

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM549947

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECOND LIEN SECURITY INTEREST AT REEL/FRAME 6304/0325
<b>SEQUENCE:</b>	2

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JEFFERIES FINANCE LLC		11/19/2019	Limited Liability Company: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	HELP/SYSTEMS, LLC
<b>Street Address:</b>	6455 CITY WEST PARKWAY
<b>City:</b>	EDEN PRAIRIE
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	55344
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

## PROPERTY NUMBERS Total: 62

Property Type	Number	Word Mark
Registration Number:	1628993	ROBOT
Registration Number:	1642436	ROBOT/SAVE
Registration Number:	1696879	TEAMQUEST
Registration Number:	1695270	TEAMQUEST
Registration Number:	1711417	ROBOT/NETWORK
Registration Number:	1715358	ROBOT/CONSOLE
Registration Number:	1912329	TEAMQUEST BASELINE
Registration Number:	1914133	TEAMQUEST MODEL
Registration Number:	1914134	TEAMQUEST ONLINE
Registration Number:	1936123	DETECTIT
Registration Number:	1994936	TEAMQUEST VIEW
Registration Number:	1978335	ROBOT/ALERT
Registration Number:	1976839	ROBOT/REPORTS
Registration Number:	1978481	ROBOT/UPS
Registration Number:	2208887	ROBOT/CLIENT
Registration Number:	2222678	ROBOT/REPLAY
Registration Number:	2450545	ROBOT/SCHEDULE

CH \$1565.00 1628993

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2473027	INTERMAPPER
Registration Number:	2421221	POWERTECH
Registration Number:	2427143	MESSENGERCONSOLE
Registration Number:	2427144	MESSENGERPLUS
Registration Number:	2524762	SAFESTONE
Registration Number:	2534166	ROBOT/SPACE
Registration Number:	2709972	STANDGUARD
Registration Number:	3629820	TEAMQUEST ALERT
Registration Number:	3629884	TEAMQUEST MANAGER
Registration Number:	3685016	TEAMQUEST HARVEST
Registration Number:	3774010	NETWORK AUTOMATION
Registration Number:	3611822	AUTOMATE
Registration Number:	3678769	A
Registration Number:	3678770	NO CODE, NO LIMITS
Registration Number:	3779990	AUTOMATE BPA SERVER
Registration Number:	3685241	ORCHESTRATE, INTEGRATE, AUTOMATE
Registration Number:	3766523	ROBOT/SCHEDULE ENTERPRISE
Registration Number:	3780617	LINOMA SOFTWARE
Registration Number:	2853829	SHOWCASE
Registration Number:	3058856	ACTIVEMETRICS
Registration Number:	3157560	PURESHARE
Registration Number:	3320470	NOW YOU KNOW
Registration Number:	3410801	TEAMQUEST IT SERVICE ANALYZER
Registration Number:	3370667	TEAMQUEST IT SERVICE REPORTER
Registration Number:	4179974	SKYBOT SOFTWARE
Registration Number:	4179975	SKYBOT SCHEDULER
Registration Number:	4269136	
Registration Number:	4335920	TEAMQUEST ANALYZER
Registration Number:	4335921	TEAMQUEST CMIS
Registration Number:	4335922	TEAMQUEST PREDICTOR
Registration Number:	4415471	TEAMQUEST SURVEYOR
Registration Number:	4236601	SIGNHERE
Registration Number:	4244845	PERFORMANCE SURVEYOR
Registration Number:	4518313	POWERADMIN
Registration Number:	4482199	TEAMQUEST CMIS FOR STORAGE
Registration Number:	4682446	TEAMQUEST PERFORMANCE INDICATOR
Registration Number:	4504395	DELIVERNOW
Registration Number:	4958100	HELPSYSTEMS

Property Type	Number	Word Mark
Registration Number:	4960668	HELPSYSTEMS
Registration Number:	5152933	WEBDOCS
Registration Number:	5271848	HELPSYSTEMS INSITE
Registration Number:	5470072	TEAMQUEST
Registration Number:	5167664	VITYL ADVISER
Registration Number:	5470073	VITYL DASHBOARD
Registration Number:	5017281	GOANYWHERE

**CORRESPONDENCE DATA**

**Fax Number:** 2124464900

*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:** susan.zablocki@kirkland.com

