

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM553279

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Trademark Security Agreement Supplement	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Affordable Care, LLC		12/13/2019	Limited Liability Company: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	Jefferies Finance LLC		
Street Address:	520 Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 41			
Property Type	Number	Word Mark	
Registration Number:	4665780	AFFORDABLE DENTURES	
Registration Number:	4658497	1-800-DENTURE	
Registration Number:	4677385	NEW DENTURE WEARER PACKAGE	
Registration Number:	4665776	AFFORDABLE DENTURES AND CROWNS	
Registration Number:	4665777	AFFORDABLE DENTURE MOMENTS	
Registration Number:	4718890	AFFORDABLE IMPLANTS	
Registration Number:	5111873	AFFORDABLE DENTURES & IMPLANTS	
Registration Number:	2546707	AFFORDABLE DENTURES	
Registration Number:	2665616	AFFORDABLE DENTURES A GOOD REASON TO SMI	
Registration Number:	4869297	AFFORDABLE DENTURES	
Registration Number:	4672315	AFFORDABLE IMPLANTS	
Registration Number:	4921892	1-866-4SONRISA	
Registration Number:	5098259	TU SONRISA DE CONFIANZA	
Registration Number:	110054		
Registration Number:	3635872	DDS DENTURES & DENTAL SERVICES	
Registration Number:	3525001	AFFORDENT	
Registration Number:	3490424	AFFORDENT	
Registration Number:	4460780	DDS DENTURES & DENTAL SERVICES	
Registration Number:	4290391	DDS	
TRADEMARK			

CH \$1040.00 4665780

Property Type	Number	Word Mark
Registration Number:	4125615	DENTURES & DENTAL SERVICES
Registration Number:	5272971	DDS DENTURES + IMPLANT SOLUTIONS
Registration Number:	5278297	DDS DENTURES + IMPLANT SOLUTIONS
Registration Number:	5258848	AFFORDABLE DENTURES & IMPLANTS
Registration Number:	5314902	AFFORDABLE DENTURES & IMPLANTS
Registration Number:	5880514	AFFORDABLE IMPLANT PACKAGE
Registration Number:	5561656	AFFORDABLE TEETH REPLACEMENT
Registration Number:	5561655	AFFORDABLE TOOTH REPLACEMENT
Registration Number:	5371350	CLINICAL PATHWAY EXCELLENCE IN IMPLANTOL
Registration Number:	5231028	IT'S YOUR PROFESSION. OWN IT.
Registration Number:	5419739	ONE CALL & ONE DAY CAN CHANGE YOUR TOMOR
Registration Number:	5231029	TECHNICIAN FOUNDED. TECHNICIAN MANAGED.
Registration Number:	5377060	ULTIMATE DENTURE
Registration Number:	5753539	ULTIMATEFIT DENTURE
Serial Number:	88327725	AFFORDABLE CARE
Serial Number:	88422971	AFFORDABLE DENTAL
Serial Number:	88445927	GO AHEAD AND SMILE
Serial Number:	88475849	MAKE MY SMILE
Serial Number:	88649147	REALFIT 3D
Serial Number:	88649124	REALFIT 3DENTURES
Serial Number:	88423063	SEVAREDENT
Serial Number:	87978346	ULTIMATEFIT DENTURE

CORRESPONDENCE DATA

Fax Number:

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: 2136207848

Email: iprecordations@whitecase.com

Correspondent Name: Justine Lu/White & Case LLP

Address Line 1: 555 South Flower Street, 2700

Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	1182886-0062-S216
NAME OF SUBMITTER:	Justine Lu
SIGNATURE:	/Justine Lu/
DATE SIGNED:	12/13/2019

Total Attachments: 5

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TRADEMARK SECURITY AGREEMENT SUPPLEMENT

Trademark Security Agreement, dated as of December 13, 2019, by Affordable Care, LLC, a North Carolina limited liability company (the “**Grantor**”), in favor of JEFFERIES FINANCE LLC, a Delaware limited liability company with offices at 520 Madison Avenue, New York, New York 10022, in its capacity as administrative agent pursuant to the First Lien Credit Agreement (as defined in the First Lien Security Agreement, defined below) (in such capacity, the “**Administrative Agent**”), for the benefit of the Secured Parties.

WITNESSETH:

WHEREAS, the Grantor is party to a First Lien Security Agreement dated as of October 22, 2015 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**First Lien Security Agreement**”) in favor of the Administrative Agent pursuant to which the Grantor is required to execute and deliver this Trademark Security Agreement Supplement;

NOW, THEREFORE, in consideration of the premises and to induce the Administrative Agent, for the benefit of the Secured Parties, to enter into the First Lien Credit Agreement, the Grantor hereby agrees with the Administrative Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the First Lien Security Agreement and used herein have the meaning given to them in the First Lien Security Agreement and the First Lien Credit Agreement.

SECTION 2. Grant of Security Interest in Additional Trademark Collateral. The Grantor hereby pledges and grants to the Administrative Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all of the Collateral (excluding any Excluded Assets) of the Grantor, including without limitation, the Trademarks of the Grantor listed on Schedule I attached hereto.

SECTION 3. The First Lien Security Agreement. The security interest granted pursuant to this Trademark Security Agreement Supplement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the First Lien Security Agreement and Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademarks made and granted hereby and thereby are more fully set forth in the First Lien Security Agreement, the terms of which are incorporated herein by reference. In the event that any provision of this Trademark Security Agreement Supplement is deemed to conflict with the First Lien Security Agreement, the provisions of the First Lien Security Agreement shall control unless the Administrative Agent shall otherwise determine.


