

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM507343

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PASSPORT HEALTH, LLC		01/25/2019	Limited Liability Company: ARIZONA
RECEIVING PARTY DATA			
Name:	QS CAPITAL STRATEGIES, L.P., as Administrative Agent		
Street Address:	527 Madison Avenue		
Internal Address:	11th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	5250063	PASSPORT HEALTH TRAVEL VACCINES AND WELL	
Registration Number:	5231484	PASSPORT HEALTH	
Registration Number:	4977355	FLUFREE.COM	
Registration Number:	4977351	FLUFREE	
Registration Number:	4825311	TRIPEQUIP.COM	
Registration Number:	4825310	TRIPEQUIP	
Registration Number:	3886112	PASSAGEWARE	
Registration Number:	3710681	THE VACCINE SPECIALISTS	
Registration Number:	3642535	PASSPORT HEALTH	
Registration Number:	3622317	PASSPORT HEALTH	
Registration Number:	3612165	GOOD HEALTH . . . DON'T FORGET TO TAKE I	
Registration Number:	3612109	WE DON'T JUST VACCINATE, WE EDUCATE	
Registration Number:	3061872	THE VACCINE PEOPLE.	
Registration Number:	2116454	PASSPORT	
Registration Number:	2091480	FIRST CLASS MEDICAL CARE FOR TRAVEL ANYW	
Registration Number:	2058410	PASSPORT HEALTH	
Serial Number:	87857714	PASSPORT HEALTH	

OP \$440.00 5250063

CORRESPONDENCE DATA**Fax Number:** 7043311159

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: 7043311000**Email:** PTO_TMconfirmation@mvalaw.com,
maryelizabethzaldivar@mvalaw.com**Correspondent Name:** Moore & Van Allen PLLC**Address Line 1:** 100 North Tryon Street**Address Line 2:** Suite 4700, ATTN: IP DEPARTMENT**Address Line 4:** Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	045314.000001
NAME OF SUBMITTER:	John Slaughter
SIGNATURE:	/john slaughter/
DATE SIGNED:	01/25/2019

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of January 25, 2019 (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 QS Capital Strategies, L.P., 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 a right to set off against the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
	See <u>Schedule 1</u> attached hereto	

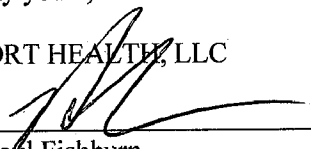
TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
	See <u>Schedule 1</u> attached hereto	

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.

Very truly yours,

PASSPORT HEALTH, LLC

By: 
Name: Paul Fishburn
Title: Chief Operating Officer

Acknowledged and Accepted:

QS CAPITAL STRATEGIES, L.P., as Administrative Agent

By: QSCS, L.P., its General Partner

By: QSCS PARTNERS, LLC, its General Partner

By: _____
Name: _____
Title: _____

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.

Very truly yours,

PASSPORT HEALTH, LLC


By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

QS CAPITAL STRATEGIES, L.P., as Administrative Agent

By: QSCS, L.P., its General Partner

By: QSCS PARTNERS, LLC, its General Partner

By:  _____
Name: Benton Cummings
Title: Manager

Schedule 1

Passport Health, LLC
(Arizona Limited Liability Company)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
PASSPORT HEALTH TRAVEL VACCINES AND WELLNESS SOLUTIONS	5250063	07/25/17
PASSPORT HEALTH	5231484	06/27/17
FLUFREE.COM	4977355	06/14/16
FLUFREE	4977351	06/14/16
TRIPEQUIP.COM	4825311	10/06/15
TRIPEQUIP	4825310	10/06/15
PASSAGEWARE	3886112	12/07/10
THE VACCINE SPECIALISTS	3710681	11/10/09
PASSPORT HEALTH	3642535	06/23/09
PASSPORT HEALTH	3622317	05/19/09
GOOD HEALTH . . . DON'T FORGET TO TAKE IT WITH YOU!	3612165	04/28/09
WE DON'T JUST VACCINATE, WE EDUCATE	3612109	04/28/09
THE VACCINE PEOPLE.	3061872	02/28/06
PASSPORT and Design	2116454	11/25/97
FIRST CLASS MEDICAL CARE FOR TRAVEL ANYWHERE	2091480	08/26/97
PASSPORT HEALTH	2058410	04/29/97

Trademark Application

Mark	Appl. No.	Filing Date
PASSPORT HEALTH and Design	87857714	03/30/18