

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM852086

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Release of Security Interest at R/F 7554/0973	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		11/08/2023	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Welltok, Inc.		
Street Address:	3002 Brighton Boulevard		
Internal Address:	Unit 743		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80216		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 35			
Property Type	Number	Word Mark	
Registration Number:	2702467	VOXIVA	
Registration Number:	3874257	CAFÉ WELL	
Registration Number:	3769109	WELLTOK	
Registration Number:	2938171	SILVERLINK	
Registration Number:	3908050	B TEXT4BABY	
Registration Number:	3911112	TEXT4BABY	
Registration Number:	4139776	ZAMZEE	
Registration Number:	4139781	ZAMZEE	
Registration Number:	3985201	TEXT2QUIT	
Registration Number:	3989521	ACUMEN	
Registration Number:	4189344	CARE4LIFE	
Registration Number:	4238931	TEXT4KIDS	
Registration Number:	4235196	TXT4HEALTH	
Registration Number:	4305012	ENGAGEME	
Registration Number:	4427766	PHYSICIANOLOGY	
Registration Number:	4713277	PATIENTOLOGY	
Registration Number:	4569841	DECISIONOLOGY	
Registration Number:	4804691	OPTIMIZING HEALTH, MAXIMIZING REWARDS	
		TRADEMARK	

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Property Type	Number	Word Mark
Registration Number:	4804692	CAFÉWELL
Registration Number:	4804693	WELLTOK
Registration Number:	4813521	BE WELL REWARDED
Registration Number:	4809275	C W
Registration Number:	4864754	PERSONAL HEALTH ITINERARY
Registration Number:	4872145	HEALTH OPTIMIZATION PLATFORM
Registration Number:	4947218	STRIVE FOR HEALTH
Registration Number:	5005803	CAFÈWELL CONCIERGE
Registration Number:	5692028	THE THIRD ESSENTIAL PLATFORM
Registration Number:	4963607	TEA LEAVES HEALTH
Registration Number:	5228900	WELLPASS
Registration Number:	5228901	WELLPASS
Registration Number:	5103404	CARE4LIFE
Registration Number:	5606394	QUIT4BABY
Registration Number:	6493818	HARMONIX
Registration Number:	6150814	WELLTOK CONSUMER ACTIVATION PLATFORM
Serial Number:	90667546	SMARTREACH

CORRESPONDENCE DATA

Fax Number: 3128622200

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: 3128622272

Email: carrie.rosenberg@kirkland.com

Correspondent Name: Carrie Rosenberg

Address Line 1: Kirkland and Ellis

Address Line 2: 300 N LaSalle

Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER: 22275-118

NAME OF SUBMITTER: Carrie Rosenberg

SIGNATURE: /Carrie Rosenberg/

DATE SIGNED: 11/08/2023

Total Attachments: 5

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**TERMINATION AND RELEASE OF
SECOND LIEN SECURITY INTEREST IN TRADEMARKS**

This Termination and Release of Second Lien Security Interest in Trademarks (“Release”) is made as of November 8, 2023, by **JPMORGAN CHASE BANK, N.A.**, a United States national banking association, in its capacity as collateral agent for the Secured Parties (in such capacity, the “Collateral Agent”) in favor of **WELLTOK, INC.**, a Delaware corporation with an address at 3002 Brighton Boulevard, Unit 743, Denver, Colorado 80216 (the “Pledgor”). Capitalized terms used but not otherwise defined herein have the meanings given to them in the Trademark Security Agreement, whether defined directly therein or by reference to another agreement.

