

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM547087

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CITIZENS BANK, N.A., as Retiring Agent		10/02/2019	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	CIBC BANK USA, as Successor Agent
Street Address:	120 South LaSalle Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	Illinois Banking Corporation: ILLINOIS

PROPERTY NUMBERS Total: 47

Property Type	Number	Word Mark
Registration Number:	5542087	FILE TAXES FOR YOURSELF, NOT BY YOURSELF
Registration Number:	5509978	YOU DO LIFE. WE DO TAXES.
Registration Number:	5427721	LIBTAX
Registration Number:	5194029	LIBERTY TAX REDEMPTION FUND
Registration Number:	5194028	LIBERTY TAX REDEMPTION FUND
Registration Number:	5156770	#BELONGATLIBERTY
Registration Number:	4705352	A LIBERTY ACCOUNTING
Registration Number:	4705350	A LIBERTY ACCOUNTING
Registration Number:	4705316	LIBERTY ACCOUNTING
Registration Number:	4705315	LIBERTY ACCOUNTING
Registration Number:	4498867	INTAXICATED
Registration Number:	4271695	ZUBEDA
Registration Number:	4146050	TAX HERO
Registration Number:	4146049	TAX CHAMP
Registration Number:	4146048	TAX ANIMAL
Registration Number:	4146047	TAX ANGEL
Registration Number:	3934130	UNA FAMILIA SIN FRONTERAS
Registration Number:	3916914	TAX SCRATCH FEVER
Registration Number:	3738741	

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3574394	
Registration Number:	3545630	
Registration Number:	3480370	CASH IN A FLASH
Registration Number:	3167134	
Registration Number:	2991965	AMERICA'S FASTEST REFUNDS
Registration Number:	2479692	LIBERTY TAX SERVICE
Registration Number:	2465670	LIBERTY TAX
Registration Number:	2459756	LIBERTY INCOME TAX
Registration Number:	2314991	LIBERTY TAX SERVICE
Registration Number:	4796529	UNIFIED PARTNERS
Registration Number:	4796401	ACA HEALTHQUEST
Registration Number:	4785508	SIEMPRETAX+
Registration Number:	4753411	SIEMPRETAX+
Registration Number:	4740840	SIEMPRE CONTIGO
Registration Number:	4733330	SIEMPRETAX SOLUCIONES EN TU IDIOMA
Registration Number:	4733252	SIEMPRETAX
Registration Number:	4064252	DOÑA LIBERTAD
Registration Number:	3934165	WELCOME! !BIENVENIDOS!
Registration Number:	4216379	E SMART
Registration Number:	4204477	ESMART TAX
Registration Number:	2802038	COMPLETETAX
Registration Number:	2526313	ESMART TAX
Registration Number:	4186819	TAXBRAIN
Serial Number:	88048141	LIFE ON YOUR OWN TERMS
Serial Number:	88317203	PHOENIX
Serial Number:	88282428	THRIVE ON YOUR OWN TERMS
Serial Number:	88048149	WINNING CUSTOMERS FOR LIFE
Serial Number:	87567942	LIBPRO

CORRESPONDENCE DATA

Fax Number: 2149813400

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: 214-981-3483

Email: dclark@sidley.com

Correspondent Name: Dusan Clark, Esq.

Address Line 1: Sidley Austin LLP

Address Line 2: 2021 McKinney Ave., Suite 2000

Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	49976-30080
NAME OF SUBMITTER:	Dusan Clark
SIGNATURE:	/Dusan Clark/
DATE SIGNED:	10/29/2019

Total Attachments: 7

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ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

This **ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT** (this “**Assignment**”), dated as of October 2, 2019, is by **CITIZENS BANK, N.A.** (individually, “**Citizens**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **CIBC BANK USA** (individually, “**CIBC**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, Franchise Group Intermediate L 2, LLC (as successor in interest to Liberty Tax, Inc.), JTH Tax LLC (formerly known as JTH Tax, Inc.), SiempreTax+ LLC, LTS Software LLC (formerly known as LTS Software, Inc.), each as a “Grantor”, and Retiring Agent are parties to that certain Trademark Security Agreement identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the “**Agreement**”) covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Agency Resignation, Appointment and Assumption Agreement by and among Citizens, as the Retiring Agent, CIBC, as Successor Agent, and the other parties party thereto, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreement, in each instance, in its capacity as administrative agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreement.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

CITIZENS BANK, N.A.

By: 

Name: Tracy Van Riper

Title: Senior Vice President

SUCCESSOR AGENT:

CIBC BANK USA

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

CITIZENS BANK, N.A.

By: _____
Name: _____
Title: _____

SUCCESSOR AGENT:

CIBC BANK USA

By: _____
Name: LEONARD L. LAMBERT
Title: MANAGING DIRECTOR

EXHIBIT A

Trademark Security Agreement dated as of May 16, 2019, by and among Liberty Tax, Inc., JTH Tax, Inc., SiempreTax+ LLC, ITS Software Inc. and Citizens Bank, N.A. and filed with the United States Patent and Trademark Office.

