

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM857006

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest at R/F 7386/0365		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		11/14/2023	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Ryan, LLC		
Street Address:	13155 Noel Road		
Internal Address:	Suite 100		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75240		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	6198191	TAXFEED	
CORRESPONDENCE DATA			
Fax Number:	3128622200		
<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:	3128622272		
Email:	carrie.rosenberg@kirkland.com		
Correspondent Name:	Carrie Rosenburg		
Address Line 1:	Kirkland and Ellis		
Address Line 2:	300 N LaSalle		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	17549-13		
NAME OF SUBMITTER:	Carrie Rosenburg		
SIGNATURE:	/Carrie Rosenburg/		
DATE SIGNED:	11/29/2023		
Total Attachments: 8			
source=Ryan Refi - Termination Release of Trademark Security Agreement (Ryan) (2020) (Executed)_(102154123_2)#page1.tif			

CH \$40.00 6198191

source=Ryan Refi - Termination Release of Trademark Security Agreement (Ryan) (2020)
(Executed)_ (102154123_2)#page2.tif
source=Ryan Refi - Termination Release of Trademark Security Agreement (Ryan) (2020)
(Executed)_ (102154123_2)#page3.tif
source=Ryan Refi - Termination Release of Trademark Security Agreement (Ryan) (2020)
(Executed)_ (102154123_2)#page4.tif
source=Ryan Refi - Termination Release of Trademark Security Agreement (Ryan) (2020)
(Executed)_ (102154123_2)#page5.tif
source=Ryan Refi - Termination Release of Trademark Security Agreement (Ryan) (2020)
(Executed)_ (102154123_2)#page6.tif
source=Ryan Refi - Termination Release of Trademark Security Agreement (Ryan) (2020)
(Executed)_ (102154123_2)#page7.tif
source=Ryan Refi - Termination Release of Trademark Security Agreement (Ryan) (2020)
(Executed)_ (102154123_2)#page8.tif

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS
(RYAN, LLC)

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (“Termination and Release”), dated as of November 14, 2023 is made by Bank of America, N.A., a national banking association, as Administrative Agent for the Secured Parties (in such capacity, the “Agent”) in favor of Ryan, LLC (the “Grantor”). Capitalized terms used in this Termination and Release and not otherwise defined herein have the meanings specified in the Credit Agreement (as defined below) or the Security Agreement (as defined below), as applicable.

WITNESSETH:

WHEREAS, the Facility Termination Date under and in respect of that certain Second Amended and Restated Credit Agreement, dated as of May 10, 2022, by and among the Agent, the Grantor, and the Lenders and Guarantors party thereto (as amended, restated, amended and restated, supplemented or otherwise modified, the “Credit Agreement”) has occurred;

WHEREAS, pursuant to the Credit Agreement, the Grantor, the Agent and certain other parties entered into that certain Second Amended and Restated Security and Pledge Agreement, dated as of May 10, 2022, (as amended, restated, amended and restated, supplemented or otherwise modified, the “Security Agreement”), and in accordance with the Security Agreement, the Grantor executed and delivered in favor of the Agent that certain Notice of Grant of Security Interest in Trademarks, dated as of December 21, 2020 (the “Notice of Grant”), which was recorded in the United States Patent and Trademark Office (“USPTO”) on July 9, 2021 at Reel/Frame 7386/0365;

WHEREAS, pursuant to the Security Agreement the Grantor granted a continuing security interest in, and right of set off against (the “Security Interest”) the trademarks listed on Exhibit A (the “Released Trademarks”), notice of which was provided in the USPTO by the recordation of the Notice of Grant; and

WHEREAS, pursuant to the Security Agreement, the Agent now desires to discharge, terminate, cancel and release the Security Interest in the Released Trademarks, and to reassign any and all rights, title, and interest in the same to the Grantor, as provided herein.

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

1. The Agent, for itself and for the benefit of the Secured Parties, hereby irrevocably discharges, terminates, cancels and releases its Security Interest in the Released Trademarks.
2. The Agent hereby assigns, grants and conveys to the Grantor, without any representation, warranty, recourse or undertaking by the Agent, any and all of the Agent’s right, title, and interest in and to the Released Trademarks.

3. The Agent agrees to execute, acknowledge, procure and deliver all further documents and do all such other acts as may be reasonably required or desirable to carry out the purposes of this Termination and Release, including to effect the release of the Agent's security interest contemplated hereby.

4. The Agent authorizes the Commissioner of the USPTO and any other applicable government authority to record this Termination and Release.

5. This Termination and Release and the rights and obligations of the parties hereto shall be governed by and construed and interpreted in accordance with the laws of the State of New York and shall be binding upon the parties' representatives, successors, assigns and transferees.

