

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM725068

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PNC BANK, NATIONALASSOCIATION, successor to BBVA USA		04/22/2022	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	EMPI, INC. (f/k/a EMPI ACQUISITION CORP.)
Street Address:	301 East Orangethorpe Avenue
City:	Anaheim
State/Country:	CALIFORNIA
Postal Code:	92801
Entity Type:	Corporation: DELAWARE
Name:	EMPI HOLDING CORP.
Street Address:	301 East Orangethorpe Avenue
City:	Anaheim
State/Country:	CALIFORNIA
Postal Code:	92801
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1127697	
Registration Number:	1131727	
Registration Number:	1131970	AUTO-HAUS
Registration Number:	1893067	EMPI
Registration Number:	1019916	RACE-TRIM
Registration Number:	1043148	AUTO-HAUS
Registration Number:	1075435	AUTO HAUS
Registration Number:	1482271	EMPI
Registration Number:	3574379	A TRADITION OF PERFORMANCE

CORRESPONDENCE DATA

Fax Number:

TRADEMARK

REEL: 007707 FRAME: 0168

900691662

CH \$240.00 1127697

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: 212-728-8000
Email: ipdept@willkie.com
Correspondent Name: Matthew S. Makover
Address Line 1: 787 Seventh Avenue
Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	120593-00022
NAME OF SUBMITTER:	Matthew S. Makover
SIGNATURE:	/Matthew S. Makover/
DATE SIGNED:	04/29/2022

Total Attachments: 6
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TERMINATION OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

This **TERMINATION OF INTELLECTUAL PROPERTY SECURITY AGREEMENT**, dated as of April 22, 2022 (this "Termination"), is made by **PNC BANK, NATIONAL ASSOCIATION**, successor to BBVA USA, in its capacity as administrative agent pursuant to the Credit Agreement as defined below (in such capacity, the "Administrative Agent"), in favor of **EMPI, INC.** (f/k/a EMPI ACQUISITION CORP.), a Delaware corporation ("Borrower") and **EMPI HOLDING CORP.**, a Delaware corporation ("Holdings" and together with Borrower, collectively, the "Grantors"). All capitalized terms used but not otherwise defined herein have the meanings given to them in the Credit Agreement or the IP Security Agreement (as defined below), as applicable.

WHEREAS, pursuant to that certain Credit Agreement, dated as of July 31, 2018, by and among the Grantors, the several banks and financial institutions or entities party thereto as lenders (the "Lenders") and Administrative Agent, as administrative agent for the Lenders (as amended, restated, supplemented or otherwise modified, the "Credit Agreement"), the Lenders agreed to provide the Grantors with certain credit facilities;

WHEREAS, the Grantors, pursuant to that certain Intellectual Property Security Agreement, dated as of July 31, 2018, by the Grantors in favor of the Administrative Agent (the "IP Security Agreement"), granted to the Administrative Agent, for the benefit of the Lenders, a continuing security interest in and continuing lien on all of the Grantors' IP Collateral (as defined in the IP Security Agreement);

WHEREAS, the IP Security Agreement was recorded at the United States Patent and Trademark Office on July 31, 2018, at Reel 6397, Frame No. 0647; and

WHEREAS, the Administrative Agent has agreed to terminate and release its security interest in all of such IP Collateral, including, without limitation, the Copyrights identified on Schedule 1 attached hereto, the Trademarks identified on Schedule 2 attached hereto and the Patents identified on Schedule 3 attached hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. Release of Lien. The Administrative Agent hereby terminates the IP Security Agreement and hereby terminates, cancels and releases any and all mortgages, liens, and security interests that it has in, to and under the IP Collateral, including, without limitation, the Copyrights identified on Schedule 1 attached hereto, the Trademarks identified on Schedule 2 attached hereto and the Patents identified on Schedule 3 attached hereto.

2. Authorization to Record. The Administrative Agent authorizes and requests that the United States Patent and Trademark Office, the United States Copyright Office and any applicable government officer record this Termination.

3. Further Assurances. The Administrative Agent shall take all further actions, and provide to the Grantors, its successors, assigns or other legal representatives, all such cooperation

and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Grantors to more fully and effectively effectuate the purposes of this Termination, all at the sole expense of the Grantors.

4. Governing Law. This Termination shall be governed by, and construed and enforced in accordance with, the law of the State of New York.

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IN WITNESS WHEREOF, the Administrative Agent has caused this Termination of Intellectual Property Security Agreement to be duly executed as of the date first set forth above.

PNC BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 

Name: Ryan Thompson

Title: Senior Vice President, Relationship
Manager

[Signature Page to Termination of Intellectual Property Security Agreement]

COPYRIGHTS

None.

TRADEMARKS

<u>Grantor</u>	<u>Trademark</u>	<u>Registration Date</u>	<u>Status</u>	<u>Registration No.</u>
EMPI, Inc.	Auto Haus	12/11/1979	Registered	1,127,697
	Auto Haus	03/11/1980	Registered	1,131,727
	Auto Haus	03/11/1980	Registered	1,131,970
	EMPI	05/09/1995	Registered	1,893,067
	Race Trim	09/09/1975	Registered	1,019,916
	Auto Haus	07/06/1976	Registered	1,043,148
	Auto Haus	10/18/1977	Registered	1,075,435
	EMPI	03/29/1988	Registered	1,482,271
	Tradition of Performance	02/17/2009	Registered	3,574,379

PATENTS

None.