

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM662263

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Barings Finance LLC		07/23/2021	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	First Pacific Exchange, Inc.		
Street Address:	10805 Rancho Bernardo Road, Suite 270		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92127		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5040679	NAVIGATEHCR	
CORRESPONDENCE DATA			
Fax Number:	6172359493		
<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:	6179517790		
Email:	ronald.duvernay@ropesgray.com		
Correspondent Name:	Ronald M. Duvernay		
Address Line 1:	Prudential Tower, 800 Boylston Street		
Address Line 2:	Ropes & Gray LLP		
Address Line 4:	Boston, MASSACHUSETTS 02199-3600		
NAME OF SUBMITTER:	Ronald M. Duvernay		
SIGNATURE:	/r duvernay/		
DATE SIGNED:	07/23/2021		
Total Attachments: 9			
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**RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY COLLATERAL**

THIS RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL (this “Release”), dated as of July 23, 2021, is made by BARINGS FINANCE LLC, in its capacity as administrative agent (the “Agent”), in favor of USB HEALTH, LLC, a Texas limited liability company, U.S. RETIREMENT PARTNERS, INC., a Delaware corporation, U.S. NATIONAL BENEFIT PARTNERS EAST INC., a Delaware corporation, CHIMIANTI & ASSOCIATES, a California corporation, THE RETIREMENT PLAN COMPANY, LLC, a Delaware limited liability company, KADES-MARGOLIS CORPORATION, a Pennsylvania corporation, OMNI FINANCIAL GROUP INC., a New York corporation, UNION LIFESTYLE BENEFITS, LLC, a Maryland limited liability company, BENEFITVISION, INC., an Illinois corporation, RETIREMENT PLANNING ASSOCIATES, INC., a Florida corporation, FIRST PACIFIC EXCHANGE, INC., a California corporation, and TSA CONSULTING GROUP, INC., a Florida corporation (collectively, the “Grantors”), as follows:

WITNESSETH:

WHEREAS, pursuant to that certain Second Lien Guaranty and Security Agreement dated as of March 29, 2018 (as amended, supplemented or otherwise modified from time to time, the “Security Agreement”), among the Grantors and the other parties party thereto in favor of the Agent, and those certain agreements described on Annex I attached hereto (the “IP Security Agreements”), the Grantors granted a security interest in certain collateral in favor of the Agent, including the IP Collateral (as hereinafter defined); and

WHEREAS, the Agent now desires to terminate and release the IP Security Agreements and the entirety of its security interest in the IP Collateral described on Annex II attached hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Release, the Agent hereby agrees as follows:

1. Definitions. The term “IP Collateral”, as used herein, shall mean all of the Grantors’ right, title or interest in, or to any and all of the Trademark Collateral and Copyright Collateral listed on Annex II attached hereto. Capitalized terms not defined herein have the meanings set forth in the Security Agreement or IP Security Agreements, as applicable.

2. Release of Security Interest. The Agent, without recourse, representation or warranty and at the Grantors’ sole cost and expense, hereby terminates, cancels, releases, relinquishes and discharges, in its entirety, for the benefit of the Grantors, and their successors and assigns, its security interest in and to the IP Collateral, the IP Security Agreements and any and all right, title and interest of the Agent in, to and under the IP Collateral shall hereby be terminated, cancelled, released, relinquished and discharged. The Agent hereby authorizes the Grantors and their successors, assigns or other legal representatives to file this Release with the United States Patent and Trademark Office and the United States Copyright Office, at the sole expense of the Grantors, to evidence and effectuate the release and termination of the Agent’s security interest in the IP Collateral.

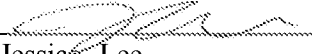
3. Delivery by Facsimile. Delivery of an executed signature page to this Release by facsimile or electronic (including .pdf file) transmission shall be as effective as delivery of a manually signed counterpart of this Release. Electronic signatures will have the same force and effect as manual signatures.

4. Governing Law. THIS RELEASE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HERETO SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Release by its duly authorized officer as of the date first above written.