W I T N E S S E T H:

WHEREAS, the Pledgor and the Collateral Agent are party to a Second Lien Security Agreement, dated as of April 6, 2021 (as may have been amended, restated, amended and restated, supplemented, waived, renewed, replaced or otherwise modified from time to time, the “Security Agreement”), pursuant to which the Pledgor and the Collateral Agent entered into that certain Second Lien Trademark Security Agreement, dated as of January 7, 2022 (the “Trademark Security Agreement”), which was recorded in the United States Patent and Trademark Office (“USPTO”) on January 10, 2022 at Reel 7554, Frame 0973;

WHEREAS, pursuant to the Security Agreement and the Trademark Security Agreement, the Pledgor pledged and granted to the Collateral Agent for the benefit of the Secured Parties a second priority Lien (subject to Permitted Liens and the terms of the First Lien / Second Lien Intercreditor Agreement) on and security interest in (the “Security Interest”) all of its right, title and interest in, to and under the Trademark Collateral, including without limitation the Trademarks listed in Schedule A; and

WHEREAS, the Collateral Agent has agreed to terminate and release the Security Interest in all such Trademark Collateral as herein provided.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, the Collateral Agent, for itself and on behalf of the Secured Parties, hereby (i) terminates the Trademark Security Agreement, (ii) releases, terminates and discharges any and all of its Security Interest in the Trademark Collateral, and (iii) re-assigns, transfers and conveys to the Pledgor any right, title or interest it may have in the Trademark Collateral.

The Pledgor, and any successor to the Pledgor (including any person or entity hereafter holding any right, title or interest in, to or under the Trademark Collateral) is hereby authorized to record this Release with the USPTO at the Pledgor’s sole cost and expense.

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IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be executed as of the day and year first written above.

JPMORGAN CHASE BANK, N.A.,
as Collateral Agent

By: K.A. Carter

Name: Kathryn Carter
Title: Authorized Officer

[Virgin Pulse – 3L Trademark Security Agreement Release (Welltok)]

TRADEMARK
REEL: 008253 FRAME: 0815

Schedule A

Trademarks

1	Serial #: <u>76423990</u> Mark: VOXIVA	Filing Dt: 06/19/2002	Reg #: <u>2702467</u>	Reg. Dt: 04/01/2003
2	Serial #: <u>77710075</u> Mark: CAFÉ WELL	Filing Dt: 04/08/2009	Reg #: <u>3874257</u>	Reg. Dt: 11/09/2010
3	Serial #: <u>77710350</u> Mark: WELLTOK	Filing Dt: 04/09/2009	Reg #: <u>3769109</u>	Reg. Dt: 03/30/2010
4	Serial #: <u>78390604</u> Mark: SILVERLINK	Filing Dt: 03/25/2004	Reg #: <u>2938171</u>	Reg. Dt: 04/05/2005
5	Serial #: <u>85062122</u> Mark: B TEXT4BABY	Filing Dt: 06/14/2010	Reg #: <u>3908050</u>	Reg. Dt: 01/18/2011
6	Serial #: <u>85062138</u> Mark: TEXT4BABY	Filing Dt: 06/14/2010	Reg #: <u>3911112</u>	Reg. Dt: 01/25/2011
7	Serial #: <u>85110210</u> Mark: ZAMZEE	Filing Dt: 08/18/2010	Reg #: <u>4139776</u>	Reg. Dt: 05/08/2012
8	Serial #: <u>85111285</u> Mark: ZAMZEE	Filing Dt: 08/19/2010	Reg #: <u>4139781</u>	Reg. Dt: 05/08/2012
9	Serial #: <u>85167050</u> Mark: TEXT2QUIT	Filing Dt: 11/02/2010	Reg #: <u>3985201</u>	Reg. Dt: 06/28/2011
10	Serial #: <u>85177477</u> Mark: ACUMEN	Filing Dt: 11/16/2010	Reg #: <u>3989521</u>	Reg. Dt: 07/05/2011
11	Serial #: <u>85405503</u> Mark: CARE4LIFE	Filing Dt: 08/24/2011	Reg #: <u>4189344</u>	Reg. Dt: 08/14/2012
12	Serial #: <u>85417242</u> Mark: TEXT4KIDS	Filing Dt: 09/07/2011	Reg #: <u>4238931</u>	Reg. Dt: 11/06/2012
13	Serial #: <u>85461434</u> Mark: TXT4HEALTH	Filing Dt: 11/01/2011	Reg #: <u>4235196</u>	Reg. Dt: 10/30/2012
14	Serial #: <u>85685008</u> Mark: ENGAGEME	Filing Dt: 07/24/2012	Reg #: <u>4305012</u>	Reg. Dt: 03/19/2013
15	Serial #: <u>85728388</u> Mark: PHYSICIANOLOGY	Filing Dt: 09/13/2012	Reg #: <u>4427766</u>	Reg. Dt: 11/05/2013
16	Serial #: <u>86023813</u> Mark: PATIENTOLOGY	Filing Dt: 07/30/2013	Reg #: <u>4713277</u>	Reg. Dt: 03/31/2015

