

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM776957

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BNP Paribas		12/28/2022	Public Limited Company: FRANCE
RECEIVING PARTY DATA			
Name:	Alter Domus Products Corp.		
Street Address:	225 W. Washington Street, 9th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 42			
Property Type	Number	Word Mark	
Serial Number:	85416560	ABRAXAS A GEO GROUP COMPANY	
Serial Number:	76243395	ACCUTRAX	
Serial Number:	86161144	ADAPTIVE FACIAL RECOGNITION	
Serial Number:	87019356	AFR	
Serial Number:	76523691	BEHAVIORAL INTERVENTIONS	
Serial Number:	76417258	BI	
Serial Number:	85404475	BI A GEO GROUP COMPANY	
Serial Number:	87030717	BI ANALYTICS	
Serial Number:	86240956	BI LOC8	
Serial Number:	74333345	BI PROFILE	
Serial Number:	86722860	BI SL2	
Serial Number:	77594919	BI TAD	
Serial Number:	77221719	BI TOTALACCESS	
Serial Number:	76345976	BI VOICEID	
Serial Number:	76399311	DRIVE-BI	
Serial Number:	76515606	EXACUTRACK	
Serial Number:	86972840		
Serial Number:	85795171	GEO	
Serial Number:	85796871	GEO	

CH \$1065.00 85416560

Property Type	Number	Word Mark
Serial Number:	85797378	GEO
Serial Number:	85416556	GEO CARE
Serial Number:	86588744	GEO CARE
Serial Number:	85884101	GEO COMMUNITY SERVICES
Serial Number:	85440063	GEO CONTINUUM OF CARE
Serial Number:	87185111	GEO CONTINUUM OF CARE
Serial Number:	85884080	GEO CORRECTIONS & DETENTION
Serial Number:	85931210	GEO CORRECTIONS & DETENTION
Serial Number:	85795190	GEO GOING GREEN
Serial Number:	78293166	GEO GROUP, INC.
Serial Number:	85883617	GEO THE GEO GROUP, INC.
Serial Number:	85416282	GEO TRANSPORT
Serial Number:	78683487	GROUPGUARD
Serial Number:	78683491	GROUPGUARD PLUS
Serial Number:	75594440	GUARDCENTER
Serial Number:	75911565	GUARDSERVER
Serial Number:	75660401	GUARDWARE
Serial Number:	75912760	HOMEGUARD
Serial Number:	86059370	PROTOCOL
Serial Number:	86059520	PROTOCOL GLOBAL SOLUTIONS
Serial Number:	77753585	SAFETY SECURITY SERVICE
Serial Number:	75388252	SOBRIETOR
Serial Number:	78307754	THE GEO GROUP, INC.

CORRESPONDENCE DATA

Fax Number:

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: 3127018637

Email: ipdocket@mayerbrown.com

Correspondent Name: William R. Siegel, Mayer Brown LLP

Address Line 1: 71 S. Wacker Drive

Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	21682678
NAME OF SUBMITTER:	William R. Siegel
SIGNATURE:	/william r siegel/
DATE SIGNED:	12/28/2022

Total Attachments: 9

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ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL

THIS ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL (this "Assignment"), dated as of December 28, 2022, is from BNP Paribas, as prior administrative agent under the Credit Agreement (as defined below) (in such capacity, the "Prior Administrative Agent"), to Alter Domus Products Corp., as new administrative agent under the Credit Agreement (in such capacity, the "New Administrative Agent").