BARINGS FINANCE LLC,
as Agent

By: 
Name: Jessica Lee
Title: Duly Authorized Signatory

ANNEX I

Second Lien Trademark Security Agreement against OMNI FINANCIAL GROUP INC., CHIMIANTI & ASSOCIATES, KADES-MARGOLIS CORPORATION, Union Lifestyle Benefits, LLC, U.S. National Benefit Partners East Inc., USB HEALTH, LLC, U.S. RETIREMENT PARTNERS, INC., and The Retirement Plan Company, LLC, dated as of March 29, 2018 and recorded with the United States Patent and Trademark Office on March 31, 2018 at Reel 6313/Frame 0898-0909.

Second Lien Copyright Security Agreement against OMNI FINANCIAL GROUP INC., BenefitVision, Inc. and Retirement Planning Associates, Inc., dated as of March 29, 2018 and recorded with the United States Copyright Office on February 24, 2020 at Volume 9977, Document 176.

Second Lien Trademark Security Agreement against First Pacific Exchange, Inc., dated as of January 4, 2019 and recorded with the United States Patent and Trademark Office on January 9, 2019 at Reel 6520, Frame 0622.


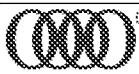
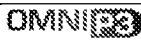
Second Lien Trademark Security Agreement against TSA Consulting Group, Inc., dated as of December 10, 2020 and recorded with the United States Patent and Trademark Office on December 11, 2020 at Reel 7135, Frame 0350.

ANNEX II


Trademark Registrations and Applications

1. U.S. REGISTERED TRADEMARKS

Registration No.	Registration Date	Jurisdiction	Mark	Listed Owner
2,473,302	7/31/2001	USPTO	UNITED SPECIALTY BENEFITS, INC.	USB HEALTH, LLC
3,558,363	1/6/2009	USPTO	U.S. RETIREMENT PARTNERS	U.S. RETIREMENT PARTNERS, INC.
3,638,966	6/16/2009	USPTO	 Retirement Partners	U.S. RETIREMENT PARTNERS, INC.
3,957,645	5/10/2011	USPTO	 InRoll	U.S. RETIREMENT PARTNERS, INC.
4,030,149	9/20/2011	USPTO	US EMPLOYEE BENEFITS SERVICES GROUP (Supplemental Registration)	U.S. RETIREMENT PARTNERS, INC.
4,032,930	9/27/2011	USPTO	 Employee Benefits Services Group (Supplemental Registration)	U.S. RETIREMENT PARTNERS, INC.
4,959,219	5/17/2016	USPTO	 WebInRoll	U.S. RETIREMENT PARTNERS, INC.
5,168,391	3/21/2017	USPTO	DB ENGINE	U.S. RETIREMENT PARTNERS, INC.
5,168,390	3/21/2017	USPTO	 DB Engine	U.S. RETIREMENT PARTNERS, INC.
5,168,389	3/21/2017	USPTO	DC ENGINE	U.S. RETIREMENT PARTNERS, INC.
5,168,388	3/21/2017	USPTO	 DC Engine	U.S. RETIREMENT PARTNERS, INC.
5,168,387	3/21/2017	USPTO	TPA ENGINE	U.S. RETIREMENT PARTNERS, INC.
5,168,386	3/21/2017	USPTO	 TPA Engine	U.S. RETIREMENT PARTNERS, INC.
5,249,133	7/25/2017	USPTO	U.S. EMPLOYEE BENEFITS SERVICES GROUP	U.S. RETIREMENT PARTNERS, INC.
5,259,372	8/8/2017	USPTO	 Employee Benefits Services Group	U.S. RETIREMENT PARTNERS, INC.