EXHIBIT B
TRADEMARKS

Grantor	Mark	Reg. No.	Reg. Date	Serial No.	Filing Date
JTH Tax, Inc.	FILE TAXES FOR YOURSELF, NOT BY YOURSELF	5542087	08/14/18	87454721	5/18/17
JTH Tax, Inc.	YOU DO LIFE. WE DO TAXES.	5509978	07/03/18	87617367	9/21/17
JTH Tax, Inc.	LIBTAX	5427721	03/20/18	87567924	08/14/17
JTH Tax, Inc.	LIBERTY TAX REDEMPTION FUND and Design	5194029	05/02/17	86905486	02/11/16
JTH Tax, Inc.	LIBERTY TAX REDEMPTION FUND	5194028	05/02/17	86905442	02/11/16
JTH Tax, Inc.	#BELONGATLIBERTY	5156770	03/07/17	86623315	05/08/15
JTH Tax, Inc.	A LIBERTY ACCOUNTING and Design	4705352	03/17/15	86283825	05/16/14
JTH Tax, Inc.	A LIBERTY ACCOUNTING and Design	4705350	03/17/15	86283713	05/16/14
JTH Tax, Inc.	LIBERTY ACCOUNTING	4705316	03/17/15	86271477	05/05/14
JTH Tax, Inc.	LIBERTY ACCOUNTING	4705315	03/17/15	86271459	05/05/14
JTH Tax, Inc.	INTAXICATED	4498867	03/18/14	85691379	07/31/12
JTH Tax, Inc.	ZUBEDA	4271695	01/08/13	85627308	05/16/12
JTH Tax, Inc.	TAX HERO	4146050	05/22/12	85426018	09/19/11
JTH Tax, Inc.	TAX CHAMP	4146049	05/22/12	85426016	09/19/11
JTH Tax, Inc.	TAX ANIMAL	4146048	05/22/12	85426013	09/19/11
JTH Tax, Inc.	TAX ANGEL	4146047	05/22/12	85426001	09/19/11
JTH Tax, Inc.	UNA FAMILIA SIN FRONTERAS	3934130	03/22/11	85064027	06/16/10
JTH Tax, Inc.	TAX SCRATCH FEVER	3916914	02/08/11	85071373	06/25/10
JTH Tax, Inc.	Design Only	3738741	01/19/10	77579858	09/26/08
JTH Tax, Inc.	Design Only	3574394	02/17/09	76688329	04/01/08
JTH Tax, Inc.	Design Only	3545630	12/16/08	76635189	04/05/05
JTH Tax, Inc.	CASH IN A FLASH	3480370	08/05/08	77365636	01/07/08
JTH Tax, Inc.	Design Only	3167134	11/07/06	76617154	10/21/04
JTH Tax, Inc.	AMERICA'S FASTEST REFUNDS	2991965	09/06/05	78375401	02/27/04

JTH Tax, Inc.	LIBERTY TAX SERVICE and Design	2479692	08/21/01	76066158	06/08/00
JTH Tax, Inc.	LIBERTY TAX	2465670	07/03/01	76066157	06/08/00
JTH Tax, Inc.	LIBERTY INCOME TAX	2459756	06/12/01	76066164	06/08/00
JTH Tax, Inc.	LIBERTY TAX SERVICE	2314991	02/01/00	75462809	04/06/98
JTH Tax, Inc.	LIFE ON YOUR OWN TERMS			88048141	07/23/18
JTH Tax, Inc.	PHOENIX			88317203	02/26/19
JTH Tax, Inc.	THRIVE ON YOUR OWN TERMS			88282428	01/30/19
JTH Tax, Inc.	WINNING CUSTOMERS FOR LIFE			88048149	07/23/18
JTH Tax, Inc.	LIBPRO			87567942	08/14/2017
ACA Healthquest, LLC	UNIFIED PARTNERS	4796529	08/18/15	86316051	06/20/14
ACA Healthquest, LLC	ACA HEALTHQUEST	4796401	08/18/15	86288872	05/22/14
Siempretax+ LLC	SIEMPRETAX+	4785508	08/04/15	86477867	12/11/14
Siempretax+ LLC	SIEMPRETAX+ and Design	4753411	06/09/15	86386202	09/05/14
Siempretax+ LLC	SIEMPRE CONTIGO	4740840	05/19/15	86328051	07/03/14
Siempretax+ LLC	SIEMPRETAX+ SOLUCIONES EN TU IDIOMA and Design	4733330	05/05/15	86385605	09/04/14
Siempretax+ LLC	SIEMPRETAX	4733252	05/05/15	86328047	07/03/14
Siempretax+ LLC	DOÑA LIBERTAD	4064252	11/29/11	85080524	07/08/10
Siempretax+ LLC	WELCOME! !BIENVENIDOS! and design	3934165	03/22/11	85071497	06/25/10
LTS Software, Inc.	E SMART and Design	4216379	10/02/12	85356804	06/27/11
LTS Software, Inc.	ESMART TAX	4204477	09/11/12	85332083	05/27/11
LTS Software, Inc.	COMPLETETAX	2802038	01/06/04	76486049	01/30/03

LTS Software, Inc.	ESMART TAX	2526313	01/01/02	76050547	05/16/00
LTS Software, Inc.	TAXBRAIN	4186819	08/07/12	85509840	01/05/12