

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM567166

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HMS Claims Recovery Solutions, LLC	FORMERLY West Claims Recovery Services, LLC	03/13/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Citibank, N.A.		
Street Address:	580 Crosspoint Pkwy		
Internal Address:	CRMS Docs Central, CRMS CoE Buffalo		
City:	Getzville		
State/Country:	NEW YORK		
Postal Code:	14068		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2284476	ACCENT	
CORRESPONDENCE DATA			
Fax Number:	8009144240		
<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>			
Phone:	800-713-0755		
Email:	Michael.Violet@wolterskluwer.com, ECarrera@cahill.com		
Correspondent Name:	CT Corporation		
Address Line 1:	4400 Easton Commons Way		
Address Line 2:	Suite 125		
Address Line 4:	Columbus, OHIO 43219		
NAME OF SUBMITTER:	Elaine Carrera		
SIGNATURE:	/Elaine Carrera/		
DATE SIGNED:	03/16/2020		
Total Attachments: 6			
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

HMS Claims Recovery Solutions, LLC
(formerly known as West Claims Recovery Services, LLC)

- Individual(s)
- Partnership
- Corporation- State: _____
- Other LLC-DE
- Association
- Limited Partnership

Citizenship (see guidelines) USA

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) March 13, 2020

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Citibank, N.A.

Street Address: CRMS Docs Central, CRMS CoE Buffalo, 580 Crosspoint Pkwy

City: Getzville

State: NY

Country: USA Zip: 14068

- Individual(s) Citizenship _____
- Association Citizenship USA
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text
See Schedule I

B. Trademark Registration No.(s)
See Schedule I

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Elaine Carrera, Senior Paralegal

Internal Address: _____

Street Address: c/o Cahill Gordon & Reindel LLP,
80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3365

Docket Number: _____

Email Address: ecarrera@cahill.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment information:

Deposit Account Number _____

Authorized User Name _____

9. Signature: Elaine Carrera

Signature

March 16, 2020

Date

Elaine Carrera

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Trademark Security Agreement

Trademark Security Agreement, dated as of March 13, 2020, by HMS Claims Recovery Solutions, LLC (formerly known as West Claims Recovery Services, LLC) (the “Pledgor”), in favor of Citibank, N.A., as Collateral Agent (in such capacity, together with its successors in such capacity, the “Collateral Agent”) pursuant to the Amended and Restated Credit Agreement (the “Credit Agreement”).

W I T N E S S E T H:

WHEREAS, the Pledgor is party to a Security Agreement dated as of December 19, 2017 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) in favor of the Collateral Agent pursuant to which the Pledgor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Pledgor hereby agrees with the Collateral 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.

SECTION 2. Grant of Security Interest in Trademark Collateral. The Pledgor hereby pledges and grants to the Collateral 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 the following Pledged Collateral of the Pledgor:

- (a) Trademarks of the Pledgor listed on Schedule I attached hereto;
- (b) all Goodwill associated with such Trademarks; and
- (c) all Proceeds of any and all of the foregoing.

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral 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 and provisions of which are incorporated by reference herein as if fully set forth herein. 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 unless the Collateral Agent shall otherwise determine.

SECTION 4. Termination. Upon the payment in full of the Secured Obligations (other than indemnification obligations not yet due and payable, obligations under clauses (b) and (c) of the definition of Obligations, and LC Exposure that has been cash collateralized) and termination of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

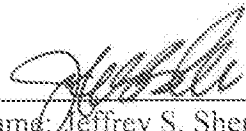
SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

SECTION 6. Governing Law. This Trademark Security Agreement and the transactions contemplated hereby, and all disputes between the parties under or relating to this Trademark Security Agreement or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

[signature page follows]

IN WITNESS WHEREOF, each Pledgor has caused this Trademark Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.


**HMS CLAIMS RECOVERY
SOLUTIONS, LLC**

By: 
Name: Jeffrey S. Sherman
Title: Executive Vice President,
Chief Financial Officer and Treasurer

Accepted and Agreed:

CITIBANK, N.A.,
as Collateral Agent

By:


Name: Alvaro De Velasco
Title: Vice President


Alvaro De Velasco
Vice President
(212) 416-4111

Signature Page to Trademark Security Agreement

**Schedule I
Trademarks**

UNITED STATES TRADEMARKS

Registrations:

Trademark Name	Owner	Registration Date	Serial Number	Registration Number
 (ACCENT)	HMS Claims Recovery Solutions, LLC	October 12, 1999	75341263	2284476

OTHER TRADEMARKS

Registrations:

Trademark Name	Owner	Country/ State	Filing/Registration Date	Registration/ID Number
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Alabama	June 3, 2008	111029
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Kansas	April 25, 2008	17729
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Louisiana	February 22, 2008	60244
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Massachusetts	May 9, 2008	69960
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Mississippi	April 24, 2008 (Approval Date)	15229
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Nebraska	February 20, 2008	1000781817
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	New Mexico	June 2, 2008	TK08060203
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Ohio	April 6, 2008	201809903610
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	South Carolina	April 25, 2008	N/A
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Wisconsin	April 23, 2008	20085801867
Accent Cost Containment Solutions	West Claims Recovery Services, LLC	Wyoming	April 20, 2018	2018-000799750