

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM511431

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Orion Risk Management Insurance Services, Inc.		11/01/2018	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Orion Risk Management Insurance Services, An Alera Group Insurance Agency, LLC		
Street Address:	1800 Quail Steet, Suite 110		
City:	Newport Beach		
State/Country:	CALIFORNIA		
Postal Code:	92660		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5280024	ORION RISK MANAGEMENT	
CORRESPONDENCE DATA			
Fax Number:			
<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:	617-261-3115		
Email:	botrademarks@klgates.com		
Correspondent Name:	David J. Byer		
Address Line 1:	One Lincoln Street		
Address Line 4:	Boston, MASSACHUSETTS 02111		
NAME OF SUBMITTER:	David J. Byer		
SIGNATURE:	/David J. Byer/		
DATE SIGNED:	02/25/2019		
Total Attachments: 4			
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into as of November 1, 2018 by ORION RISK MANAGEMENT INSURANCE SERVICES, INC., a California corporation with an address of 1800 Quail Street, Suite 110, Newport Beach, California, 92660 (the "Assignor"), to ORION RISK MANAGEMENT INSURANCE SERVICES, AN ALERA GROUP INSURANCE AGENCY, LLC, a Delaware limited liability company with an address of 1800 Quail Street, Suite 110, Newport Beach, California, 92660 (the "Assignee") (each a "Party," and collectively the "Parties"). All capitalized terms used herein and not otherwise described herein shall have the meanings ascribed to such terms in the Asset Purchase Agreement (as defined below).

WHEREAS, the Assignor is the owner of the trademarks and applications for trademarks identified on Schedule A attached hereto (collectively, the "Marks"), together with the goodwill associated therewith;

WHEREAS, pursuant to the Asset Purchase Agreement dated as of the date hereof (the "Asset Purchase Agreement"), by and among Assignee, Alera Group, Inc., Assignor and the Seller Principals party thereto, Assignee is acquiring the Marks; and

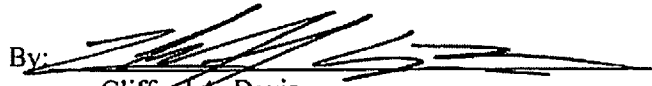
NOW, THEREFORE, for and in consideration of the mutual covenants contained herein and contained in the Asset Purchase Agreement, the parties hereto agree as follows

1. Assignor hereby sells, conveys, grants, transfers, assigns, releases and delivers to Assignee all of the Marks, including all goodwill associated therewith, all remedies against infringements thereof, and all claims, causes of action, rights of recovery and rights of set-off of any kind (including all damages and payments for past, present or future infringement or misappropriation of the Marks and the right to sue and recover for past infringements or misappropriations of the Marks).
2. Assignee hereby accepts the transfer and assignment of the Marks.
3. This Assignment may be executed in any number of counterparts, each of which shall be deemed an original and all of which shall constitute one instrument.
4. This Assignment shall be governed and construed by and enforced in accordance with the laws of the State of Delaware, without regard to the conflicts of law provisions thereof, and shall be binding upon, inure to the benefit of and be enforceable by and against the parties hereto and their respective successors and assigns.
5. To the extent there is any inconsistent language or conflict between the Asset Purchase Agreement and this Assignment, the terms of the Asset Purchase Agreement shall govern.

[signature pages follow]

IN WITNESS WHEREOF, the Assignor and the Assignee have caused this Trademark Assignment to be executed effective as of the date first above written.

ASSIGNOR: ORION RISK MANAGEMENT INSURANCE SERVICES, INC., a California corporation

By: 
Clifford A. Davis
CEO

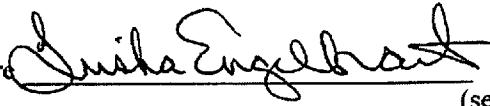
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

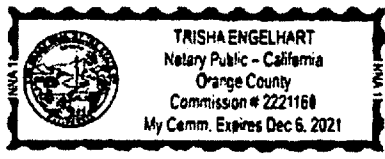
STATE OF CALIFORNIA)
)
COUNTY OF Orange)

On October 31, 2018, before me, Trisha Engelhart, Notary Public, personally appeared CLIFFORD A. DAVIS, who proved to me on the basis of satisfactory evidence to be the person ~~whose~~ whose name is subscribed to the within instrument and acknowledged to me that he/~~she~~/they executed the same in his/~~her~~/their authorized capacity, and that by his/~~her~~/their signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify UNDER PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature 
(seal)

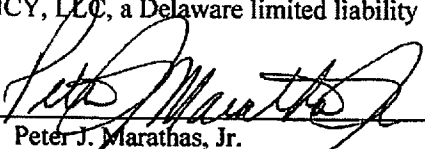


[Signature Page to Trademark Assignment (Orion)]

IN WITNESS WHEREOF, the Assignor and the Assignee have caused this Trademark Assignment to be executed effective as of the date first above written.

ASSIGNEE:

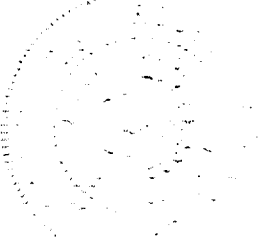
ORION RISK MANAGEMENT INSURANCE SERVICES, AN ALERA GROUP INSURANCE AGENCY, LLC, a Delaware limited liability company

By: 
Name: Peter J. Marathas, Jr.
Title: Chief Legal Officer and Secretary

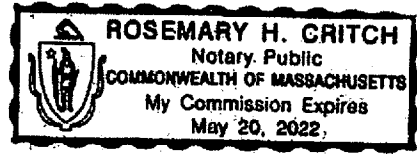
COMMONWEALTH OF MASSACHUSETTS
COUNTY OF SUFFOLK

This instrument was acknowledged before me on November 1, 2018 by Peter J. Marathas, Jr.

(seal)





Signature of Notary Public



[Signature Page to Trademark Assignment (Orion)]

SCHEDULE A

Trademarks

Trademark	Jurisdiction	Serial No.	Registration No.	Date of Registration	Status
ORION RISK MANAGEMENT [and design] 	US	87287966	5280024	09/05/2017	Live
INSURE YOUR FUTURE	US	78222521	n/a	n/a	Dead
INSURING YOUR FUTURE	US	78090051	n/a	n/a	Dead