

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM752881

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
METRICSTREAM, INC.		08/31/2022	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	BLUE TORCH FINANCE LLC
Street Address:	150 E. 58th Street
Internal Address:	39th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10155
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2914547	METRICSTREAM
Registration Number:	4917723	COMPLIANCE ONLINE THE LARGEST GRC ADVISO
Registration Number:	4745021	GRC JOURNEY
Registration Number:	4745028	GRC JOURNEY
Registration Number:	4701627	GRCINTELLIGENCE.COM
Registration Number:	4663947	INFOLET
Registration Number:	5303009	M7
Registration Number:	5302922	PRESERVE. PROTECT. PERFORM.
Registration Number:	6311687	PERFORM WITH INTEGRITY
Registration Number:	4965154	PERVASIVE GRC
Registration Number:	3237734	ZAPLET
Serial Number:	88817577	METRICSTREAM
Serial Number:	90620934	THRIVE ON RISK

CORRESPONDENCE DATA

Fax Number: 7045032622

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.

OP \$340.00 2914547

Phone: 7045032600
Email: msheehan@kslaw.com
Correspondent Name: King & Spalding LLP
Address Line 1: 300 S. Tryon St., Ste 1700
Address Line 2: Attn: Moira Sheehan
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER: 30359.515019

NAME OF SUBMITTER: Moira Sheehan

SIGNATURE: /s/ Moira Sheehan

DATE SIGNED: 09/01/2022

Total Attachments: 5

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ASSIGNMENT FOR SECURITY – TRADEMARKS

WHEREAS, MetricStream, Inc., a Delaware corporation (the “Assignor”) has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the “Trademarks”);

WHEREAS, the Assignor has entered into a Pledge and Security Agreement, dated as of August 31, 2022 (as amended, restated, supplemented, modified or otherwise changed from time to time, the “Security Agreement”), in favor of Blue Torch Finance LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the “Assignee”); and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Secured Parties (as defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the “Collateral”), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee and the Secured Parties a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee 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.

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IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of August , 2022.
31st

METRICSTREAM, INC.

DocuSigned by:

Mike Strambi

By: _____
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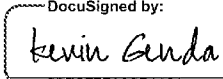
Name: Mike Strambi

Title: Chief Financial Officer

ACCEPTED AND AGREED:

BLUE TORCH FINANCE LLC,
as Collateral Agent

By: Blue Torch Capital LP, its managing member

By:  DocuSigned by:
33D5F7A88E142A
Name: Kevin Genda
Title: Authorized Signer

SCHEDULE A TO ASSIGNMENT FOR SECURITY

Trademark Registrations and Applications

<u>Name of Loan Party</u>	<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>	<u>Registered Owner</u>	<u>Mark</u>
MetricStream, Inc.	USA	88817577		3/3/2020	MetricStream, Inc.	METRICSTREAM
MetricStream, Inc.	USA	2914547	12/28/2004		MetricStream, Inc.	MetricStream
MetricStream, Inc.	USA	4917723	15-Mar-2016	30-Jan-2015	MetricStream, Inc.	Compliance Online The Largest GRC Advisory Network & Design
MetricStream, Inc.	USA	4745021	26-May-2015	16-May-2014	MetricStream, Inc.	GRC Journey
MetricStream, Inc.	USA	4745028	26-May-2015	21-May-2014	MetricStream, Inc.	GRC Journey
MetricStream, Inc.	USA	4701627	10-Mar-2015	16-May-2014	MetricStream, Inc.	GRCINTELLIGENCE.COM
MetricStream, Inc.	USA	4663947	30-Dec-2014	05-Aug-2014	MetricStream, Inc.	INFOLET
MetricStream, Inc.	USA	5303009	03-Oct-2017	19-Aug-2016	MetricStream, Inc.	M7
MetricStream, Inc.	USA	2914547	28-Dec-2004	08-Aug-2003	MetricStream, Inc.	METRICSTREAM
MetricStream, Inc.	USA	5302922	03-Oct-2017	01-Aug-2016	MetricStream, Inc.	Preserve. Protect. Perform.
MetricStream, Inc.	USA	6311687	06-Apr-2021	21-Jun-2019	MetricStream, Inc.	PERFORM WITH INTEGRITY
MetricStream, Inc.	USA	88/817577		02-Mar-2020	MetricStream, Inc.	METRICSTREAM

<u>Name of Loan Party</u>	<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>	<u>Registered Owner</u>	<u>Mark</u>
MetricStream, Inc.	USA	90/620934		02-Apr-2021	MetricStream, Inc.	THRIVE ON RISK
MetricStream, Inc.	USA	4965154	05/24/2016		MetricStream, Inc.	PERVASIVE GRC
MetricStream, Inc.	USA	3237734	05/01/2007		MetricStream, Inc.	ZAPLET