# OP \$490.00 2671784

# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM669818

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Succession of Agency
SEQUENCE:	1

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Barclays Bank PLC		08/24/2021	Public Limited Company: UNITED KINGDOM

#### **RECEIVING PARTY DATA**

Name:	Bank of America, N.A.
Street Address: Gateway Village - 900 Building	
Internal Address: 900 W Trade St., NC1-026-06-09 (MacLegal)	
City: Charlotte	
State/Country: NORTH CAROLINA	
Postal Code: 28255	
Entity Type:	Association: UNITED STATES

#### **PROPERTY NUMBERS Total: 19**

Property Type	Number	Word Mark	
Registration Number:	2671784	HEART HOSPITAL OF NEW MEXICO	
Registration Number:	2629543	HEART HOSPITAL OF NEW MEXICO	
Registration Number:	4831669	EVERY DAY, EVERY DECISION	
Registration Number:	4234078	HILLCREST	
Registration Number:	4018549	OKLAHOMA SPINE & ORTHOPEDIC INSTITUTE	
Registration Number:	3125592	ARDENT	
Registration Number:	3125591	ARDENT HEALTH SERVICES	
Registration Number:	3203704	THE DON & SYBIL HARRINGTON CANCER CENTER	
Registration Number:	3221822	FIRST IN EAST TEXAS, SECOND TO NONE.	
Registration Number:	3257770	ETMC	
Registration Number:	5275498	WE CARE FOR EAST TEXAS	
Registration Number:	3072711	ARDENT HEALTH SERVICES	
Registration Number:	1776856		
Registration Number:	4001157	LHP LHP HOSPITAL GROUP, INC.	
Registration Number:	4109619	LHP	
Registration Number:	4001142		
Registration Number:	3922661	CULTURE COLLABORATION CAPITAL	
		TRADEMARK	

900638918 REEL: 007401 FRAME: 0748

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3922660	LHP
Registration Number:	3922659	LHP HOSPITAL GROUP, INC.

#### **CORRESPONDENCE DATA**

**Fax Number:** 8009144240

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.

**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:	08/24/2021

#### **Total Attachments: 8**

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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(les):	2. Name and address of receiving party(ies)		
Barclays Bank PLC	Additional names, addresses, or citizenship attached?		
	Name: Bank of America, N.A.  Gateway Village - 900 Building		
	Gateway Village - 900 Building Street Address: 900 W Trade St., NC1-026-06-09 (MacLegal)		
Individual(s) Association	Az. v.a.		
☐ Partnership ☐ Limited Partnership	City: Charlotte		
Corporation- State:  Other Public Limited Company	State: NC		
	Country: USA Zip: 28255		
Citizenship (see guidelines) United Kingdom	Individual(s) Citizenship		
Additional names of conveying parties attached? Yes No	<u> </u>		
3. Nature of conveyance/Execution Date(s):	Partnership Citizenship		
Execution Date(s) August 24, 2021	Limited Partnership Citizenship		
Assignment Merger	Corporation Citizenship		
Security Agreement Change of Name	Other Citizenship If assignee is not domicited in the United States, a domestic		
Other Notice of Succession of Agency	representative designation is attached: Yes No		
4. Application number(s) or registration number(s) and	(Designations must be a separate document from assignment) Identification or description of the Trademark.		
A. Trademark Application No.(s) Text	B. Trademark Registration No.(s)		
See Schedule A	See Schedule A		
Generalis errente en beter elektronis en	Additional sheet(s) attached?   x Yes   No		
C. Identification or Description of Trademark(s) (and Filing I	Date if Application or Registration Number is unknown):		
5. Name & address of party to whom correspondence	6. Total number of applications and		
concerning document should be mailed: Name: Elaine Carrera, Senior Paralegal	registrations involved:		
	7: Total fee (37 CFR 2.6(b)(6) & 3.41) \$		
Internal Address:	7: Total fee (37 CFR 2.6(b)(6) & 3.41) \$		
de Octobra Octobra Octobra Octobra	Authorized to be charged to deposit account		
Street Address: c/o Cahill Gordon & Reindel LLP, 32 Old Slip	Enclosed		
City: New York	8. Payment Information:		
State: NY Zip: 10005	*		
Phone Number: (212) 701-3365			
Docket Number:	Deposit Account Number		
Email Address: ecarrera@cahill.com	Authorized User Name		
8 Cimentum S / ~	August 24, 2021		
Signature	Date		
Elaine Carrera	Total number of pages including cover 8		
Name of Person Signing	sheet, attachments, and document:		

Decuments 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

#### NOTICE OF SUCCESSION OF AGENCY REEL/FRAME 6367/0393 REEL/FRAME 6367/0385 VOLUME/DOC. NO. 9958/782 REEL/FRAME 6557/0463

This NOTICE OF SUCCESSION OF AGENCY (this "Notice"), dated as of August 24, 2021 (the "Effective Date"), is executed by Barclays Bank PLC, in its capacity as Administrative Agent under the Existing Term Loan Credit Agreement (as defined below) (the "Resigning Agent"), and Bank of America, N.A., in its capacity as Administrative Agent under the Amended and Restated Term Loan Credit Agreement (as defined below) (the "Successor Agent").