**Correspondent Name:** SUSAN ZABLOCKI

**Address Line 1:** KIRKLAND & ELLIS LLP

**Address Line 2:** 601 LEXINGTON AVENUE

**Address Line 4:** NEW YORK, NEW YORK 10022

**ATTORNEY DOCKET NUMBER:** 22783-129

**NAME OF SUBMITTER:** Susan Zablocki

**SIGNATURE:** /susan zablocki/

**DATE SIGNED:** 11/19/2019

**Total Attachments: 7**

source=Project Dipper - Second Lien IP Release - Trademarks EXECUTED#page1.tif  
source=Project Dipper - Second Lien IP Release - Trademarks EXECUTED#page2.tif  
source=Project Dipper - Second Lien IP Release - Trademarks EXECUTED#page3.tif  
source=Project Dipper - Second Lien IP Release - Trademarks EXECUTED#page4.tif  
source=Project Dipper - Second Lien IP Release - Trademarks EXECUTED#page5.tif  
source=Project Dipper - Second Lien IP Release - Trademarks EXECUTED#page6.tif  
source=Project Dipper - Second Lien IP Release - Trademarks EXECUTED#page7.tif

RELEASE OF SECOND LIEN SECURITY INTEREST IN TRADEMARKS, dated as of November 19, 2019 (this "**Release**"), by JEFFERIES FINANCE LLC ("**Jefferies**"), in its capacity as Collateral Agent under the Credit Agreement referred to below. Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Credit Agreement or the Security Agreement, as applicable.

Reference is made to (i) the Second Lien Credit Agreement dated as of March 29, 2018 (as amended, restated, amended and restated, supplemented, extended or otherwise modified from time to time prior to the date hereof, the "**Credit Agreement**"), among HS Purchaser, LLC, a Delaware limited liability company, Help/Systems Holdings, Inc., a Delaware corporation (together with HS Purchaser, LLC, collectively, the "**Borrowers**" and each, individually a "**Borrower**"), HS Intermediate, LLC, a Delaware limited liability company ("**Holdings**"), the other Credit Parties party thereto from time to time, Jefferies Finance LLC, as Administrative Agent and Collateral Agent and the Lenders party thereto from time to time, (ii) the Second Lien Security Agreement, dated as of March 29, 2018 (as amended, restated, amended and restated, supplemented, extended or otherwise modified from time to time, the "**Security Agreement**"), among the Borrowers, Holdings, the Grantors from time to time party thereto and the Collateral Agent, and (iii) the Second Lien Trademark Security Agreement, dated as of March 29, 2018 (as amended, restated, amended and restated, supplemented, extended or otherwise modified from time to time, the "**Trademark Security Agreement**") between Help/Systems, LLC (the "**Trademark Grantor**") and the Collateral Agent (such agreements set forth in clauses (i) through (iii), the "**Security Documents**").

WHEREAS, pursuant to the Security Documents, the Trademark Grantor granted to the Collateral Agent, and its successors and assigns, for the ratable benefit of the Secured Parties, a security interest in all right, title and interest of the Trademark Grantor in, among other things, the Trademarks set forth on Schedule I hereto (the "**Trademark Collateral**"), which security interest was recorded with the United States Patent & Trademark Office on March 30, 2018, at Reel/Frame 6304/0325.

WHEREAS, pursuant to the Second Lien Payoff Letter, dated as of November 19, 2019 among Holdings, the Borrowers and Jefferies, as Administrative Agent and Collateral Agent, the Collateral Agent agreed to release any and all security interests it may have in the Trademark Collateral pursuant to the Security Documents.

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. The Collateral Agent, on behalf of itself, the Secured Parties and their permitted successors and assigns, does hereby absolutely, unconditionally and irrevocably release, cancel, terminate, relinquish, discharge and reassign, in its entirety, for the benefit of the Trademark Grantor and its successors and assigns: (a) all liens and security interests created under the Security Agreement and the Trademark Security Agreement, in each case, in the Trademark Collateral; (b) all of the Collateral Agent's and any other Secured Party's right, title and interest in, to and under

the Trademark Collateral and (c) all liens and security interests granted to the Collateral Agent in the Trademark Collateral.

2. The Collateral Agent agrees to make filings with the United States Patent and Trademark Office and take any further actions, in each case as reasonably requested by the Borrowers or Holdings and at the sole expense of the Borrowers or Holdings, to evidence the release and termination of the security interests in the Trademark Collateral. The execution and delivery of this Release and any further documents and the performance of any actions by the Collateral Agent are made without representation or warranty by, or recourse to, the Collateral Agent or any other Secured Party.

