relinquishes all its rights, powers, privileges and remedies with respect to the Security Interest and the security interest in all assets and properties granted under the IP Security Agreement, and reassigns, grants and conveys to the applicable Assignor any and all interest in the Marks and the other IP Collateral, as applicable, and the goodwill of the business with which the Marks and the other IP Collateral, as applicable, are associated.
2. Agent hereby authorizes each Assignor or the applicable Assignor’s authorized representative, at such Assignor’s sole cost and expense, to record this Release with the USPTO. Agent agrees that, upon request of either Assignor or any successor-in-interest or assignee thereof, and at such Assignor’s sole cost and expense, Agent will execute any document, cause to be made any filing deemed reasonably necessary by such Assignor, or any successor-in-interest or assignee thereof, to effectuate the release of interests contemplated herein.
3. This Release shall be governed by and construed in accordance with the laws of the State of New York (excluding the laws applicable to conflicts or choice of law).

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto, by signature below of their respective duly authorized representatives, agree to be bound by the provisions of this Termination of Intellectual Property Security Agreement as of the date above first written.

FIRST EAGLE PRIVATE CREDIT, LLC  
(f/k/a NewStar Financial, Inc.), as Agent

By: 


Name: Jason Wendorf

Title: Managing Director

[Signature Page to Termination of Intellectual Property Security Agreement]

**TRADEMARK**  
**REEL: 006508 FRAME: 0236**

ORCHID UNDERWRITERS AGENCY, LLC,  
as Assignor

By:  \_\_\_\_\_  
Name: Brad Emmons  
Title: President, Chief Executive Officer,  
and Secretary

ORCHID UNDERWRITERS AGENCY HOLDINGS  
LLC, as Assignor

By: \_\_\_\_\_  
Name: Alex Earls  
Title: Vice President and Assistant Secretary

ORCHID UNDERWRITERS AGENCY, LLC,  
as Assignor

By: \_\_\_\_\_  
Name: Brad Emmons  
Title: President, Chief Executive Officer,  
and Secretary

ORCHID UNDERWRITERS AGENCY HOLDINGS  
LLC, as Assignor

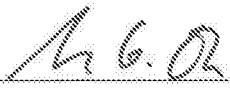
By:  \_\_\_\_\_  
Name: Alex Earls  
Title: Vice President and Assistant Secretary

Exhibit A

Mark	Application No.	Application Date	Registration No.	Registration Date	Status of Mark	Owner/Applicant	Jurisdiction
ORCHID	85855432	2/20/13	4421140	10/22/13	Registered	Orchid Underwriters Agency, LLC	U.S
DESIGN ONLY	85855480	2/20/13	4421142	10/22/13	Registered	Orchid Underwriters Agency, LLC	U.S
ORCHID	87089648	6/30/16	5150281	2/28/2017	Registered	Orchid Underwriters Agency, LLC	U.S.
ORCHID THE FIRST CHOICE.	87088007	6/29/16	5150242	2/28/2017	Registered	Orchid Underwriters Agency, LLC	U.S.