Reference is made to (i) that certain Term Loan Credit Agreement dated as of June 28, 2018 (as amended, restated, amended and restated, supplemented, waived or otherwise modified prior to the date hereof, the "Existing Term Loan Credit Agreement"), among AHP HEALTH PARTNERS, INC., a Delaware corporation (the "Company"), ARDENT HEALTH PARTNERS, LLC, a Delaware limited liability company ("Parent"), the Guarantors, the financial institutions party thereto from time to time as Lenders and the Resigning Agent, and (ii) that certain Amendment and Restatement Agreement, dated as of the date hereof, which amends and restates the Existing Term Loan Credit Agreement (the Existing Term Loan Credit Agreement, as so amended and restated, the "Amended and Restated Term Loan Credit Agreement").

WHEREAS, pursuant to the Existing Term Loan Credit Agreement, the Resigning Agent and certain grantor parties identified therein (the "Grantors") entered into (i) that certain Tenant Subsidiary Term Loan Security Agreement, dated as of June 28, 2018 (the "Tenant Security Agreement"), and (ii) that certain Non-Tenant Subsidiary Term Loan Security Agreement, dated as of June 28, 2018 (the "Non-Tenant Security Agreement", and together with the Tenant Security Agreement, the "Security Agreements"), pursuant to which, in each case, the Grantors granted a security interest in and to certain collateral, (iii) that certain Notice of Grant of Security Interest in Trademarks, in connection with the Tenant Security Agreement, dated as of June 28, 2018 (the "Tenant Trademark Security Notice"), (iv) that certain Notice of Grant of Security Interest in Trademarks, in connection with the Non-Tenant Security Agreement, dated as of June 28, 2018 (the "June Non-Tenant Trademark Security Notice"), (v) that certain Notice of Grant of Security Interest in Copyrights, in connection with the Non-Tenant Security Agreement, dated as of June 28, 2018 (the "Copyright Security Notice"), and (vi) that certain Notice of Grant of Security Interest in Trademarks, in connection with the Non-Tenant Security Agreement, dated as of December 18, 2018 (the "December Non-Tenant Trademark Security Notice");

WHEREAS, (i) the Tenant Trademark Security Notice was recorded with the United States Patent and Trademark Office on June 29, 2018 at Reel/Frame 6367/0393, (ii) the June Non-Tenant Trademark Security Notice was recorded with the United States Patent and Trademark Office on June 29, 2018 at Reel/Frame 6367/0385, (iii) the Copyright Security Notice was recorded with the United States Copyright Office on July 5, 2018 at Volume/Doc. No. 9958/782, and (iv) the December Non-Tenant Trademark Security Notice was recorded with the United States Patent and Trademark Office on December 18, 2018 at Reel/Frame 6557/0463, in each case, with respect to the intellectual property identified on Schedule A attached hereto, respectively;

WHEREAS, the Borrower and certain other parties have entered into that certain Agency Resignation, Appointment and Assumption Agreement, dated as of August 24, 2021 (the "Resignation Agreement"), whereby the Resigning Agent resigned as Administrative Agent and is succeeded to and replaced by the Successor Agent as successor Administrative Agent;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

- 1. <u>Defined Terms</u>. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Resignation Agreement or the Amended and Restated Term Loan Credit Agreement, as applicable.
- 2. <u>Succession and Replacement of Agency</u>. Pursuant to the terms and conditions set forth in the Resignation Agreement, the Resigning Agent has ceased to be Administrative Agent under such capacity and is succeeded to and replaced by the Successor Agent as Administrative Agent under such capacity. Nothing herein shall be deemed to terminate, interrupt or impair the continuity of the security interest in the collateral originally granted to the Resigning Agent under the Security Agreements, which security interests are now succeeded by and transferred to the Successor Agent.
- 3. Counterparts. This Notice may be executed in any number of separate counterparts by the parties hereto (including by telecopy or via electronic mail), each of which counterparts when so executed shall be an original, but all the counterparts shall together constitute one and the same instrument. The words "execute," "execution," "signed," "signature," and words of like import in this Notice shall be deemed to include electronic signatures, the electronic matching of assignment terms and contract formations on electronic platforms approved by the Successor Agent, or the keeping of records in electronic form, each of which shall be of the same legal effect, validity or enforceability as a manually executed signature or the use of a paper-based recordkeeping system, as the case may be, to the extent and as provided for in any applicable law, including the Federal Electronic Signatures in Global and National Commerce Act, the New York State Electronic Signatures and Records Act, or any other similar state laws based on the Uniform Electronic Transactions Act.
- 4. <u>Governing Law</u>. This Notice shall be governed by, and construed in accordance with, the laws of the State of New York.

