

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM743932

<b>SUBMISSION TYPE:</b>	RESUBMISSION		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>RESUBMIT DOCUMENT ID:</b>	900696926		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Madison Capital Funding LLC		05/19/2022	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: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	90590385	ROCKPORT BENEFITS	
<b>Serial Number:</b>	90590426	ROCKPORT BENEFITS	
<b>Serial Number:</b>	75369187	PROFESSIONAL RESOURCE NETWORK	
<b>Serial Number:</b>	73696972	IOA RE	
<b>Serial Number:</b>	73693723	IOA RE	
<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>	212.940.6562		
<b>Email:</b>	joanne.arnold@katten.com		
<b>Correspondent Name:</b>	Joanne BL Arnold		
<b>Address Line 1:</b>	Katten		
<b>Address Line 2:</b>	50 Rockefeller Plaza		
<b>Address Line 4:</b>	New York, NEW YORK 10020-1605		
<b>ATTORNEY DOCKET NUMBER:</b>	214338.00668		
<b>NAME OF SUBMITTER:</b>	Joanne BL Arnold		

<b>SIGNATURE:</b>	/Joanne BL Arnold/
<b>DATE SIGNED:</b>	07/27/2022
<b>Total Attachments: 4</b> source=apogem elmc ipsa assignment (ioa) executed 2022#page1.tif source=apogem elmc ipsa assignment (ioa) executed 2022#page2.tif source=apogem elmc ipsa assignment (ioa) executed 2022#page3.tif source=apogem elmc ipsa assignment (ioa) executed 2022#page4.tif	

**ASSIGNMENT OF INTELLECTUAL PROPERTY  
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “**Assignment**”), dated as of May 19, 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**, IOA RE, LLC, as “Grantor”, and Retiring Agent are parties to that certain intellectual property security agreement 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, the “**Agreement**”) 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.

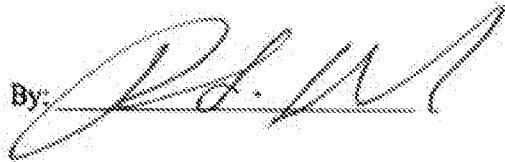
*(Remainder of page left intentionally blank; signatures follow.)*

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**

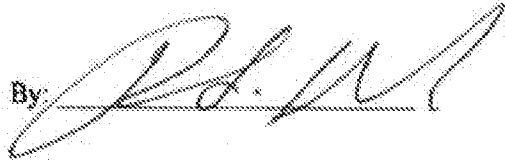
By: Apogem Capital LLC, its manager

By: 

Name: Patrick D. Koehl  
Title: Director

**SUCCESSOR AGENT:**

**APOGEM CAPITAL LLC**

By: 



Name: Patrick D. Koehl  
Title: Director

EXHIBIT A

Trademark Security Agreement dated as of March 31, 2022 and filed with the United States Patent and Trademark Office on March 31, 2022 at Reel 7676, Frame 0773.

EXHIBIT B

Trademark Registrations and Applications

Mark	Application No.	Application Date	Registration No.	Registration Date	Owner/Applicant
ROCKPORT BENEFITS	90590385	3/19/21	N/A	N/A	IOA Re, LLC
 ROCKPORT BENEFITS	90590426	3/19/21	N/A	N/A	IOA Re, LLC
PROFESSIONAL RESOURCE NETWORK	75369187	10/6/97	2349133	5/9/00	IOA Re, LLC
IOA RE	73696972	11/23/87	1496163	7/12/88	IOA Re, LLC
 RE	73693723	11/5/87	1501608	8/23/88	IOA Re, LLC