

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM614120

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Comply365, LLC		12/11/2020	Limited Liability Company: ILLINOIS
RECEIVING PARTY DATA			
Name:	Fidus Investment Corporation, as Collateral Agent		
Street Address:	1603 Orrington Avenue, Suite 1005		
City:	Evanston		
State/Country:	ILLINOIS		
Postal Code:	60201		
Entity Type:	Corporation: MARYLAND		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	5010477		
Registration Number:	4658684	PROCHAT	
Registration Number:	4879305	COMPLY365	
Registration Number:	4952173	MYMOBILE365	
Registration Number:	5904008	PROAUTHOR	
CORRESPONDENCE DATA			
Fax Number:			
<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:	7043778156		
Email:	jcarusone@robinsonbradshaw.com		
Correspondent Name:	Jennifer Carusone		
Address Line 1:	101 N. Tryon St. Suite 1900		
Address Line 2:	c/o Robinson, Bradshaw & Hinson, P.A.		
Address Line 4:	Charlotte, NORTH CAROLINA 28246		
NAME OF SUBMITTER:	Jennifer Carusone		
SIGNATURE:	/Jennifer Carusone/		
DATE SIGNED:	12/14/2020		
Total Attachments: 4			

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

Dated: December 11, 2020

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 11, 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 Collateral Agent (as identified on the signature pages hereto) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications on Schedule 1 to the Collateral Agent for the ratable benefit of the Secured Parties.

The Grantor and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

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. This Notice shall be governed by, and construed in accordance with, the law of the State of New York.


[Signature pages follow.]

Very truly yours,

GRANTOR:

Comply365, LLC
c/o Liberty Hall Capital Partners, L.P.
200 Meeting Street, 2nd Floor
Charleston, SC 29401
Attention: Rowan G.P. Taylor

COMPLY365, LLC, as the Grantor

By: 
Name: Kellen Sottile
Title: Treasurer and Chief Financial Officer

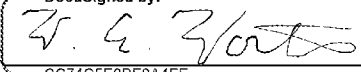
Jurisdiction of Organization: Illinois

Acknowledged and accepted:

COLLATERAL AGENT:


Fidus Investment Corporation
1603 Orrington Avenue, Suite 1005
Evanston, IL 60201

FIDUS INVESTMENT CORPORATION, as
Collateral Agent on behalf of the Secured Parties

By: 
Name: W. Andrew Worth
Title: Authorized Signer

SCHEDULE 1

TRADEMARKS AND TRADEMARK APPLICATIONS

Jurisdiction	Mark	Reg. No & Date	Owner	Status
United States	Design Only 	5,010,477 8/2/16	Comply365, LLC	Registered
United States	PROCHAT	4,658,684 12/23/14	Comply365, LLC	Registered
United States	Comply365	4,879,305 1/5/16	Comply365, LLC	Registered
United States	MYMOBILE365	4,952,173 5/3/16	Comply365, LLC	Registered
United States	PROAUTHOR	5,904,008 11/5/19	Comply365, LLC	Registered