[signature page follows]

AGENT:

Bank of America, N.A., as Administrative Agent

By: 

Name: Elizabeth Uribe

Title: Assistant Vice President

EXHIBIT A

RELEASED TRADEMARKS

<u>TRADEMARK/COUNTRY/OWNER</u>	<u>CLASS - GOODS/SERVICES</u>	<u>STATUS</u>
--------------------------------	-----------------------------------	---------------

<u>TRADEMARK/COUNTRY/OWNER</u>	<u>CLASS - GOODS/SERVICES</u>	<u>STATUS</u>
--------------------------------	-----------------------------------	---------------

RYAN
United Kingdom
Ryan, LLC

9 - Computer software for tax review, audits and management of tax documents;
35 - Tax consultation services; Providing a web-based system and online portal featuring an online database for tax professionals that provides tax filing and tax preparation information on the tax treatment of goods and services; Computer services, namely, providing a web-based system and online portal featuring an on-line database that enables tax professionals to access detailed information on the tax treatment of goods and services and provides general legislative and regulatory information of interest to tax professionals; ... information and assistance related to sales tax;
38 - Providing an online portal featuring an online database for tax professionals that provides tax filing and tax preparation information on the tax treatment of goods and services; providing an online portal featuring an on-line database that enables tax professionals to access detailed information on the tax treatment of goods and services and provides general legislative and regulatory information of interest to tax professionals; providing access to sales tax and VAT information and sales tax and VAT updates via a website and the internet; providing access links to international tax resources via the internet; providing links to web sites of others, namely taxing authorities, professional and governmental organizations in the field of taxes, and third party providers of state and local tax software, via the Internet.
42 - Consulting services in the field of integration and implementation of tax software for others; Application service provider (ASP) featuring software for identifying potential tax incentives and credits in various jurisdictions and for monitoring pending efforts to obtain such tax incentives and credits; Data conversion of electronic information; Computer services, namely, application provider featuring s which contains info

Registered Jan 03 2014
Registration No. UK00911838761
Renewal due May 23 2023

<u>TRADEMARK/COUNTRY/OWNER</u>	<u>CLASS - GOODS/SERVICES</u>	<u>STATUS</u>
--------------------------------	-----------------------------------	---------------

RYAN & Design
European Community
Ryan, LLC



9 - Computer software for tax review, audits and management of tax documents;
35 - Tax consultation services; Providing a web-based system and online portal featuring an online database for tax professionals that provides tax filing and tax preparation information on the tax treatment of goods and services; Computer services, namely, providing a web-based system and online portal featuring an on-line database that enables tax professionals to access detailed information on the tax treatment of goods and services and provides general legislative and regulatory information of interest to tax professionals; business information and accounting advisory services; Providing electronic sales tax review services; Extracting financial documents and information, namely, electronic data collection for business purposes; Sales tax consultancy services, operation of a website related to sales tax consultancy; providing sales tax support services via a website; providing access to sales tax information and sales tax updates via a website and the internet; providing access links to international tax resources via the internet; Political action committee services, namely, promoting the interests of tax services agencies and taxpayers in the field of politics; Providing a comprehensive directory of state and local tax related information on the world wide web, including links to taxing authorities and other government agencies, courts, statutes and regulations, articles, and related materials as well as links to organizations for tax professionals, tax related software, and research aids via a global computer network; Providing information and articles in the field of tax news; and providing links to web sites of others, namely taxing authorities, professional and governmental organizations in the field of taxes, and third party providers of state and software, via the Internet; Customer relationships

Registered Jan 03 2014
Registration No. 11838794
Renewal due May 23 2023

<u>TRADEMARK/COUNTRY/OWNER</u>	<u>CLASS - GOODS/SERVICES</u>	<u>STATUS</u>
--------------------------------	-----------------------------------	---------------

RYAN & Design
United Kingdom
Ryan, LLC



9 - Computer software for tax review, audits and management of tax documents;
 35 - Tax consultation services; Providing a web-based system and online portal featuring an online database for tax professionals that provides tax filing and tax preparation information on the tax treatment of goods and services; Computer services, namely, providing a web-based system and online portal featuring an on-line database that enables tax professionals to access detailed information on the tax treatment of goods and services and provides general legislative and regulatory information of interest to tax professionals; business information and accounting advisory services; Providing electronic sales tax review services; Extracting financial documents and information, namely, electronic data collection for business purposes; Sales tax consultancy services, operation of a website related to sales tax consultancy; providing sales tax support services via a website; providing access to sales tax information and sales tax updates via a website and the internet; providing access links to international tax resources via the internet; Political action committee services, namely, promoting the interests of tax services agencies and taxpayers in the field of politics; Providing a comprehensive directory of state and local tax related information on the world wide web, including links to taxing authorities and other government agencies, courts, statutes and regulations, articles, and related materials as well as links to organizations for tax professionals, tax related software, and research aids via a global computer network; Providing information and articles in the field of tax news; and providing links to web sites of others, namely taxing authorities, professional and governmental organizations in the field of taxes, and third party providers of state or software, via the Internet; Customer relationships

Registered Jan 03 2014
 Registration No. UK00911838794
 Renewal due May 23 2023

TRADEMARK

REEL: 008272 FRAME: 0613

<u>TRADEMARK/COUNTRY/OWNER</u>	<u>CLASS - GOODS/SERVICES</u>	<u>STATUS</u>
TAXFEED® United States Ryan, LLC (acquired from PTX Tech, LLC)	38 - Delivery of tax records by electronic transmission, namely, delivery of tax records in the nature of tentative tax assessments, certified final tax assessments, tax rates, tax due dates, and tax bills by electronic transmission. 42 - Providing a website featuring temporary use of non-downloadable software that enables users to import, review, and analyze tax records and pay tax bills; software as a service (SAAS) services featuring software for importing and analyzing tax data and managing payments relating to tax bills.	Registered Nov 17 2020 Registration No. 6198191 Renewal due Nov 17 2030