

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM497859

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
American Insurance Administrators, LLC		08/01/2018	Limited Liability Company: DELAWARE
Alera Group, Inc.		08/01/2018	Limited Liability Company: DELAWARE
K.B. Group Services, Inc.		08/01/2018	Corporation: IOWA
HP Planning, LLC		08/01/2018	Limited Liability Company: CONNECTICUT
Kaercher Insurance Agency Inc.		08/01/2018	Corporation: NEVADA
Relph Benefit Advisors, Inc.		08/01/2018	Corporation: NEW YORK
Robert G. Relph Agency, Inc.		08/01/2018	Corporation: NEW YORK
Spring Consulting Group, LLC		08/01/2018	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A., as Administrative Agent
Street Address:	10 South Dearborn, Floor 12
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	Bank: UNITED STATES

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	3941550	DISCOVERHEALTH
Registration Number:	3757295	SIMPLICITE
Registration Number:	3685070	SIMPLICIT-E
Registration Number:	4886870	LEADHEALTH
Registration Number:	5257917	ALERA GROUP
Registration Number:	5257918	ALERA
Registration Number:	5257921	A
Registration Number:	3608581	BENEFITTING YOU DIFFERENTLY
Registration Number:	3707617	GROUPSERVICES BENEFITTING YOU DIFFERENTL

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4931896	TRANSITIONS FOR U
Registration Number:	4931897	COMPLIANCE FOR U
Registration Number:	2361041	CREATIVE BENEFIT PLANNING
Registration Number:	4308204	CBP
Registration Number:	4865434	YOUR WORLD IS OUR WORLD
Registration Number:	4742663	R-SOLUTION
Registration Number:	3816010	LEAD2HEALTH
Registration Number:	4095668	RELPH BENEFIT ADVISORS
Registration Number:	5477079	GARDEN

CORRESPONDENCE DATA

Fax Number: 8009144240

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: 8007130755

Email: Michael.Violet@wolterskluwer.com

Correspondent Name: CT Corporation

Address Line 1: 4400 Easton Commons Way

Address Line 2: Suite 125

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:	Doris Ka
SIGNATURE:	/Doris Ka/
DATE SIGNED:	11/12/2018

Total Attachments: 7

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

see attached addendum

- Individual(s)
- Partnership
- Corporation- State: _____
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) U.S.A.

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) August 1, 2018

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: JPMorgan Chase Bank, N.A., as Administrative Agent

Street Address: 10 South Dearborn, Floor 12

City: Chicago

State: IL

Country: USA Zip: 60603

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other Bank Citizenship USA

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____ Text _____

B. Trademark Registration No.(s) _____

See attached Schedule I

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Doris Ka, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3569

Docket Number: 57320.1347

Email Address: dka@cahill.com

6. Total number of applications and registrations involved:

18

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

November 12, 2018

Date

Doris Ka

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ITEM 1
to Trademarks Recordation Form Cover Sheet

Conveying Parties

	Entity	Address	Type of Entity	Jurisdiction
1.	American Insurance Administrators, LLC	Three Parkway North, Suite 500 Deerfield, IL 60015 U.S.A.	Limited Liability Company	Delaware
2.	Alera Group, Inc.	Three Parkway North, Suite 500 Deerfield, IL 60015 U.S.A.	Limited Liability Company	Delaware
3.	K.B. Group Services, Inc.	3066 Victoria Street Bettendorf, IA 52722 U.S.A.	Corporation	Iowa
4.	HP Planning, LLC	c/o Creative Benefit Planning 1100 Summer Street Stamford, CT 06905 U.S.A.	Limited Liability Company	Connecticut
5.	Kaercher Insurance Agency Inc.	2500 N. Buffalo, Suite 230 Las Vegas, NV 89128 U.S.A.	Corporation	Nevada
6.	Relph Benefit Advisors, Inc.	400 Willowbrook Office Park, Suite 400 Fairport, NY 14450 U.S.A.	Corporation	New York
7.	Robert G. Relph Agency, Inc.	Three Parkway North, Suite 500 Deerfield, IL 60015 U.S.A.	Corporation	New York
8.	Spring Consulting Group, LLC	Three Parkway North, Suite 500 Deerfield, IL 60015 U.S.A.	Limited Liability Company	Delaware

