

<b>TRADEMARK ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM508614

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT FOR SECURITY - TRADEMARKS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Transworld Systems Inc.		02/04/2019	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cerberus Business Finance Agency, LLC, as agent		
<b>Street Address:</b>	875 Third Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10022		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 24</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5382252		
<b>Registration Number:</b>	4672155	ACCELERATOR	
<b>Registration Number:</b>	4498734	COLLECTION DESK	
<b>Registration Number:</b>	4437674	DENTAL COLLECT	
<b>Registration Number:</b>	5256468	DRSLINK	
<b>Registration Number:</b>	4271679	GREENFLAG	
<b>Registration Number:</b>	2466315	MAKING CASH FLOW	
<b>Registration Number:</b>	1752873	MILLIKEN & MICHAELS	
<b>Registration Number:</b>	2817564	NCO ERECOVEREASE	
<b>Serial Number:</b>	87211843	ROCKET RECEIVABLES	
<b>Serial Number:</b>	87314860	ROCKET RECEIVABLES DEBT RECOVERY. SIMPLI	
<b>Serial Number:</b>	87314849	ROCKET RECEIVABLES DEBT RECOVERY. SIMPLI	
<b>Registration Number:</b>	4376727	TOTAL DEBT MANAGEMENT	
<b>Registration Number:</b>	2621256	TRANSWORLD SYSTEMS	
<b>Registration Number:</b>	1312616	TRANSWORLD SYSTEMS INC.	
<b>Registration Number:</b>	5171760	TRANSWORLD SYSTEMS VET COLLECT	
<b>Registration Number:</b>	1726248	TSI	
<b>Registration Number:</b>	5048708	TSI	
<b>Registration Number:</b>	1612307	UAS	

CH \$615.00 5382252

Property Type	Number	Word Mark
Registration Number:	1621598	UAS
Registration Number:	1621599	UAS EXCELLENCE SINCE 1969
Registration Number:	4242405	NCO HEALTHCARE SERVICES
Registration Number:	2183354	QUALINK
Registration Number:	4214685	TRANSWORLD SYSTEMS UNIVERSITY

**CORRESPONDENCE DATA**

Fax Number: 2125935955

*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: 212-756\*2132

Email: scott.kareff@srz.com

Correspondent Name: S. Kareff c/o Schulte Roth & Zabel LLP

Address Line 1: 919 Third Avenue

Address Line 2: 19th Floor

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	014951-1849
NAME OF SUBMITTER:	Scott Kareff (014951-1849)
SIGNATURE:	/kc for sk/
DATE SIGNED:	02/04/2019

**Total Attachments: 6**

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ASSIGNMENT FOR SECURITY - TRADEMARKS

WHEREAS, Transworld Systems Inc., a California corporation (the "Assignor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Guaranty and Collateral Agreement, dated February 4, 2019 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Guaranty and Collateral Agreement"), in favor of Cerberus Business Finance Agency, LLC, as the Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Assignee"); and

WHEREAS, pursuant to the Guaranty and Collateral Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Agent and each Lender a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Guaranty and Collateral Agreement).

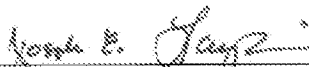
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee and the Lenders a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Guaranty and Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of February 4, 2019.

TRANSWORLD SYSTEMS INC.

By:



Name: Joseph E. Laughlin




Title: Chief Executive Officer and  
President




[Assignment for Security - Trademarks]

**TRADEMARK**  
**REEL: 006549 FRAME: 0495**

SCHEDULE A TO ASSIGNMENT FOR SECURITY

Grantor	Trademark	Trademark Application/Registration Number	Date of Application/Registration
Transworld Systems Inc.		5,382,252	01/16/2018
Transworld Systems Inc.	ACCELERATOR	4,672,155	01/13/2015
Transworld Systems Inc.	COLLECTION DESK	4,498,734	03/18/2014
Transworld Systems Inc.	CREDIT MANAGEMENT SERVICES & Design 	297,823 (Canada)	12/07/1984
Transworld Systems Inc.	DENTAL COLLECT	4,437,674	11/19/2013
Transworld Systems Inc.	DRSLINK	5,256,468	08/01/2017
Transworld Systems Inc.	GREENFLAG	4,271,679	01/08/2013
Transworld Systems Inc.	GREENFLAG PROFIT RECOVERY & Design 	601,749 (Canada)	02/10/2004
Transworld Systems Inc.	MAKING CASH FLOW	2,466,315	07/03/2001
Transworld Systems Inc.	MILLIKEN & MICHAELS	1,752,873	02/16/1993
Transworld Systems Inc.	NCO ATTORNEY NETWORK SERVICE	691,688 (Canada)	07/09/2007
Transworld Systems Inc.	NCO ERECOVEREASE	691,690 (Canada)	07/09/2007
Transworld Systems Inc.	NCO ERECOVEREASE	2,817,564	02/24/2004
Transworld Systems Inc.	NORTH SHORE AGENCY	111,604 (Alabama)	09/17/2009
Transworld Systems Inc.	NORTH SHORE AGENCY	78-802629 (Louisiana)	12/07/2009
Transworld Systems Inc.	NORTH SHORE AGENCY (trade name)	10,129,145 (Nebraska)	11/16/2009

