

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM520943

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST IN TRADEMARKS AT REEL/FRAME NO. 5836/0076		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
U.S. BANK NATIONAL ASSOCIATION		04/25/2019	NATIONAL ASSOCIATION: UNITED STATES
RECEIVING PARTY DATA			
Name:	GOGO BUSINESS AVIATION LLC		
Street Address:	105 EDGEVIEW DRIVE, SUITE 300		
City:	BROOMFIELD		
State/Country:	COLORADO		
Postal Code:	80021		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	2641476	AIRCELL	
Registration Number:	2606315	AIRCELL	
Registration Number:	1997223	AIRCELL	
Registration Number:	3473337	AIRCELL	
Registration Number:	3561842	AIRCELL	
Registration Number:	4186069	AIRCELL	
Registration Number:	4186071	AIRCELL	
Registration Number:	3513369	AIRCELL AXCESS	
Registration Number:	3286856	AIRCELL AXCESS	
Registration Number:	3286857	AIRCELL AXCESS	
Registration Number:	3481693	AIRCELL AXCESS	
Registration Number:	4260362	IN AIR & ON.	
Registration Number:	2307311	IN TOUCH, IN FLIGHT	
Registration Number:	3477620	IN TOUCH, IN FLIGHT	
Registration Number:	1861211	AIRFONE	
Registration Number:	2089648	1-800-AIRFONE	
Registration Number:	3473338	IN TOUCH, IN FLIGHT	

OP \$440.00 2641476

CORRESPONDENCE DATA**Fax Number:** 7147558290*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.***Email:** IPDOCKET@LW.COM, KRISTIN.AZCONA@LW.COM**Correspondent Name:** LATHAM & WATKINS LLP**Address Line 1:** 650 TOWN CENTER DRIVE, 20TH FLOOR**Address Line 4:** COSTA MESA, CALIFORNIA 92626**ATTORNEY DOCKET NUMBER:** 042742-0120**NAME OF SUBMITTER:** KRISTIN J AZCONA**SIGNATURE:** /KJA/**DATE SIGNED:** 04/26/2019**Total Attachments: 3**

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS, dated as of April 25, 2019 (this "Release"), is made by U.S. Bank National Association, as collateral agent for the Priority Lien Secured Parties (in such capacity, the "Collateral Agent") in favor of Gogo Business Aviation LLC, a Delaware limited liability company (the "Grantor"). Capitalized terms not otherwise defined in this Release shall have the meanings provided or provided by reference in the Trademark Security Agreement (as defined below).

WHEREAS, Grantor entered into a Collateral Agreement, dated as of June 14, 2016 (as amended, restated, supplemented or otherwise modified from time to time, the "Collateral Agreement") in favor of the Collateral Agent;

WHEREAS, pursuant to the Collateral Agreement, Grantor executed and delivered that certain Trademark Security Agreement, dated as of June 14, 2016 (the "Trademark Security Agreement"), in favor of the Collateral Agent, which was recorded in the United States Patent and Trademark Office on July 18, 2016 at Reel 5836, Frame 0076;

WHEREAS, pursuant to the Trademark Security Agreement, Grantor confirmed the grant in the Collateral Agreement to the Collateral Agent, for the benefit of the Priority Lien Secured Parties, of a security interest in, all of the following property, in each case, wherever located and then owned or at any time thereafter acquired by Grantor or in which Grantor then had or at any time thereafter acquired any right, title or interest: all of Grantor's right, title and interest in and to all domestic, foreign and multinational trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade dress, trade styles, logos, Internet domain names and other indicia of origin or source identification, whether registered or unregistered, and with respect to any and all of the following: (i) all registrations and applications for registration thereof including, without limitation, the registrations and applications listed in Schedule A attached hereto, (ii) all extensions and renewals thereof, (iii) all of the goodwill of the business connected with the use of and symbolized by any of the foregoing, (iv) all rights to sue or otherwise recover for any past, present and future infringement, dilution, or other violation thereof, (v) all Proceeds of the foregoing, including, without limitation, license fees, royalties, income, payments, claims, damages and proceeds of suit then or thereafter due and/or payable with respect thereto, and (vi) all other trademark rights accruing thereunder or pertaining thereto throughout the world (collectively, the "Trademark Collateral"); and

WHEREAS, the Grantor has requested that the Collateral Agent execute and deliver this Release to evidence the release of its security interest in the Trademark Collateral for filing and recordation with the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, the Collateral Agent, without any representation, warranty or recourse of any kind or nature, hereby releases and terminates in its entirety its security interest in the Trademark Collateral, and discharges, quit claims, and relinquishes unto the Grantor, and re-assigns to the Grantor, any and all right, title or interest it may have in or to the Trademark Collateral.

[Signature Page Follows]

IN WITNESS WHEREOF, Collateral Agent has caused this Release to be executed and delivered by its duly authorized officer as of the date first set forth above.

U.S. BANK NATIONAL ASSOCIATION,
as Collateral Agent

By: *Linda Garcia*

Name: **Linda E. Garcia**
Title: **Vice President**

SCHEDULE A

TRADEMARKS AND TRADEMARK APPLICATIONS

Gogo Business Aviation LLC U.S. Trademark Registrations

Trademark	Class	Appl. No.	Appl. Date	Reg. No.	Reg. Date
AIRCELL	9, 38	75679536	4/9/1999	2641476	10/29/2002
AIRCELL	9	75679720	4/9/1999	2606315	8/13/2002
AIRCELL	38	74246637	2/18/1992	1997223	8/27/1996
AIRCELL	9	77175183	5/8/2007	3473337	7/22/2008
AIRCELL	38	77175204	5/8/2007	3561842	1/13/2009
AIRCELL (and design)	38	85495466	12/14/2011	4186069	8/7/2012
AIRCELL (and design)	9	85495497	12/14/2011	4186071	8/7/2012
AIRCELL AXXESS	38	77175208	5/8/2007	3513369	10/7/2008
AIRCELL AXXESS	38	78595026	3/25/2005	3286856	8/28/2007
AIRCELL AXXESS	9	78595031	3/25/2005	3286857	8/28/2007
AIRCELL AXXESS	9	77175191	5/8/2007	3481693	8/5/2008
IN AIR & ON.	38	85495479	12/14/2011	4260362	12/18/2012
IN TOUCH, IN FLIGHT	38	75561855	9/30/1998	2307311	1/11/2000
IN TOUCH, IN FLIGHT	38	77175218	5/8/2007	3477620	7/29/2008
AIRFONE	38	74035115	3/5/1990	1861211	11/1/1994
1-800-AIRFONE	38	74676977	5/5/1995	2089648	8/19/1997
IN TOUCH, IN FLIGHT	9	77175201	5/8/2007	3473338	7/22/2008

Gogo Business Aviation U.S. Trademark Applications

None.

EXCLUSIVE LICENSES TO REGISTERED UNITED STATES COPYRIGHTS, PATENTS AND TRADEMARKS

None.