WITNESSETH:

WHEREAS, The GEO Group, Inc. ("GEO"), GEO Corrections Holdings, Inc., the Lenders from time to time party thereto and the Prior Administrative Agent entered into that certain Third Amended and Restated Credit Agreement, dated as of March 23, 2017 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"; all capitalized terms used and not defined herein shall have the meaning given thereto in the Credit Agreement or the applicable Security Document (as defined in the Credit Agreement));

WHEREAS, pursuant to (i) that certain Intellectual Property Security Agreement, dated as of March 11, 2011, entered into by GEO, Cornell Companies, Inc. ("Cornell") and B.I. Incorporated ("BI") in favor of the Prior Administrative Agent for the Secured Parties, recorded with the United States Patent and Trademark Office ("USPTO") at reel/frame 004497/0507, 004497/0519, 004997/0387 and 004997/0426 (the "IP Security Agreement"); (ii) that certain Amended and Restated Trademark Security Agreement, dated as of April 19, 2013, entered into by GEO, Cornell, GEO Transport, Inc. ("Transport") and BI in favor of the Prior Administrative Agent for the Secured Parties, recorded with the USPTO at reel/frame 005011/0616 (the "A&R Trademark Security Agreement"); and (iii) that certain Second Amended and Restated Trademark Security Agreement, dated as of June 13, 2017, entered into by GEO, Cornell, Transport, BI, Protocol Criminal Justice, In. and BI Mobile Breath, Inc. in favor of the Prior Administrative Agent for the Secured Parties, recorded with the USPTO at reel/frame 006106/0273 (the "Second A&R Trademark Security Agreement", and together with the IP Security Agreement and the A&R Trademark Security Agreement, the "Existing Trademark Security Agreement"), each of the grantors under the applicable Existing Trademark Security Agreement granted a security interest to the Prior Administrative Agent, for the ratable benefit of the Secured Parties, in certain Trademarks and Trademark Licenses, including those set forth on Schedule 1 attached hereto; and

WHEREAS, the Prior Administrative Agent has assigned all of its rights, powers and privileges as Administrative Agent under the Existing Trademark Security Agreement to the New Administrative Agent.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Assignment, the Prior Administrative Agent hereby acknowledges and agrees as follows:

1. Assignment of Security Interest. The Prior Administrative Agent hereby assigns all of its rights, title, and interest in, to and under the Existing Trademark Security Agreement to the New Administrative Agent, as Administrative Agent for the Secured Parties.

2. Recordation. The Prior Administrative Agent shall, or hereby authorizes the New Administrative Agent or the New Administrative Agent's designee to, (i) record this Assignment with the USPTO and (ii) record or file this Assignment with any other applicable governmental office or agency.

3. Execution in Counterparts. This Assignment may be executed in any number of counterparts (including by telecopy or by electronic transmission), each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

4. Governing Law. This Assignment shall be governed by, construed and enforced in accordance with the laws of the State of New York (including Section 5-1401 and Section 5-1402 of the General Obligations Law of the State of New York), without regard to the conflicts of law provisions of such state.

[Signature pages follow]

IN WITNESS WHEREOF, the undersigned has executed this Assignment by its duly authorized officer as of the date first written above.

PRIOR ADMINISTRATIVE AGENT:

BNP PARIBAS



By: _____

Name: James Goodall

Title: Managing Director



By: _____

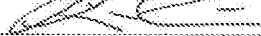
Name: Kyle Fitzpatrick

Title: Director

Accepted and agreed as of the date first written above:

NEW ADMINISTRATIVE AGENT:

ALTER DOMUS PRODUCTS CORP.

By:  _____

Name: Pinju Chiu

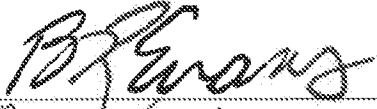
Title: Associate Counsel

[Signature Page to Assignment of Security Interest in Trademark Collateral]

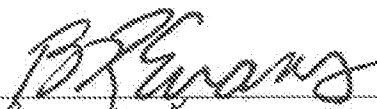
TRADEMARK
REEL: 007932 FRAME: 0784

Acknowledged by:

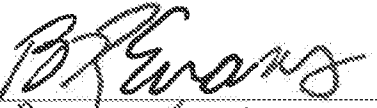
THE GEO GROUP, INC.