Grantor	Trademark	Trademark Application/Registration Number	Date of Application/Registration
Transworld Systems Inc.	NORTH SHORE AGENCY (trade name)	10,137,439 (Nebraska)	07/15/2010
Transworld Systems Inc.	ROCKET RECEIVABLES	87/211,843	N/A
Transworld Systems Inc.	ROCKET RECEIVABLES DEBT RECOVERY. SIMPLIFIED. & Design 	87/314,860	N/A
Transworld Systems Inc.	ROCKET RECEIVABLES DEBT RECOVERY. SIMPLIFIED. & Design 	87/314,849	N/A
Transworld Systems Inc.	TOTAL DEBT MANAGEMENT	4,171,901 (Hawaii)	08/03/2016
Transworld Systems Inc.	TOTAL DEBT MANAGEMENT	79-401761 (Louisiana)	03/26/2015
Transworld Systems Inc.	TOTAL DEBT MANAGEMENT (trade name)	10,206,764 (Nebraska)	03/31/2015
Transworld Systems Inc.	TOTAL DEBT MANAGEMENT (trade name)	10,231,009 (Nebraska)	09/08/2016
Transworld Systems Inc.	TOTAL DEBT MANAGEMENT	4,376,727	07/30/2013
Transworld Systems Inc.	TOTAL DEBT MANAGEMENT (trade name)	WY 2015- 000684066 (Wyoming)	04/01/2015
Transworld Systems Inc.	TRANSMITTAL	35,791 (California)	12/26/1989
Transworld Systems Inc.	TRANSMITTAL	19851016532 (Colorado)	10/10/1979
Transworld Systems Inc.	TRANSMITTAL	96,019 (Illinois)	05/04/2006
Transworld Systems Inc.	TRANSMITTAL & Design 	59,024 (Washington)	05/31/2016
Transworld Systems Inc.	TRANSMITTAL & Design <b>TransworldSystems</b>	NY 11684 (New York)	11/16/1979

Grantor	Trademark	Trademark Application/Registration Number	Date of Application/Registration
Transworld Systems Inc.	TRANSWORLD SYSTEMS (Stylized)  <b>TransworldSystems</b>	2,621,256	09/17/2002
Transworld Systems Inc.	TRANSWORLD SYSTEMS	296,846 (Canada)	11/09/1984
Transworld Systems Inc.	TSI TRANSWORLD SYSTEMS & Design 	296,845 (Canada)	11/09/1984
Transworld Systems Inc.	TRANSWORLD SYSTEMS INC.	1,312,616	01/01/1985
Transworld Systems Inc.	TRANSWORLD SYSTEMS VET COLLECT	5,171,760	03/28/2017
Transworld Systems Inc.	TRANSWORLD SYSTEMS INC.	1,726,248	10/20/1992
Transworld Systems Inc.	TRANSWORLD SYSTEMS INC. & Design 	5,048,708	09/27/2016
Transworld Systems Inc.	UAS	1,612,307	09/04/1990
Transworld Systems Inc.	UAS	1,621,598	11/06/1990
Transworld Systems Inc.	UAS EXCELLENCE SINCE 1969 & Design 	1,621,599	11/06/1990
Transworld Systems Inc.	NCO HEALTHCARE SERVICES & Design	4242405	11/13/2012
Transworld Systems Inc.	QUALINK	2183354	8/25/1998

<b>Grantor</b>	<b>Trademark</b>	<b>Trademark Application/Registration Number</b>	<b>Date of Application/Registration</b>
Transworld Systems Inc.	TRANSWORLD SYSTEMS UNIVERSITY & Design	4214685	09/25/2012