

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM821105

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Security Interest in Trademark Collateral at R/F 7831/0481		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Credit Suisse AG, Cayman Islands Branch		06/30/2023	Bank: SWITZERLAND
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A.		
Street Address:	CIB DMO WLO		
Internal Address:	Mail Code NY1-C413, 4 CMC		
City:	Brooklyn		
State/Country:	NEW YORK		
Postal Code:	11245		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	4132309	H	
Registration Number:	4132310	H	
Registration Number:	6191012	HSA ASSIST	
Registration Number:	3818015	PAYFLEX	
Registration Number:	2875970	PAYFLEX	
Registration Number:	4020090	PAYFLEX CARD	
Registration Number:	4653306	PAYFLEX MOBILE	
Serial Number:	88928005	EVERBETTER	
Serial Number:	88928007	EVERBETTER	
Serial Number:	90726477	PAYFLEX SPECIALIZED HRA	
CORRESPONDENCE DATA			
Fax Number:	2127514864		
<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>			
Phone:	2129061209		
Email:	jess.bajada-bartlett@lw.com		
Correspondent Name:	LATHAM & WATKINS C/O J. Bajada-Bartlett		
Address Line 1:	1271 Avenue of the Americas		

OP \$265.00 4132309

Address Line 4:	New York, NEW YORK 10020
ATTORNEY DOCKET NUMBER:	049067-0490
NAME OF SUBMITTER:	Jessica Bajada-Bartlett
SIGNATURE:	/s/ Jessica Bajada-Bartlett
DATE SIGNED:	06/30/2023
Total Attachments: 4 source=Millennium - Assignment of Security Interest (Trademark) (Executed)(143355738.1)#page1.tif source=Millennium - Assignment of Security Interest (Trademark) (Executed)(143355738.1)#page2.tif source=Millennium - Assignment of Security Interest (Trademark) (Executed)(143355738.1)#page3.tif source=Millennium - Assignment of Security Interest (Trademark) (Executed)(143355738.1)#page4.tif	

ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL

This ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL (this "Assignment"), dated as of June 30, 2023, is entered into by and between CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH ("Assignor") and JPMORGAN CHASE BANK, N.A. ("Assignee"). All capitalized terms used herein and not otherwise defined shall have the respective meanings given to such terms in the Trademark Security Agreement (as defined below), whether defined directly therein or by reference to another agreement.

WHEREAS, pursuant to that certain First Lien Security Agreement, dated as of March 29, 2019 (as may have been amended, restated, amended and restated, extended, replaced, refinanced, supplemented or otherwise modified from time to time, the "Security Agreement") among the Grantors and Assignor, PayFlex Systems USA, Inc. ("PayFlex") executed and delivered that certain Security Agreement Supplement for Trademarks, dated as of August 24, 2022 (the "Trademark Security Agreement"), which was recorded in the United States Patent and Trademark Office ("USPTO") on August 25, 2022, at Reel/Frame 7831/0481;

WHEREAS, pursuant to the Security Agreement and the Trademark Security Agreement, PayFlex granted to the Assignor, for the benefit of the Secured Parties, a security interest (the "Security Interest") in all of PayFlex's right, title and interest in and to the Collateral (excluding any Excluded Property), including (a) all Trademarks, including the registered Trademarks and Trademarks for which applications are pending in the USPTO that are set forth in Schedule I hereto, (b) all Proceeds and products of the foregoing, and (c) all causes of action arising prior to or after the date hereof for infringement of any of the Trademarks, or unfair competition regarding the same;

WHEREAS, pursuant to that certain Successor Agent Appointment and Agency Transfer Agreement, dated as of June 30, 2023, Assignor assigned, transferred and conveyed to Assignee the Security Interest in the Collateral; and

WHEREAS, Assignor and Assignee desire to confirm the foregoing assignment in this Assignment for purposes of recording it with the USPTO.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee, for the benefit of Assignee and the Secured Parties, and Assignee hereby accepts such assignment, transfer and conveyance from Assignor, without recourse, warranty or representation, express or implied, statutory or otherwise, all of Assignor's right, title and interest in, to and under, the Trademark Security Agreement, including, without limitation, the Security Interest in the Collateral.

[Signature pages follow]

IN WITNESS WHEREOF, Assignor has duly executed this ASSIGNMENT OF SECURITY INTEREST
IN TRADEMARK COLLATERAL as of the date first above written.

**CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH, as Assignor**

By: 

Name: D. Andrew Maletta

Title: Authorized Signatory

By: 

Name: Ilan Dolgin

Title: D. Andrew Maletta

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

**TRADEMARK
REEL: 008118 FRAME: 0687**

ACCEPTANCE

Assignee, as successor collateral agent, accepts the foregoing Assignment.

DATED as of the 30th day of June, 2023.

JPMORGAN CHASE BANK, N.A.
as Assignee

By: 

Name: Frank B. Gary IV
Title: Executive Director

SCHEDULE I

TRADEMARK REGISTRATIONS AND APPLICATIONS

Registered owner/ Grantor	Trademark	Registration No. or Application No.
PayFlex Systems, USA, Inc.	EVERBETTER	88928005
PayFlex Systems, USA, Inc.	EVERBETTER	88928007
PayFlex Systems, USA, Inc.		4132309
PayFlex Systems, USA, Inc.		4132310
PayFlex Systems, USA, Inc.	HSA ASSIST	6191012
PayFlex Systems, USA, Inc.	PAYFLEX	3818015
PayFlex Systems, USA, Inc.	PAYFLEX	2875970
PayFlex Systems, USA, Inc.	PAYFLEX CARD	4020090
PayFlex Systems, USA, Inc.	PAYFLEX MOBILE	4653306
PayFlex Systems, USA, Inc.	PAYFLEX SPECIALIZED HRA	90726477