[Signature pages follow]

IN WITNESS WHEREOF, the parties have executed this Notice effective as of the Effective Date:

#### RESIGNING AGENT

BARCLAYS BANK PLC, as the Resigning

Agent

Name:

**Arvind Admal** 

Title:

Vice President

# **SUCCESSOR AGENT**

BANK OF AMERICA, N.A., as the Successor

Agent

Ву:\_\_\_\_\_

Name: Matt Curtin

Title: Managing Director

# SCHEDULE A

#### Tenant Trademark Security Notice recorded on June 29, 2018 at Reel/Frame 6367/0393

#### Trademarks

	Owner	Trademark	Appl. No. Filing Date	Reg. No. Reg. Date
1.	Lovelace Health System, Inc.	HEART HOSPITAL OF NEW MEXICO	76358955 01/15/2002	2671784 01/07/2003
2.	Lovelace Health System, Inc.	HEART HOSPITAL OF NEW MEXICO	76358881 01/15/2002	2629543 10/01/2002

### June Non-Tenant Trademark Security Notice recorded on June 29, 2018 at Reel/Frame 6367/0385

#### **Trademarks**

			Appl. No.	Reg. No.
	Owner	Trademark	Filing Date	Reg. Date
1.	AHS Management Company, Inc.	EVERY DAY, EVERY DECISION	86557823	4831669
			03/09/2015	10/13/2015
2.	AHS Management Company, Inc.	HILLCREST	85582398	4234078
			03/28/2012	10/30/2012
3.	AHS Management Company, Inc.	OKLAHOMA SPINE & ORTHOPEDIC INSTITUTE	85183629	4018549
		INSTITUTE	11/23/2010	08/30/2011
4.	AHS Management Company, Inc.	ARDENT	78227069	3125592
			03/18/2003	08/08/2006
5.	AHS Management Company, Inc.	ARDENT HEALTH SERVICES	78227060	3125591
			03/18/2003	08/08/2006

			Appl. No.	Reg. No.
	Owner	Trademark	Filing Date	Reg. Date
6.	BSA Health System of Amarillo, LLC	THE DON & SYBIL HARRINGTON CANCER CENTER	78773992	3203704
			12/15/2005	01/30/2007
7.	AHS East Texas Health System, LLC	FIRST IN EAST TEXAS, SECOND TO NONE.	78743518	3221822
			11/31/2005	3/27/2007
8.	AHS East Texas Health System, LLC	ETMC	78656261	3257770
			6/22/2005	7/3/2007
9.	AHS East Texas Health System, LLC	WE CARE FOR EAST TEXAS	87295098	5275498
			1/10/2017	8/29/2017
10.	AHS Management Company, Inc.	ARDENT HEALTH SERVICES	78218487	3072711
			02/25/2003	03/28/2006
11.	AHS Oklahoma Heart, LLC	OKLAHOMA HEART LOGO	74293578	1776856
			07/13/1992	06/15/1993

Copyright Security Notice recorded on July 5, 2018 at Volume/Doc. No. 9958/782

# Copyrights

	Claimant	Title	Registration No.	Registration Date
1.	BSA Health System of Amarillo, LLC	HCC preliminary cancer risk assessment program	TX0004890073	10/28/1998
2.	BSA Health System of Amarillo, LLC	Preliminary cancer risk assessment program	TX0004445526	12/19/1996
3.	BSA Health System of Amarillo, LLC	Breast self-exam guide	TXu000539128	09/21/1992
4.	BSA Health System of Amarillo, LLC	Navigating the maze of cancer care; a patient's guide to cancer treatment	TXu000937829	02/28/2000

<u>December Non-Tenant Trademark Security Notice recorded on December 18, 2018 at Reel/Frame 6557/0463</u>

Trademarks

Registrations:

Mark	Serial No. Filing Date	Reg. No. Reg. Date	Status	Registrant
E-1 HD	85074166	4001157	Registered	LHP Operations
LHP Hospital Group, Inc	June 29, 2010	July 26, 2011		Co., LLC
L. IIIN	85074087	4109619	Registered	LHP Operations
L <sub>L</sub> J LNY	June 29, 2010	March 6, 2012		Co., LLC
	85072622	4001142	Registered	LHP Operations
30000	June 28, 2010	July 26, 2011		Co., LLC
CULTURE	85072609	3922661	Registered	LHP Operations
COLLABORATION	June 28, 2010	February 22,		Co., LLC
CAPITAL		2011		
LHP	85072605	3922660	Registered	LHP Operations
	June 28, 2010	February 22,		Co., LLC
		2011		
LHP HOSPITAL	85072596	3922659	Registered	LHP Operations
GROUP, INC.	June 28, 2010	February 22,		Co., LLC
		2011		

**RECORDED: 08/24/2021**