4,991,666	07/05/2016	USPTO	Employee Benefits In A Box (Class 36)	U.S. National Benefit Partners East, Inc.
4,041,883	10/18/2011	USPTO	“Solutions Plus+ Gap”	CHIMIENTI & ASSOCIATES
3,928,418	3/8/2011	USPTO	Effortless IRA	The Retirement Plan Company, LLC
4,877,288	12/29/2015	USPTO	Building a Better Road to Retirement	The Retirement Plan Company, LLC
3,452,540	2/24/2008	USPTO	Money by Design	KADES-MARGOLIS CORPORATION
3,620,023	5/12/2009	USPTO	Money by Design Platinum Advisory Service	KADES-MARGOLIS CORPORATION
2,361,311	6/27/2000	USPTO	 (Class 36 & 42)	OMNI FINANCIAL GROUP INC.
4,098,268	2/14/2012	USPTO	 ®	OMNI FINANCIAL GROUP INC.
2,310,866	8/25/2000	USPTO	OMNI (Class 36 & 42)	OMNI FINANCIAL GROUP INC.
4,082,701	1/10/2012	USPTO	OMNI	OMNI FINANCIAL GROUP INC.
3,296,033	9/25/2007	USPTO	The OMNI Group (Class 36 & 42)	OMNI FINANCIAL GROUP INC.
4,082,702	1/10/2012	USPTO	LISTENS. LEADS. DELIVERS	OMNI FINANCIAL GROUP INC.
4,261,820	12/19/2012	USPTO	“403(B), WHY ME?” (Class 41 & 45)	OMNI FINANCIAL GROUP INC.
4,177,170	7/17/2012	USPTO	403(B) WHY ME?	OMNI FINANCIAL GROUP INC.
4,211,727	9/18/2012	USPTO	PREFERRED PROVIDER PROGRAM (Class 36)	OMNI FINANCIAL GROUP INC.
4,524,767	05/06/2014	USPTO	 OMNI P3	OMNI FINANCIAL GROUP INC.
4,380,993	08/06/2013	USPTO	P3	OMNI FINANCIAL GROUP INC.
5,346,626	11/28/2017	USPTO	UNION LIFESTYLE BENEFITS	Union Lifestyle Benefits, LLC

2. U.S. TRADEMARK APPLICATIONS

Application No.	Application Date	Jurisdiction	Mark	Listed Owner
86/475348	12/09/2014	USPTO	 UNION LIFESTYLE BENEFITS	Union Lifestyle Benefits, LLC

Copyright Registrations

U.S. REGISTERED COPYRIGHTS

Registration No.	Registration Date	Jurisdiction	Title	Listed Owner
TX 7-245-993	4/27/2010	Federal	Services Agreement	OMNI FINANCIAL GROUP INC.
TX 7-244-368	4/27/2010	Federal	Authorization of Agency Form	OMNI FINANCIAL GROUP INC.
TX 5-233-824	7/3/2000	Federal	Omni.mdb	Nina Rovinski ¹
TX 7-414-225	8/15/2011	Federal	2007 Benefits Enrollment Guide	BenefitVision, Inc.
TX 135-836	9/1/1983	Federal	Employee's retirement planning manual : the personal management of change	Retirement Planning Associates, Inc.

¹ OMNI FINANCIAL GROUP, INC. is the beneficial owner of this copyright, pursuant to that certain Copyright Assignment, dated as of December 12, 2011, by and between Nina M. Rovinski and OMNI FINANCIAL GROUP, INC.

Trademark Registrations

1. U.S. REGISTERED TRADEMARKS

Registration No.	Registration Date	Jurisdiction	Mark	Listed Owner
5040679	09/13/16	USPTO	NAVIGATEHCR	First Pacific Exchange, Inc. dba NavigateHCR

2. U.S. TRADEMARK APPLICATIONS

None.

Trademark Registrations

1. U.S. REGISTERED TRADEMARKS

Registration No.	Registration Date	Jurisdiction	Mark	Listed Owner
3077721	04/04/06	USPTO	EPARS ELECTRONIC PROCESS FOR AUTOMATED REMITTANCE SERVICES	TSA Consulting Group, Inc.
4086958	01/17/12	USPTO	THE COMPLIANCE EDGE	TSA Consulting Group, Inc.

2. U.S. TRADEMARK APPLICATIONS

None.