

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM657832

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Mather Group, LLC		07/02/2021	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Fifth Third Bank, National Association, as Admin. Agent		
Street Address:	222 South Riverside Plaza		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	2476568		
Registration Number:	5918506	DELIVERING PEACE OF MIND	
Registration Number:	5148088	FI SAFEGUARD	
Registration Number:	4912963	HOW SMART INVESTORS RETIRE	
Registration Number:	5727066	MYPARTNERSINWEALTH	
Registration Number:	2483493	PARTNERSINWEALTH	
Registration Number:	2483496	PARTNERSINWEALTH	
Registration Number:	5596966	TAX SYNCHRONIZED PORTFOLIO	
Registration Number:	3196649	THERE IS MORE TO MONEY THAN MONEY	
Registration Number:	4101312	TMG THE MATHER GROUP	
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:	(312) 288-3549		
Email:	susan.jacoby@wolterskluwer.com		
Correspondent Name:	CT Corporation		
Address Line 1:	208 S. LaSalle Street		
Address Line 2:	Suite 814		

OP \$265.00 2476568

Address Line 4:	Chicago, ILLINOIS 60604
NAME OF SUBMITTER:	Melanie A. Fagan
SIGNATURE:	/Melanie A. Fagan/
DATE SIGNED:	07/02/2021
Total Attachments: 6 source=Mather Trademark Collateral Agreement#page1.tif source=Mather Trademark Collateral Agreement#page2.tif source=Mather Trademark Collateral Agreement#page3.tif source=Mather Trademark Collateral Agreement#page4.tif source=Mather Trademark Collateral Agreement#page5.tif source=Mather Trademark Collateral Agreement#page6.tif	

TRADEMARK COLLATERAL AGREEMENT

This 2nd day of July, 2021, The Mather Group, LLC, a Delaware limited liability company (the “*Debtor*”), with its principal place of business and mailing address at 353 N Clark Street, Suite 2775, Chicago, Illinois 60654, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assigns, mortgages and pledges as collateral security to Fifth Third Bank, National Association (“*Fifth Third*”), with its mailing address at 222 South Riverside Plaza, Chicago, Illinois 60606, acting as administrative agent hereunder for the Secured Creditors as defined in the Security Agreement referred to below, and its successors and assigns (Fifth Third acting as such administrative agent and any successors or assigns to Fifth Third acting in such capacity being hereinafter referred to as the “*Administrative Agent*”), and grants to the Administrative Agent for the benefit of the Secured Creditors a continuing security interest in the following property:

(i) Each trademark, trademark registration, and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration, and trademark application; and

(ii) All proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any trademark, trademark registration, or trademark application listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right to sue for and collect said damages;

to secure the payment and performance of all Secured Obligations of Debtor and its affiliates as set out in that certain Security Agreement dated as of the date hereof by and among Debtor, certain affiliates of Debtor and the Administrative Agent, as the same may be amended, modified, or restated from time to time (the “*Security Agreement*”).

Notwithstanding anything herein to the contrary, this Trademark Collateral Agreement shall not operate as a sale, transfer, conveyance or other assignment to the Administrative Agent of any applications by Debtor for a trademark based on an intent to use the same if and so long as such application is pending without a Statement of Use having been filed and accepted (such pending applications which are based on intent to use being hereinafter referred to collectively as “*Intent-To-Use Applications*”), but rather, if and so long as Debtor’s Intent-To-Use Application is pending without a Statement of Use having been filed and accepted, then this Trademark Collateral Agreement shall operate only to create a security interest for collateral purposes in favor of the Administrative Agent on such Intent-To-Use Application as collateral security for the Secured Obligations. When a Statement of Use is filed and accepted by the United States Patent and Trademark Office, then that application shall cease to be partly exempted from this Trademark Collateral Agreement.

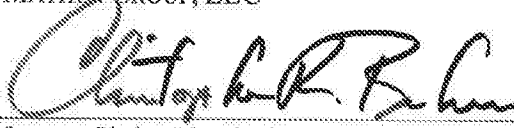
Debtor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the assignment, mortgage, pledge and security interest in the trademarks, trademark registrations, and trademark applications made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

[SIGNATURE PAGES TO FOLLOW]

IN WITNESS WHEREOF, Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

THE MATHER GROUP, LLC

By:



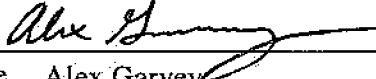
Name: Christopher Behrens

Title: Chief Executive Officer

[SIGNATURE PAGE TO TRADEMARK COLLATERAL AGREEMENT (THE MATHER GROUP)]

Accepted and agreed to as of the date and year last above written.




FIFTH THIRD BANK, NATIONAL ASSOCIATION, as
Administrative Agent

By 
Name Alex Garvey
Title Assistant Vice President

[SIGNATURE PAGE TO TRADEMARK COLLATERAL AGREEMENT (THE MATHER GROUP)]

TRADEMARK
REEL: 007345 FRAME: 0659

**SCHEDULE A
TO TRADEMARK COLLATERAL AGREEMENT
FEDERAL TRADEMARK REGISTRATIONS**

MARKS	REG. NO.	GRANTED
	2476568	August 7, 2001
Delivering Peace of Mind	5918506	November 26, 2019
FI Safeguard	5148088	February 21, 2017
How Smart Investors Retire	4912963	March 8, 2016
MYPARTNERSINWEALTH	5727066	April 16, 2019
	2483493	August 28, 2001
PARTNERSINWEALTH	2483496	August 28, 2001
Tax Synchronized Portfolio	5596966	October 30, 2018
There is More to Money than Money	3196649	January 9, 2007
	4101312	February 21, 2012