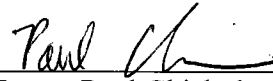
3. THIS RELEASE SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

*[Remainder of this page intentionally left blank]*

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

JEFFERIES FINANCE LLC, as Collateral Agent

By:






\_\_\_\_\_  
Name: Paul Chisholm

Title: Managing Director

**SCHEDULE I**

Trademark Registrations

1. REGISTERED TRADEMARKS

Trademark	Filing date	Owner of Record	Appl. No.	Reg. date	Reg. No.
	8/23/2011	Help/Systems, LLC d/b/a Skybot Software	85/404,847	1/1/2013	4,269,136
	9/12/2008	Help/Systems, LLC	77/569,211	4/13/2010	3,774,010
	9/19/2008	Help/Systems, LLC	77/574,165	4/27/2010	3,779,990
	9/12/2008	Help/Systems, LLC	77/569,238	9/8/2009	3,678,769
	1/16/2014	Help/Systems, LLC	86/167,709	5/17/2016	4,960,668
AUTOMATE	9/12/2008	Help/Systems, LLC	77/569,236	4/28/2009	3,611,822
DELIVERNOW	5/14/2013	Help/Systems, LLC	85/931,773	4/1/2014	4,504,395
HELPSYSTEMS	1/16/2014	Help/Systems, LLC	86/167,702	5/17/2016	4,958,100
INTERMAPPER	12/6/1999	Help/Systems, LLC	75/864,402	7/31/2001	2,473,027
MESSENGERCONSOLE	4/10/2000	Help/Systems, LLC	76/021,061	2/6/2001	2,427,143
MESSENGERPLUS	4/10/2000	Help/Systems, LLC	76/021,062	2/6/2001	2,427,144
NO CODE, NO LIMITS	9/12/2008	Help/Systems, LLC	77/569,243	9/8/2009	3,678,770
ORCHESTRATE, INTEGRATE, AUTOMATE	9/19/2008	Help/Systems, LLC	77/574,174	9/22/2009	3,685,241
POWERADMIN	4/17/2012	Help/Systems, LLC	85/600,096	4/22/2014	4,518,313
POWERTECH	1/3/2000	Help/Systems, LLC	75/883,972	1/16/2001	2,421,221

[Schedule I to Second Lien Trademark Release]

Trademark	Filing date	Owner of Record	Appl. No.	Reg. date	Reg. No.
ROBOT	1/10/1990	Help/Systems, LLC	74/017,725	12/25/1990	1,628,993
ROBOT/ALERT	6/22/1995	Help/Systems, LLC	74/692,046	6/4/1996	1,978,335
ROBOT/CLIENT	10/21/1997	Help/Systems, LLC	75/377,200	12/8/1998	2,208,887
ROBOT/CONSOLE	1/13/1992	Help/Systems, LLC	74/237,068	9/15/1992	1,715,358
ROBOT/NETWORK	11/22/1991	Help/Systems, LLC	74/224,058	9/1/1992	1,711,417
ROBOT/REPLAY	12/9/1997	Help/Systems, LLC	75/402,454	2/9/1999	2,222,678
ROBOT/REPORTS	7/19/1995	Help/Systems, LLC	74/703,386	5/28/1996	1,976,839
ROBOT/SAVE	1/10/1990	Help/Systems, LLC	74/017,791	4/23/1991	1,642,436
ROBOT/SCHEDULE	5/25/1999	Help/Systems, LLC	75/713,605	5/15/2001	2,450,545
ROBOT/SCHEDULE ENTERPRISE	6/9/2009	Help/Systems, LLC	77/755,686	3/30/2010	3,766,523
ROBOT/SPACE	3/21/2001	Help/Systems, LLC	76/229,137	1/29/2002	2,534,166
ROBOT/UPS	7/19/1995	Help/Systems, LLC	74/703,388	6/4/1996	1,978,481
SAFESTONE	11/2/2000	Help/Systems International Limited	76/158,639	1/1/2002	2,524,762
SHOWCASE	6/23/2003	Help/Systems, LLC	78/265,704	6/15/2004	2,853,829
SIGNHERE	2/1/2012	Help/Systems, LLC	85/531,246	11/6/2012	4,236,601
SKYBOT SCHEDULER	8/5/2010	Help/Systems, LLC d/b/a Skybot Software	85/100,738	7/24/2012	4,179,975
SKYBOT SOFTWARE	8/5/2010	Help/Systems, LLC d/b/a Skybot Software	85/100,736	7/24/2012	4,179,974
STANDGUARD	6/15/2001	Help/Systems, LLC	76/271,880	4/22/2003	2,709,972
WEBDOCS	11/01/2014	Help/Systems, LLC	86/442,068	2/28/2017	5,152,933
ACTIVEMETRICS	11/2/2004	TeamQuest Corporation	78509876	2/14/2006	3058856
DETECTIT	4/25/1994	Help/Systems, LLC d/b/a	74519418	11/14/1995	1936123