By: 
Name: Brian E. Evans
Title: Senior Vice President, & Chief Financial officer


CORNELL COMPANIES, INC.

By: 
Name: Brian E. Evans
Title: Vice President, & Chief financial officer

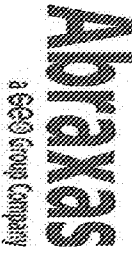
GEO TRANSPORT, INC.

By: 
Name: Brian R. Evans
Title: Vice President, & Treasurer

**B.I. INCORPORATED
PROTOCOL CRIMINAL JUSTICE, INC.
BI MOBILE BREATH, INC.**

By: 
Name: Brian R. Evans
Title: Vice President, Finance

Schedule 1
to Assignment of Security Interest in Trademark Collateral

MARK	DATE FILED	STATUS	APPLICATION #	REGISTRATION DATE	REGISTRATION #	CLASS CODE	OWNER	IMAGE
ABRAXAS A GEO GROUP COMPANY	2011-09-07	Registered	85/416,560	2012-06-12	4157043	43, 44	The Geo Group, Inc.	
ACCUTRAX	2001-04-19	Registered	76/243,395	2003-08-26	2756906	9	BI Incorporated	ACCUTRAX
ADAPTIVE FACIAL RECOGNITION	2014-01-09	Pending	86/161,144			10	Soberlink Inc.	Adaptive Facial Recognition
AFR (2)	2016-04-29	Pending	87/019,356			10	Soberlink Inc.	AFR
BEHAVIORAL INTERVENTIONS	2003-06-19	Registered	76/523,691	2004-09-21	2887948	42	BI Incorporated	BEHAVIORAL INTERVENTIONS
BI (LOGO)	2002-06-03	Registered	76/417,258	2003-03-18	2697736	9	BI Incorporated	BI
BI A GEO GROUP COMPANY (LOGO)	2011-08-23	Registered	85/404,475	2012-07-17	4174328	44,45	BI Incorporated	BI a Geo Group Company
BI ANALYTICS	2016-05-10	Pending	87/030,717			42	BI Incorporated	BI ANALYTICS
BI LOC8	2014-04-03	Registered	86/240,956	2015-12-01	4863904	9	BI Incorporated	BI LOC8
BI PROFILE	1992-11-23	Registered	74/333,345	1993-08-17	1788412	35	BI Incorporated	
BI SL2	2015-08-12	Pending	86/722,860			10	BI Incorporated	BI SL2

MARK	DATE FILED	STATUS	APPLICATION #	REGISTRATION DATE	REGISTRATION #	CLASS CODE	OWNER	IMAGE
BI TAD	2008-10-17	Registered	77/594,919	2010-05-25	3794108	9	BI Incorporated	BI TAD
BI TOTALACCESS	2007-07-03	Registered	77/221,719	2009-06-02	3632090	42	BI Incorporated	BI TOTALACCESS
BI VOICEID	2001-12-06	Registered	76/345,976	2003-03-11	2695057	42	BI Incorporated	BI VOICEID
DRIVE-BI	2002-04-24	Registered	76/399,311	2003-03-11	2695411	9	BI Incorporated	DRIVE-BI
EXACUTRACK	2003-05-20	Registered	76/515,606	2005-03-22	2935437	9	BI Incorporated	EXACUTRACK
FAMILY CASE MANAGEMENT PLAN (LOGO)	2016-04-12	Pending	86/972,840			44	BI Incorporated	
GEO (CONTINENTS)	2012-12-05	Registered	85/795,171	2013-07-23	4371884	35,36,37,42, 45	The Geo Group, Inc.	
GEO (UK)	2012-12-06	Registered	85/796,871	2013-08-27	4391246	35,36,37,42, 45	The Geo Group, Inc.	
GEO (USA)	2012-12-07	Registered	85/797,378	2015-01-27	4679344	35,36,37,42, 45	The Geo Group, Inc.	
GEO CARE (1) (LOGO)	2011-09-07	Registered	85/416,556	2012-06-12	4157042	43, 44	The Geo Group, Inc.	
GEO CARE (2) (LOGO)	2015-04-06	Registered	86/588,744	2016-04-12	4938227	43, 44	The Geo Group, Inc.	

