

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM538939

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ASHI HOLDING COMPANY		08/30/2019	Corporation: DELAWARE
COMPREHENSIVE LOSS MANAGEMENT, INC.		08/30/2019	Corporation: MINNESOTA
E.M.S. SAFETY SERVICES, INC.		08/30/2019	Corporation: CALIFORNIA
HSI HOLDING COMPANY		08/30/2019	Corporation: DELAWARE
MEDIC FIRST AID INTERNATIONAL, INC.		08/30/2019	Corporation: OREGON
SAFETEC COMPLIANCE SYSTEMS, INC.		08/30/2019	Corporation: WASHINGTON
VIVID LEARNING SYSTEMS, INC.		08/30/2019	Corporation: WASHINGTON

RECEIVING PARTY DATA

Name:	MIDCAP FINANCIAL TRUST
Street Address:	7255 WOODMONT AVENUE
Internal Address:	SUITE 200
City:	BETHESDA
State/Country:	MARYLAND
Postal Code:	20814
Entity Type:	STATUTORY TRUST: DELAWARE

PROPERTY NUMBERS Total: 40

Property Type	Number	Word Mark
Registration Number:	5224594	
Registration Number:	5520154	SAFETEC COMPLIANCE SYSTEMS
Registration Number:	5307771	SAFETEC ESSENTIALS
Registration Number:	5224593	SAFETEC
Registration Number:	5592029	AMERICAN SAFETY AND HEALTH INSTITUTE
Registration Number:	5590933	MAKING THE WORKPLACE AND COMMUNITY SAFER
Serial Number:	87811717	HSI HEALTH & SAFETY INSTITUTE
Serial Number:	87811716	HSI
Registration Number:	5460918	HEALTH & SAFETY INSTITUTE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4654114	LOOP LEARNING SYSTEM
Registration Number:	4874920	LOOP CPR
Registration Number:	4657485	LOOP
Registration Number:	4598752	WE MAKE PROTECTING AND SAVING LIVES EASY
Registration Number:	4552570	OTIS
Registration Number:	4506046	OTIS
Registration Number:	4079007	24-7 EMS
Registration Number:	3890925	24-7 FIRE
Registration Number:	3710366	PUSH HERE
Registration Number:	4254210	HSI
Registration Number:	4254209	HSI HEALTH & SAFETY INSTITUTE
Registration Number:	3704129	
Registration Number:	3704128	SUMMIT TRAINING SOURCE
Registration Number:	2772035	SUMMIT TRAININGWEB
Registration Number:	2508510	AMERICAN SAFETY & HEALTH INSTITUTE
Registration Number:	2235693	
Registration Number:	1713566	MEDIC FIRST AID
Registration Number:	1654223	
Registration Number:	1694063	SUMMIT TRAINING SOURCE
Registration Number:	1687614	SUMMIT TRAINING SOURCE
Registration Number:	1203969	
Registration Number:	5210239	CLIXSTREAM
Registration Number:	3154688	PERFORMTRAX
Registration Number:	3906262	RESOURCENOW
Registration Number:	3582220	BLUEPRINTS FOR SAFETY
Registration Number:	4884626	EMS SAFETY EMERGENCY CARE TRAINING TEACH
Registration Number:	4575951	KNOW YOUR CHEMICALS
Registration Number:	4592267	CHEMICAL INTELLIGENCE
Registration Number:	4728657	V
Registration Number:	4708707	STEWARDS OF SAFETY
Registration Number:	4610483	STEWARDS OF SAFETY

CORRESPONDENCE DATA

Fax Number: 3105572193

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: 310-557-2900

Email: klathrop@proskauer.com

Correspondent Name: PROSKAUER ROSE LLP

Address Line 1: 2029 CENTURY PARK EAST, SUITE 2400

TRADEMARK

REEL: 006733 FRAME: 0801

Address Line 2: C/O KIMBERLEY A. LATHROP
Address Line 4: LOS ANGELES, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER: 11964.239