ITEM 2

Receiving Party

	Entity	Address	Type of Entity	Jurisdiction
1.	JPMorgan Chase Bank, N.A., as Administrative Agent	10 South Dearborn, Floor 12, Chicago, IL 60603	Bank	USA

TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement, dated as of August 1, 2018, by AIA American Insurance Administrators, LLC, a Delaware limited liability company, Alera Group, Inc., a Delaware corporation, Group Services, LLC, a Delaware limited liability company, HP Planning, LLC, a Connecticut limited liability company, Kaercher Insurance, an Alera Group Agency, LLC, a Delaware limited liability company, ROBERT G. RELPH AGENCY, INC., a New York corporation and Spring Consulting Group, an Alera Group Company, LLC, a Delaware limited liability company (the “**Grantors**”), in favor of JPMORGAN CHASE BANK, N.A., in its capacity as administrative agent pursuant to the Credit Agreement (as defined in the Security Agreement (as defined below)) (in such capacity, together with its successors and assigns, the “**Administrative Agent**”).

WITNESSETH:

WHEREAS, the Grantor is party to a Security Agreement dated as of August 1, 2018 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “**Security Agreement**”) in favor of the Administrative Agent pursuant to which the Grantor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Administrative Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Grantor hereby agrees with the Administrative Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. The Grantor hereby pledges and grants to the Administrative Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Collateral (excluding any Excluded Assets) of the Grantor:

(a) registered Trademarks and Trademark applications of the Grantor, including those listed on Schedule I attached hereto.

SECTION 3. The Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in furtherance, and not in limitation, of the security interest granted to the Administrative Agent pursuant to the Security Agreement and the Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Administrative Agent shall otherwise determine.

SECTION 4. Termination. Upon the termination of the Security Agreement in accordance with Section 6.11 thereof, the Administrative Agent shall, at the expense of the Grantor, execute, acknowledge, and deliver to the Grantor an instrument in writing in recordable form releasing the lien on and security interest in the Trademarks under this Trademark Security Agreement.

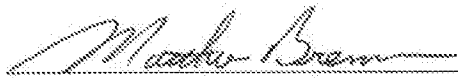
SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

[Signature pages follow.]

AIA AMERICAN INSURANCE ADMINISTRATORS,
LLC
ALERA GROUP, INC.
GROUP SERVICES, LLC
HP PLANNING, LLC
KAERCHER INSURANCE, AN ALERA GROUP
AGENCY, LLC
ROBERT G. RELPH AGENCY, INC.
SPRING CONSULTING GROUP, AN ALERA GROUP
COMPANY, LLC


By: W.B. Corrigan
Name: William Corrigan
Title: Vice President & Chief Financial Officer

JPMORGAN CHASE BANK, N.A.,
as Administrative Agent

By: 
Name: *Matthew Brennan*
Title: *Authorized Officer*

Schedule I
Trademark Registrations and Use Applications

Registrations:

OWNER	REGISTRATION NUMBER	TRADEMARK
American Insurance Administrators, LLC ¹	3941550	DISCOVERHEALTH
	3757295	SIMPLICITE and Design
	3685070	SIMPLICIT-E
	4886870	LEADHEALTH
Alera Group, Inc.	5257917	ALERA GROUP
	5257918	ALERA
	5257921	
K.B. Group Services, Inc. ²	3608581	BENEFITTING YOU DIFFERENTLY
	3707617	GROUPSERVICES BENEFITTING YOU DIFFERENTLY and Design
	4931896	TRANSITIONS FOR U
	4931897	COMPLIANCE FOR U
HP Planning, LLC	2361041	CREATIVE BENEFIT PLANNING
	4308204	CBP
Kaercher Insurance Agency Inc. ³	4865434	“Your World is Our World”
Relph Benefit Advisors, Inc. ⁴	4742663	R-SOLUTION
	3816010	LEAD2HEALTH
	4095668	RELPH BENEFIT ADVISORS
Spring Consulting Group, LLC ⁵	5477079	GARDEN

Applications:

None.

¹ Owned by AIA American Insurance Administrators, LLC

² Owned by Group Services, LLC.

³ Owned by Kaercher Insurance, an Alera Group Agency, LLC.

⁴ Owned by ROBERT G. RELPH AGENCY, INC.

⁵ Owned by Spring Consulting Group, an Alera Group Company, LLC.