MARK	DATE FILED	STATUS	APPLICATION #	REGISTRATION DATE	REGISTRATION #	CLASS CODE	OWNER	IMAGE
GEO COMMUNITY SERVICES	2013-03-22	Registered	85/884,101	2015-01-13	4669497	41,43,44,45	The Geo Group, Inc.	
GEO CONTINUUM OF CARE	2011-10-05	Registered	85/440,063	2014-01-21	4471328	39,41,43,44,45	The Geo Group, Inc.	
GEO CONTINUUM OF CARE (LOGO)	2016-09-27	Pending	87/185,111			39,41,43,44,45	The Geo Group, Inc.	
GEO CORRECTIONS & DETENTION (CONTINENTS) (LOGO)	2013-03-22	Registered	85/884,080	2013-11-12	4432054	35,39	The Geo Group, Inc.	
GEO CORRECTIONS & DETENTION (US) (LOGO)	2013-05-14	Registered	85/931,210	2014-04-15	4516304	35,39	The Geo Group, Inc.	
GEO GOING GREEN	2012-12-05	Registered	85/795,190	2013-08-06	4379416	35,36,37,42,45	The Geo Group, Inc.	
GEO GROUP, INC.	2003-08-27	Registered	78/293,166	2006-09-05	3139781	35,36,37,42	The Geo Group, Inc.	
GEO THE GEO GROUP, INC. (LOGO)	2013-03-22	Registered	85/883,617	2013-11-12	4432031	35,36,37,42,45	The Geo Group, Inc.	
GEO TRANSPORT (LOGO)	2011-09-07	Registered	85/416,282	2012-11-13	4240386	39	Geo Transport, Inc.	
GROUPGUARD	2005-08-02	Registered	78/683,487	2008-11-18	3535405	9	B.I. Incorporated	

MARK	DATE FILED	STATUS	APPLICATION #	REGISTRATION DATE	REGISTRATION #	CLASS CODE	OWNER	IMAGE
GROUPGUARD PLUS	2005-08-02	Registered	78/683,491	2007-01-30	3203565	9	B.I. Incorporated	GROUPGUARD PLUS
GUARDCENTER	1998-11-24	Registered	75/594,440	2000-11-21	2407060	42	BI Incorporated	GUARDCENTER
GUARDSERVER	2000-02-07	Registered	75/911,565	2002-05-28	2574311	9	BI Incorporated	GUARDSERVER
GUARDWARE	1999-03-15	Registered	75/660,401	2001-11-27	2513121	9	BI Incorporated	
HOMEGUARD	2000-02-08	Registered	75/912,760	2002-10-08	2633464	9	BI Incorporated	HOMEGUARD
PROTOCOL	2013-09-09	Registered	86/059,370	2014-11-11	4635421	35,38	Protocol Criminal Justice, Inc.	PROTOCOL
PROTOCOL GLOBAL SOLUTIONS	2013-09-09	Registered	86/059,520	2014-11-11	4635423	35,38	Protocol Criminal Justice, Inc.	PROTOCOL GLOBAL SOLUTIONS
SAFETY SECURITY SERVICE	2009-06-05	Registered	77/753,585	2010-07-13	3819876	43,44,45	Cornell Companies, Inc.	SAFETY SECURITY SERVICE
SOBRIETOR	1997-11-12	Registered	75/388,252	2000-01-11	2307826	9	BI Incorporated	SOBRIETOR
THE GEO GROUP, INC.	2003-09-30	Registered	78/307,754	2007-08-07	3276095	35,36,37,42	The Geo Group, Inc.	THE GEO GROUP, INC.