

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM831354

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
First-Citizens Bank & Trust Company	FORMERLY Successor by purchase to the FDIC as Receiver for Silicon Valley Bridge Bank, N.A., as successor to Silicon Valley Bank	08/10/2023	Chartered Bank: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	Recurly, Inc.		
Street Address:	201 Spear Street, Suite 1100		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94105		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4062357	RECURLY	
CORRESPONDENCE DATA			
Fax Number:	2132897727		
<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:	2134262623		
Email:	measonpriest@goodwinlaw.com		
Correspondent Name:	Michele Eason-Priest/Goodwin Procter LLP		
Address Line 1:	601 S Figueroa St Fl 41		
Address Line 4:	Los Angeles, CALIFORNIA 90017		
ATTORNEY DOCKET NUMBER:	139778.373267		
NAME OF SUBMITTER:	Michele A Eason-Priest		
SIGNATURE:	/s/ Michele Eason-Priest		
DATE SIGNED:	08/11/2023		
Total Attachments: 6			
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**TERMINATION AND RELEASE OF
INTELLECTUAL PROPERTY SECURITY AGREEMENT**

This **TERMINATION AND RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “*Termination and Release*”) is granted as of August 10, 2023 by **FIRST-CITIZENS BANK & TRUST COMPANY** (successor by purchase to the Federal Deposit Insurance Corporation as Receiver for Silicon Valley Bridge Bank, N.A. (as successor to Silicon Valley Bank)) (“*SVB*”) as administrative agent and collateral agent (in such capacities, together with its successors and permitted assigns, “*Agent*”), in favor of **RECURLY, INC.**, a Delaware corporation (the “*Grantor*”).

WHEREAS, the Grantor executed and delivered an Intellectual Property Security Agreement, dated as of August 6, 2020 (the “*IPSA*”) pursuant to the Credit Agreement and the Guarantee and Collateral Agreement (each as defined or referred to therein), and pursuant to the *IPSA* and the Guarantee and Collateral Agreement, granted to the Agent a security interest in all of its right, title and interest in its Intellectual Property, including (a) all of the Grantor’s Copyrights and Copyright Licenses referred to on Exhibit A of the *IPSA*; (b) all of the Grantor’s Patents and Patent Licenses referred to on Exhibit B of the *IPSA*; and (c) all of the Grantor’s Trademarks and Trademark Licenses, including, without limitation, those referred to on Exhibit C of the *IPSA* (but excluding any intent-to-use trademark application prior to the filing of a “Statement of Use” or “Amendment to Allege Use” with the United States Patent and Trademark Office (the “*USPTO*”) with respect thereto, to the extent that the grant of a security interest therein would impair the validity or enforceability of such intent-to-use trademark application under applicable federal law); (b) all renewals and extensions of the foregoing; (c) all goodwill of the business connected with the use of, and symbolized by, each such Trademark; and (d) all income, royalties, proceeds and Liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof (collectively the “*Intellectual Property Collateral*”), notice of which was recorded with the USPTO on August 6, 2020, at Reel 7016, Frame 0734 with respect to the Grantor’s Trademarks.

WHEREAS, Grantor has requested that Agent hereby terminate, release and discharge fully its security interests in and liens on all right, title and interest of Grantor in, to and under all of the Intellectual Property Collateral as herein provided; and

WHEREAS, Grantor has requested that Agent provide a document suitable for recording with the USPTO to evidence the release of Agent’s security interests in and liens on the Intellectual Property Collateral as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby:

1. terminates the *IPSA* and releases, terminates and discharges fully all liens and security interests thereunder in Grantor’s right, title and interest in, to and under the Intellectual Property Collateral, including, without limitation, the trademarks and copyrights identified in Schedule I hereto;
2. reassigns, grants and conveys to Grantor any and all right, title and interest it has in the Intellectual Property Collateral; and
3. authorizes and requests that this Termination and Release be recorded with the USPTO.

**THIS TERMINATION AND RELEASE AND THE RIGHTS AND OBLIGATIONS OF THE
PARTIES HEREUNDER SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND**

INTERPRETED IN ACCORDANCE WITH, THE INTERNAL LAWS (AND NOT THE CONFLICT OF LAW RULES) OF THE STATE OF NEW YORK.

[Signature page follows]

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

FIRST-CITIZENS BANK & TRUST COMPANY
(successor by purchase to the Federal Deposit Insurance Corporation as Receiver for Silicon Valley Bridge Bank, N.A. (as successor to Silicon Valley Bank))

By: 

Name: Evan Sofia

Title: Vice President

SCHEDULE I
TO
TERMINATION AND RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

EXHIBIT A

COPYRIGHTS

Registered Copyrights: None.

Pending Copyright Applications: None.

Copyright Licenses: None.

EXHIBIT B

PATENTS

Issued Patents: None.

Pending Patent Applications: None.

Patent Licenses: None.

EXHIBIT C

TRADEMARKS

Registered Trademarks

<i>Registered Owner</i>	<i>Mark</i>	<i>Jurisdiction</i>	<i>Registration No.</i>	<i>Registration Date</i>
Recurly, Inc.	RECURLY	USPTO	4,062,357	Nov. 29, 2011

Pending Trademark Applications: None.

Trademark Licenses: None.