

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM726846

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Assignment of Intellectual Property Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Madison Capital Funding LLC		04/01/2022	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Apogem Capital LLC, as Successor Agent		
<b>Street Address:</b>	227 West Monroe Street		
<b>Internal Address:</b>	suite 5400		
<b>City:</b>	chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60606		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 12</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4413421	ZENITH AMERICAN SOLUTIONS	
<b>Registration Number:</b>	4266690	ZENITH AMERICAN SOLUTIONS	
<b>Registration Number:</b>	4037806	Z ZENITH ADMINISTRATORS	
<b>Registration Number:</b>	3887634	ATLAS	
<b>Registration Number:</b>	2511552	G	
<b>Registration Number:</b>	2511553	GEMGROUP	
<b>Registration Number:</b>	2459158	TOPAZ-DIRECT	
<b>Registration Number:</b>	2521638	RUBY-PLUS	
<b>Registration Number:</b>	2560948	EMERALD-TRAC	
<b>Registration Number:</b>	2513915	DIAMOND-TRUST	
<b>Registration Number:</b>	1597781	ZENITH ADMINISTRATORS	
<b>Registration Number:</b>	6306257	EMPLOYER EDGE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	3125778513		
<b>Email:</b>	gabriela.garcia@katten.com		

CH \$315.00 4413421

**Correspondent Name:** Gabriela Garcia c/o Katten Muchin  
**Address Line 1:** 525 W. Monroe Street  
**Address Line 4:** Chicago, ILLINOIS 60661

**NAME OF SUBMITTER:** Gabriela Garcia

**SIGNATURE:** /Gabriela Garcia/

**DATE SIGNED:** 05/10/2022

**Total Attachments: 4**

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**ASSIGNMENT OF INTELLECTUAL PROPERTY  
SECURITY AGREEMENTS**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENTS** (this “**Assignment**”), dated as of April 1, 2022, is by **MADISON CAPITAL FUNDING LLC** (individually, “**MCF**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **APOGEM CAPITAL LLC** (individually, “**Apogem**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

**RECITALS:**

**WHEREAS**, Zenith American Solutions, Inc., a Maryland corporation (as “**Grantor**”) and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) covering certain intellectual property set forth on Exhibit B attached hereto; and

**WHEREAS**, pursuant to that certain Omnibus Agency Transfer and Sub-Agent Appointment Agreement by and between MCF, as the Retiring Agent, and Apogem, as the Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

**NOW, THEREFORE**, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

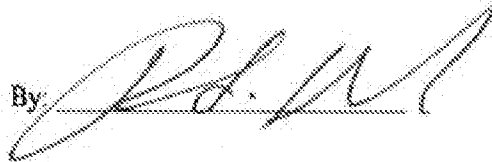
*(Remainder of page left intentionally blank; signatures follow.)*

IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

**RETIRING AGENT:**

**MADISON CAPITAL FUNDING LLC**

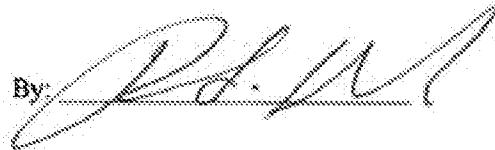
By: Apogem Capital LLC, its manager

By: 

Name: Patrick D. Koehl  
Title: Director

**SUCCESSOR AGENT:**

**APOGEM CAPITAL LLC**

By: 

Name: Patrick D. Koehl  
Title: Director

**EXHIBIT A**

Copyright Security Agreement dated as of December 13, 2017 and filed with the United States Copyright Office on January 25, 2018 in Volume 9953, Document 635.

Copyright Security Agreement dated as of November 30, 2021 and filed with the United States Copyright Office on November 30, 2021 in Volume 15004, Document 817.

Trademark Security Agreement dated as of December 13, 2017 and filed with the United States Patent and Trademark Office on December 13, 2017 at Reel 6277, Frame 0003.

Trademark Security Agreement dated as of November 30, 2021 and filed with the United States Patent and Trademark Office on November 30, 2021 at Reel 7510, Frame 0790.

## EXHIBIT B

### Copyright Registrations

Title	Registration No.	Registration Date	Grantor
Emerald trac	TX5926667	4/8/04	ZENITH AMERICAN SOLUTIONS, INC.
Employer Edge.	TX0008970128	6/4/21	ZENITH AMERICAN SOLUTIONS, INC.
Get Next.	TXu002277819	8/23/21	ZENITH AMERICAN SOLUTIONS, INC.

### Trademark Registrations

Mark	Application No.	Registration No.	Grantor
ZENITH AMERICAN SOLUTIONS	85754852	4413421	ZENITH AMERICAN SOLUTIONS, INC.
ZENITH AMERICAN SOLUTIONS	85445761	4266690	ZENITH AMERICAN SOLUTIONS, INC.
Z ZENITH ADMINISTRATORS	85239088	4037806	ZENITH AMERICAN SOLUTIONS, INC.
ATLAS	77830200	3887634	ZENITH AMERICAN SOLUTIONS, INC.
G	75781937	2511552	ZENITH AMERICAN SOLUTIONS, INC.
GEMGROUP	75781958	2511553	ZENITH AMERICAN SOLUTIONS, INC.
TOPAZ-DIRECT	75782008	2459158	ZENITH AMERICAN SOLUTIONS, INC.
RUBY-PLUS	75782269	2521638	ZENITH AMERICAN SOLUTIONS, INC.
EMERALD-TRAC	75781938	2560948	ZENITH AMERICAN SOLUTIONS, INC.
DIAMOND-TRUST	75782268	2513915	ZENITH AMERICAN SOLUTIONS, INC.
ZENITH ADMINISTRATORS	73805058	1597781	ZENITH AMERICAN SOLUTIONS, INC.
EMPLOYER EDGE	90103942	6306257	ZENITH AMERICAN SOLUTIONS, INC.