

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM556975

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Aircraft Performance Group, LLC		01/03/2020	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Ares Capital Corporation		
<b>Street Address:</b>	245 Park Avenue		
<b>Internal Address:</b>	44th floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10167		
<b>Entity Type:</b>	Corporation: MARYLAND		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88478761	APG AIRCRAFT PERFORMANCE GROUP	
<b>Serial Number:</b>	88478728	IPREFLIGHT GENESIS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2126983599		
<i>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.</i>			
<b>Phone:</b>	2126983500		
<b>Email:</b>	patents@dechert.com		
<b>Correspondent Name:</b>	Noah A. Shier		
<b>Address Line 1:</b>	Dechert llp		
<b>Address Line 2:</b>	1095 AVE OF THE AMERICAS		
<b>Address Line 4:</b>	NEW YORK, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	Project APG - 171304		
<b>NAME OF SUBMITTER:</b>	Noah Shier		
<b>SIGNATURE:</b>	/Noah Shier/		
<b>DATE SIGNED:</b>	01/10/2020		
<b>Total Attachments: 5</b>			
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**NOTICE OF  
GRANT OF SECURITY INTEREST IN  
TRADEMARKS**

Dated: January 3, 2020

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of January 3, 2020 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") among the Grantor (as identified on the signature pages hereto), the other grantors party thereto and the Administrative Agent (as identified on the signature pages hereto) for the Secured Parties referenced therein, the undersigned Grantor has granted to the Administrative Agent for the ratable benefit of the Secured Parties, a continuing security interest in and continuing lien upon (i) any and all Trademarks and Trademark Licenses, including without limitation the Trademark registrations and/or applications and Trademark Licenses listed on Schedule I attached hereto; and (ii) all proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing (items (i) – (ii), the "Trademark Collateral"). For purposes of this Notice, "Trademarks" means (a) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers, and all goodwill associated therewith, now existing or hereafter adopted or acquired, whether currently in use or not at all, all registrations and recordings thereof, and all applications in connection therewith, whether in the United States Patent and Trademark Office or in any similar office or agency of the United States, any State thereof or any other country or any political subdivision thereof, or otherwise, and all common-law rights related thereto, and (b) all rights corresponding to any thereof, including the right to obtain all reissues, extensions or renewals thereof and the right to sue for past, present or future infringement or dilution of the foregoing.

The Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademark Collateral (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of Trademark Collateral. The Grantor hereby authorizes the Administrative Agent or any of its authorized representatives to file this Notice with the United States Patent and Trademark Office or any other applicable governmental office. The Grantor hereby further authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Notice.

This Notice of Grant of Security Interest in Trademarks (this "Notice") may be executed in any number of counterparts, which together shall constitute one instrument. Delivery of an executed counterpart of a signature page of this Notice by fax transmission or other electronic mail

transmission (e.g., “pdf” or “tif”) shall be effective as delivery of a manually executed counterpart of this Notice.

The rules of interpretation contained in Section 18 of the Agreement shall be applicable to this Notice and are hereby incorporated by reference, mutatis mutandis.

THIS NOTICE AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSE OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS NOTICE AND THE TRANSACTIONS CONTEMPLATED HEREBY AND THEREBY SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

[SIGNATURE PAGES FOLLOW]

GRANTOR:

Aircraft Performance Group, LLC  
(formally known as Aircraft Performance Group Inc.)  
4348 Woodlands Boulevard  
Castle Rock, Colorado 80104

Jurisdiction of Organization: Delaware

Very truly yours,

AIRCRAFT PERFORMANCE GROUP, LLC

By: 

Name: Michael Caflisch

Title: Chief Executive Officer

ADMINISTRATIVE AGENT:

Ares Capital Corporation  
245 Park Avenue, 44th Floor  
New York, New York 10167

Acknowledged and accepted:

ARES CAPITAL CORPORATION, as Administrative  
Agent


By:  \_\_\_\_\_

Name: Scott Lem

Title: Authorized Signatory

## SCHEDULE 1

### TRADEMARKS

Country	Mark	Filing/Reg. Date	Serial/Reg. No.	Status	Loan Party/Next Action
U.S.	 The logo features the letters 'APG' in a bold, sans-serif font. A stylized airplane is positioned above the 'P', appearing to fly from left to right. Below the 'APG' text, the words 'AIRCRAFT PERFORMANCE GROUP' are written in a smaller, all-caps font.	Filing Date 6/18/2019	Serial No. 88/478,761	Pending	Aircraft Performance Group, LLC (DE LLC) Intent-to-use application Response to office action due 3/16/2020*
U.S.	IPREFLIGHT GENESIS	Filing Date 6/18/2019	Serial No. 88/478,728	Published	Aircraft Performance Group, LLC (DE LLC) In-use application Published 10/22/2019