[Schedule I to Second Lien Trademark Release]




Trademark	Filing date	Owner of Record	Appl. No.	Reg. date	Reg. No.
		Skybot Software			
GOANYWHERE**	12/22/2015	Linoma Group, Inc.	86857589	8/9/2016	5017281
HELPSYSTEMS INSITE	11/4/2015	Help/Systems, LLC	86808976	8/22/2017	5271848
LINOMA SOFTWARE	8/31/2009	Linoma Group, Inc.	77816477	4/27/2010	3780617
NOW YOU KNOW	9/23/2005	TeamQuest Corporation	78719256	10/23/2007	3320470
PERFORMANCE SURVEYOR	2/7/2012	TeamQuest Corporation	85536048	11/20/2012	4244845
PURESHARE	9/23/2005	TeamQuest Corporation	78719248	10/17/2006	3157560
TEAMQUEST	2/14/1991	TeamQuest Corporation	74139373	6/16/1992	1695270
TEAMQUEST and Design 	2/14/1991	TeamQuest Corporation	74139019	6/23/1992	1696879
TEAMQUEST ALERT	4/21/2008	TeamQuest Corporation	77453805	6/2/2009	3629820
TEAMQUEST ANALYZER	1/31/2012	TeamQuest Corporation	85530038	5/14/2013	4335920
TEAMQUEST BASELINE	10/18/1993	TeamQuest Corporation	74448276	8/15/1995	1912329
TEAMQUEST CMIS	1/31/2012	TeamQuest Corporation	85530051	5/14/2013	4335921
TEAMQUEST CMIS FOR STORAGE	10/12/2012	TeamQuest Corporation	85752631	2/11/2014	4482199
TEAMQUEST HARVEST	5/15/2008	TeamQuest Corporation	77474938	9/22/2009	3685016
TEAMQUEST IT SERVICE ANALYZER	4/19/2006	TeamQuest Corporation	78864971	4/8/2008	3410801
TEAMQUEST IT SERVICE REPORTER	4/19/2006	TeamQuest Corporation	78865017	1/15/2008	3370667
TEAMQUEST MANAGER	5/1/2008	TeamQuest Corporation	77462696	6/2/2009	3629884
TEAMQUEST MODEL	10/18/1993	TeamQuest Corporation	74448277	8/22/1995	1914133
TEAMQUEST ONLINE	10/18/1993	TeamQuest Corporation	74448278	8/22/1995	1914134
TEAMQUEST PERFORMANCE INDICATOR	10/12/2012	TeamQuest Corporation	85752635	2/3/2015	4682446
TEAMQUEST PREDICTOR	1/31/2012	TeamQuest Corporation	85530057	5/14/2013	4335922

[Schedule I to Second Lien Trademark Release]

Trademark	Filing date	Owner of Record	Appl. No.	Reg. date	Reg. No.
TEAMQUEST SURVEYOR	1/31/2012	TeamQuest Corporation	85530073	10/8/2013	4415471
TEAMQUEST VIEW	4/25/1995	TeamQuest Corporation	74667264	8/20/1996	1994936
VITYL ADVISER	12/16/2015	TeamQuest Corporation	86850502	3/21/2017	5167664

2. TRADEMARK APPLICATIONS

Trademark	Filing date	Owner of Record	Appl. No.
 TEAMQUEST in Stylized Letters	12/16/2015	TeamQuest Corporation	86850501
VITYL DASHBOARD	12/16/2015	TeamQuest Corporation	86850507

*[Schedule I to Second Lien Trademark Release]*

#92604258v3

RECORDED: 11/19/2019

TRADEMARK  
REEL: 006798 FRAME: 0891