

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM716136

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
INFUSION ASSOCIATES MANAGEMENT, INC.		03/21/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	SPELL CAPITAL MEZZANINE PARTNERS SBIC II, LP		
Street Address:	222 South Ninth Street		
Internal Address:	Suite 2800		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	6571991	INFUSION ASSOCIATES	
Registration Number:	6285140	INFUSION ASSOCIATES	
CORRESPONDENCE DATA			
Fax Number:	3177133699		
<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:	3177133412		
Email:	twagner@taftlaw.com		
Correspondent Name:	Tiffini Wagner		
Address Line 1:	One Indiana Square		
Address Line 2:	Suite 3500		
Address Line 4:	Indianapolis, INDIANA 46204		
NAME OF SUBMITTER:	Tiffini Wagner		
SIGNATURE:	/ Tiffini Wagner /		
DATE SIGNED:	03/23/2022		
Total Attachments: 5			
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THIS INSTRUMENT IS SUBJECT TO THE TERMS OF A SECOND AMENDED AND RESTATED SUBORDINATION AGREEMENT DATED AS OF MARCH 21, 2022 BY SPELL CAPITAL MEZZANINE PARTNERS SBIC II, LP, A DELAWARE LIMITED PARTNERSHIP, AS SUBORDINATED CREDITOR IN FAVOR OF BYLINE BANK, AS SENIOR AGENT AND SENIOR LENDER, WHICH AGREEMENT (AS AMENDED IN ACCORDANCE WITH ITS TERMS) IS INCORPORATED HEREIN BY REFERENCE.

TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT (this “**Agreement**”), dated as of March 21, 2022, is made by each of the entities listed on the signature pages hereof (each a “**Grantor**” and, collectively, the “**Grantors**”), in favor of **SPELL CAPITAL MEZZANINE PARTNERS SBIC II, LP**, a Delaware limited partnership (the “**Purchaser**”) under that certain Note Purchase Agreement (defined below).

WHEREAS, INFUSION ASSOCIATES MANAGEMENT, INC., a Delaware corporation (“**Borrower**”), is a borrower under that certain Amended and Restated Note Purchase Agreement, dated as of the date hereof, among the Borrower, Infusion Associates Acquisition, Inc., a Delaware corporation (“**Parent**”), and the Purchaser (as amended, amended and restated, supplemented, or otherwise modified from time to time, the “**Note Purchase Agreement**”).

WHEREAS, the Borrower and Parent are party to that certain Security Agreement, dated as of November 30, 2018, in favor of the Purchaser (as amended, amended and restated, supplemented, or otherwise modified from time to time, the “**Security Agreement**”).

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby agrees as follows:

SECTION 1. **Defined Terms**. Except as otherwise expressly defined herein, all capitalized terms used in this Agreement shall have the meanings ascribed to them in the Security Agreement and, if not defined therein, in the Note Purchase Agreement. Any term used in the UCC and not defined in this Agreement, the Security Agreement, or the Credit Agreement shall have the meaning given to such term in the UCC.

SECTION 2. **Security Interest**. As security for the Obligations, each Grantor hereby grants to the Purchaser a continuing first priority security interest in and to and a lien on all of such Grantor’s right, title, and interest, whether now existing or hereafter arising or acquired, in and to its Trademarks, including but not limited to the Trademarks listed on Exhibit A attached hereto, excluding any Excluded Trademarks (the “**Collateral**”). Each Grantor hereby requests that the U.S. Commissioner of Patents and Trademarks record this Agreement with respect to the U.S. Trademarks listed on Exhibit A attached hereto.

SECTION 3. **Incorporation by Reference**. Each Grantor hereby acknowledges and affirms that the rights and remedies of Purchaser with respect to the Collateral are more fully set

forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

SECTION 4. **Counterparts**. This Agreement may be executed in any number of counterparts and by the different parties hereto in separate counterparts, each of which when so executed and delivered shall be an original, but all of which shall together constitute one and the same instrument.

[Remainder of page left intentionally blank.]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered as of the date first above written.

GRANTORS:

INFUSION ASSOCIATES MANAGEMENT,
INC., a Delaware corporation, as Grantor

By: 
Name: Derek McDowell
Title: President

INFUSION ASSOCIATES ACQUISITION,
INC., a Delaware corporation, as Grantor

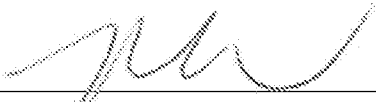
By: 
Name: Derek McDowell
Title: President

[Signature Page to Trademark Security Agreement]

Accepted:

SPELL CAPITAL MEZZANINE PARTNERS SBIC II, LP,
a Delaware limited partnership

By: SCMP MANAGEMENT II, LLC
Its: General Partner

By:  _____

Name: Mark K. McDonald
Title: Senior Managing Director

[Signature Page to Trademark Security Agreement]

TRADEMARK
REEL: 007668 FRAME: 0801

EXHIBIT A

**Trademarks, Trademark Applications
and Trademark Licenses**

Registered Trademarks

Owner of Record	Country	Mark	Application No.	Filing Date	Registration No.	Registration Date
Infusion Associates Management, Inc.	US	The logo features a stylized lowercase 'i' icon on the left, followed by the word 'Infusion' in a bold, sans-serif font, and 'ASSOCIATES' in a smaller, all-caps, sans-serif font below it.	90039630	7/7/2020	6571991	11/30/2021
Infusion Associates Management, Inc.	US	INFUSION ASSOCIATES	90039633	7/7/2020	6285140	3/2/2021