NAME OF SUBMITTER: Kimberley A. Lathrop

SIGNATURE: /Kimberley A. Lathrop/

DATE SIGNED: 08/30/2019

Total Attachments: 8

source=13. Trademark Security Agreement#page1.tif
source=13. Trademark Security Agreement#page2.tif
source=13. Trademark Security Agreement#page3.tif
source=13. Trademark Security Agreement#page4.tif
source=13. Trademark Security Agreement#page5.tif
source=13. Trademark Security Agreement#page6.tif
source=13. Trademark Security Agreement#page7.tif
source=13. Trademark Security Agreement#page8.tif

TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement, dated as of August 30, 2019 (this “**Trademark Security Agreement**”), by ASHI Holding Company, a Delaware corporation, Comprehensive Loss Management, Inc., a Minnesota corporation, E.M.S. Safety Services, Inc., a California corporation, HSI Holding Company, a Delaware corporation, Medic First Aid International, Inc., an Oregon corporation, Safetec Compliance Systems, Inc., a Washington corporation, and Vivid Learning Systems, Inc., a Washington corporation (each, individually, a “**Grantor**”, and, collectively, the “**Grantors**”), in favor of MidCap Financial Trust, a Delaware statutory trust, in its capacity as administrative agent and collateral agent pursuant to the Credit Agreement (as defined in the Security Agreement, defined below) (in such capacity, the “**Administrative Agent**”).

WITNESSETH:

WHEREAS, the Grantors are party to a Security Agreement dated as of August 30, 2019 (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 Grantors are 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 Grantors hereby agree 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 and the Credit Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Grantor hereby assigns and pledges to the Administrative Agent, for the benefit of the Secured Parties, and hereby grants to the Administrative Agent for the benefit of the Secured Parties a continuing security interest in all of its right, title and interest in, to and under all the following Collateral (excluding any Excluded Assets) of such Grantor: Trademarks of such Grantor listed on Schedule I attached hereto.

SECTION 3. The Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Security Agreement and the Grantors hereby acknowledge and affirm 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 of which are incorporated herein by reference. 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.

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 Grantors, execute, acknowledge, and deliver to the Grantors 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. Delivery by facsimile or other electronic communication of an executed counterpart of a signature page to this

Trademark Security Agreement shall be effective as delivery of an original executed counterpart of this Trademark Security Agreement.

SECTION 6. Governing Law. The terms of Sections 10.15 and 10.16 of the Credit Agreement with respect to governing law, submission of jurisdiction, venue and waiver of jury trial are incorporated herein by reference, *mutatis mutandis*, and the parties hereto agree to such terms.

[Signature pages follow]

**ASHI HOLDING COMPANY
COMPREHENSIVE LOSS MANAGEMENT, INC.
E.M.S. SAFETY SERVICES, INC.
HSI HOLDING COMPANY
MEDIC FIRST AID INTERNATIONAL, INC.
SAFETEC COMPLIANCE SYSTEMS, INC.
VIVID LEARNING SYSTEMS, INC.**

By: 
Name: Chad Birckelbaw
Title: President and Chief Executive Officer

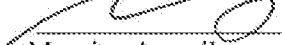
[Signature Page to Trademark Security Agreement]

**TRADEMARK
REEL: 006733 FRAME: 0805**

MIDCAP FINANCIAL TRUST,
as Administrative Agent




By: Apollo Capital Management, L.P., its investment
manager






By: Apollo Capital Management GP, LLC, its general
partner

By: 
Name: Maurice Amsellem
Title: Authorized Signatory



Schedule I
Trademark Registrations and Use Applications

Registrations:

MARK	APPLN NO.	REGN NO.	OWNER	STATUS
Design Only 	87101592	5224594	HSI Holding Company	Registered
SAFETEC COMPLIANCE SYSTEMS	87101590	5520154	HSI Holding Company	Registered
SAFETEC ESSENTIALS	87101587	5307771	HSI Holding Company	Registered
SAFETEC	87101584	5224593	HSI Holding Company	Registered
AMERICAN SAFETY AND HEALTH INSTITUTE	87376131	5592029	ASHI Holding Company	Registered (Supplemental Register)
MAKING THE WORKPLACE AND COMMUNITY SAFER	87294091	5590933	ASHI Holding Company	Registered
HSI HEALTH & SAFETY INSTITUTE and Design 	87811717	--	ASHI Holding Company	Pending (Intent to Use) (Allowed)
HSI & Design 	87811716	--	ASHI Holding Company	Pending (Intent to Use) (Allowed)
HEALTH & SAFETY INSTITUTE	87300995	5460918	ASHI Holding Company	Registered (Supplemental Register)
LOOP LEARNING SYSTEM	86099776	4654114	ASHI Holding Company	Registered
LOOP CPR	86099769	4874920	ASHI Holding Company	Registered
LOOP	86099766	4657485	ASHI Holding Company	Registered
WE MAKE PROTECTING AND SAVING LIVES EASY	86053142	4598752	ASHI Holding Company	Registered

MARK	APPLN NO.	REGN NO.	OWNER	STATUS
OTIS and Design 	85800187	4552570	ASHI Holding Company	Registered
OTIS	85622313	4506046	ASHI Holding Company	Registered
24-7 EMS	85161895	4079007	ASHI Holding Company	Registered
24-7 FIRE	77786154	3890925	ASHI Holding Company DBA Health & Safety Institute	Registered
PUSH HERE	77641784	3710366	ASHI Holding Company	Registered
HSI & Design 	77628765	4254210	ASHI Holding Company	Registered
HSI HEALTH & SAFETY INSTITUTE and Design 	77628761	4254209	ASHI Holding Company	Registered
Design Only 	77472177	3704129	ASHI Holding Company	Registered
SUMMIT TRAINING SOURCE	77472124	3704128	ASHI Holding Company	Registered
SUMMIT TRAININGWEB	76040586	2772035	ASHI Holding Company	Registered (Renewed)
AMERICAN SAFETY & HEALTH INSTITUTE and Design 	75703856	2508510	ASHI Holding Company	Registered (Renewed)

MARK	APPLN NO.	REGN NO.	OWNER	STATUS
Design Only 	75320677	2235693	ASHI Holding Company	Registered (Renewed)
MEDIC FIRST AID	74188456	1713566	ASHI Holding Company	Registered (Renewed)
Design Only 	74057051	1654223	ASHI Holding Company	Registered (Renewed)
SUMMIT TRAINING SOURCE	74056941	1694063	ASHI Holding Company	Registered (Renewed)
SUMMIT TRAINING SOURCE and Design 	74056920	1687614	ASHI Holding Company	Registered (Renewed)
Design Only 	73200883	1203969	ASHI Holding Company	Registered (Renewed)
ClixStream	86847796	5210239	Comprehensive Loss Management, Inc. AKA CLMI, CLMI Safety Training	Registered
PERFORMTRAX	78203561	3154688	Comprehensive Loss Management, Inc.	Registered (Renewed)
ResourceNow	77768894	3906262	Comprehensive Loss Management, Inc. AKA CLMI	Registered
BLUEPRINTS FOR SAFETY	77271694	3582220	Comprehensive Loss Management, Inc. AKA CLMI, CLMI Safety Training	Registered

MARK	APPLN NO.	REGN NO.	OWNER	STATUS
EMS SAFETY EMERGENCY CARE TRAINING TEACHING SKILLS FOR LIFE and Design 	86597525	4884626	EMS Safety Services, Inc.	Registered
KNOW YOUR CHEMICALS	86160042	4575951	Safetec Compliance Systems	Registered
CHEMICAL INTELLIGENCE	86158644	4592267	Safetec Compliance Systems	Registered
V and Design 	86148590	4728657	Vivid Learning Systems, Inc.	Registered
STEWARD OF SAFETY	85823918	4708707	Vivid Learning Systems, Inc.	Registered
STEWARDS OF SAFETY	85823910	4610483	Vivid Learning Systems, Inc.	Registered