17	Serial #: <u>86023815</u> Mark: DECISIONOLOGY	Filing Dt: 07/30/2013	Reg #: <u>4569841</u>	Reg. Dt: 07/15/2014
18	Serial #: <u>86122433</u> Mark: OPTIMIZING HEALTH, MAXIMIZING REWARDS	Filing Dt: 11/19/2013	Reg #: <u>4804691</u>	Reg. Dt: 09/01/2015
19	Serial #: <u>86122440</u> Mark: CAFÉWELL	Filing Dt: 11/19/2013	Reg #: <u>4804692</u>	Reg. Dt: 09/01/2015
20	Serial #: <u>86122443</u> Mark: WELLTOK	Filing Dt: 11/19/2013	Reg #: <u>4804693</u>	Reg. Dt: 09/01/2015
21	Serial #: <u>86122453</u> Mark: BE WELL REWARDED	Filing Dt: 11/19/2013	Reg #: <u>4813521</u>	Reg. Dt: 09/15/2015
22	Serial #: <u>86131507</u> Mark: C W	Filing Dt: 11/27/2013	Reg #: <u>4809275</u>	Reg. Dt: 09/08/2015
23	Serial #: <u>86269307</u> Mark: PERSONAL HEALTH ITINERARY	Filing Dt: 05/01/2014	Reg #: <u>4864754</u>	Reg. Dt: 12/01/2015
24	Serial #: <u>86299417</u> Mark: HEALTH OPTIMIZATION PLATFORM	Filing Dt: 06/03/2014	Reg #: <u>4872145</u>	Reg. Dt: 12/15/2015
25	Serial #: <u>86464862</u> Mark: STRIVE FOR HEALTH	Filing Dt: 11/25/2014	Reg #: <u>4947218</u>	Reg. Dt: 04/26/2016
26	Serial #: <u>86476791</u> Mark: CAFÈWELL CONCIERGE	Filing Dt: 12/10/2014	Reg #: <u>5005803</u>	Reg. Dt: 07/26/2016
27	Serial #: <u>86744547</u> Mark: THE THIRD ESSENTIAL PLATFORM	Filing Dt: 09/01/2015	Reg #: <u>5692028</u>	Reg. Dt: 03/05/2019
28	Serial #: <u>86753423</u> Mark: TEA LEAVES HEALTH	Filing Dt: 09/10/2015	Reg #: <u>4963607</u>	Reg. Dt: 05/24/2016
29	Serial #: <u>86816222</u> Mark: WELLPASS	Filing Dt: 11/11/2015	Reg #: <u>5228900</u>	Reg. Dt: 06/20/2017
30	Serial #: <u>86816249</u> Mark: WELLPASS	Filing Dt: 11/11/2015	Reg #: <u>5228901</u>	Reg. Dt: 06/20/2017
31	Serial #: <u>86887320</u> Mark: CARE4LIFE	Filing Dt: 01/26/2016	Reg #: <u>5103404</u>	Reg. Dt: 12/20/2016
32	Serial #: <u>87856909</u> Mark: QUIT4BABY	Filing Dt: 03/30/2018	Reg #: <u>5606394</u>	Reg. Dt: 11/13/2018
33	Serial #: <u>88352525</u> Mark: HARMONIX	Filing Dt: 03/22/2019	Reg #: <u>6493818</u>	Reg. Dt: 09/21/2021
34	Serial #: <u>88570146</u>	Filing Dt: 08/07/2019	Reg #: <u>6150814</u>	Reg. Dt: 09/15/2020

	Mark: WELLTOK CONSUMER ACTIVATION PLATFORM
35	Serial #: <u>90667546</u> Filing Dt: 04/23/2021 Reg #: NONE Reg. Dt: Mark: SMARTREACH