SECTION 4. Termination. Upon the termination of the First Lien Security Agreement in accordance with Section 6.11 thereof with respect to the Grantor, the Administrative Agent shall, at the expense of the Grantor, execute, acknowledge, and deliver to the Grantor an instrument in writing in recordable form releasing the lien on and security interest in the Trademarks under this Trademark Security Agreement Supplement.

SECTION 5. Counterparts. This Trademark Security Agreement Supplement 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 Supplement by signing and delivering one or more counterparts.


[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the parties hereto have duly executed this Trademark Security Agreement as of the day and year first above written.

AFFORDABLE CARE, LLC

By: 
Name: Trent Bentfrow
Title: Vice President - Chief Financial Officer

JEFFERIES FINANCE LLC,
as Administrative Agent

By: 
Name: Paul Chisholm
Title: Managing Director


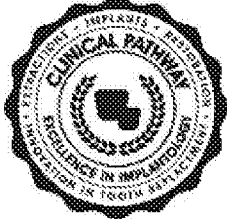
[Signature Page to First Lien Trademark Security Agreement Supplement]

TRADEMARK
REEL: 006816 FRAME: 0039

Schedule I
Trademark Registrations and Use Applications

Registrations:

Owner	Mark/Name	Reg. Date	Reg. No.
Affordable Care, LLC	AFFORDABLE DENTURES (& DESIGN) 	1/6/2015	4,665,780
Affordable Care, LLC	1-800-DENTURE	12/23/2014	4,658,497
Affordable Care, LLC	NEW DENTURE WEARER PACKAGE	1/27/2015	4,677,385
Affordable Care, LLC	AFFORDABLE DENTURES AND CROWNS	1/6/2015	4,665,776
Affordable Care, LLC	AFFORDABLE DENTURE MOMENTS	1/6/2015	4,665,777
Affordable Care, LLC	AFFORDABLE IMPLANTS	4/14/2015	4,718,890
Affordable Care, LLC	AFFORDABLE DENTURES & IMPLANTS	11/3/2017	5,111,873
Affordable Care, LLC	AFFORDABLE DENTURES	3/12/2002	2,546,707
Affordable Care, LLC	AFFORDABLE DENTURES A GOOD REASON TO SMILE	12/24/2002	2,665,616
Affordable Care, LLC	AFFORDABLE DENTURES	12/15/2015	4,869,297
Affordable Care, LLC	AFFORDABLE IMPLANTS	1/13/2015	4,672,315
Affordable Care, LLC	1-866-4-SONRISA	3/22/2016	4,921,892
Affordable Care, LLC	TU SONRISA DE CONFIANZA	12/13/2016	5098259
Affordable Care, LLC	DIXIE DENTAL CENTER (Alabama State Registration)	5/18/2006	110054
Affordable Care, LLC	DDS DENTURES & DENTAL SERVICES (& Design – DDS Stylized) 	6/9/2009	3,635,872
Affordable Care, LLC	AFFORDENT (& Design) 	10/28/2008	3,525,001
Affordable Care, LLC	AFFORDENT	8/19/2008	3,490,424
Affordable Care, LLC	DDS DENTURES & DENTAL SERVICES (& Design – Shaded Square) 	1/7/2014	4,460,780
Affordable Care, LLC	DDS (& Design) 	2/12/2013	4,290,391
Affordable Care, LLC	DENTURES & DENTAL SERVICES	4/10/2012	4,125,615

Owner	Mark/Name	Reg. Date	Reg. No.
Affordable Care, LLC	DDS DENTURES + IMPLANT SOLUTIONS (& Design) 	8/22/2017	5,272,971
Affordable Care, LLC	DDS DENTURES + IMPLANT SOLUTIONS	8/29/2017	5,278,297
Affordable Care, LLC	AFFORDABLE DENTURES & IMPLANTS	8/8/2017	5,258,848
Affordable Care, LLC	AFFORDABLE DENTURES & IMPLANTS	10/24/2017	5,314,902
Affordable Care, LLC	AFFORDABLE IMPLANT PACKAGE	10/8/2019	5,880,514
Affordable Care, LLC	AFFORDABLE TEETH REPLACEMENT	9/11/2018	5,561,656
Affordable Care, LLC	AFFORDABLE TOOTH REPLACEMENT	9/11/2018	5,561,655
Affordable Care, LLC	CLINICAL PATHWAY EXCELLENCE IN IMPLANTOLOGY EXTRACTIONS IMPLANTS RESTORATION INNOVATION IN (& Design) 	1/2/2018	5,371,350
Affordable Care, LLC	IT'S YOUR PROFESSION. OWN IT.	6/27/2017	5,231,028
Affordable Care, LLC	ONE CALL & ONE DAY CAN CHANGE YOUR TOMORROW	3/6/2018	5,419,739
Affordable Care, LLC	TECHNICIAN FOUNDED. TECHNICIAN MANAGED	6/27/2017	5,231,029
Affordable Care, LLC	ULTIMATE DENTURE	1/9/2018	5,377,060
Affordable Care, LLC	ULTIMATEFIT DENTURE	5/14/2019	5,753,539

Applications:

Owner	Mark/Name	Appl. No.	Filing Date
Affordable Care, LLC	AFFORDABLE CARE	88/327,725	3/6/2019
Affordable Care, LLC	AFFORDABLE DENTAL	88/422,971	5/6/2019
Affordable Care, LLC	GO AHEAD AND SMILE	88/445,927	5/24/2019
Affordable Care, LLC	MAKE MY SMILE	88/475,849	6/17/2019
Affordable Care, LLC	REALFIT 3D	88/649,147	10/10/2019
Affordable Care, LLC	REALFIT 3DENTURES	88/649,124	10/10/2019
Affordable Care, LLC	SEVAREDENT	88/423,063	5/9/2019
Affordable Care, LLC	ULTIMATEFIT DENTURE	87/978,346	11/10/2017