

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM864153

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK RIGHTS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ROYAL BANK OF CANADA, as retiring Administrative Agent		12/27/2023	Chartered Bank: CANADA
RECEIVING PARTY DATA			
Name:	JPMORGAN CHASE BANK, N.A., as successor Administrative Agent		
Street Address:	383 Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10179		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 38			
Property Type	Number	Word Mark	
Registration Number:	5424335	A ASPEN DENTAL MAKING DENTISTRY EASIER	
Registration Number:	5381771	A ASPEN DENTAL	
Registration Number:	5381769	A ASPEN DENTAL SIMPLY EASIER	
Registration Number:	5336753	ASPEN DENTAL SIMPLY EASIER	
Registration Number:	5229680	A	
Registration Number:	4888734	ASPEN DENTAL	
Registration Number:	4888733	ASPEN DENTAL	
Registration Number:	4807425	HEALTHY MOUTH MOVEMENT	
Registration Number:	4734868	PEACE OF MIND PROMISE	
Registration Number:	4734866	PEACE OF MIND PROMISE	
Registration Number:	4588553	DENTURE MONEY BACK GUARANTEE ASPENDENTAL	
Registration Number:	4638286	WE'RE ON A MISSION TO GIVE AMERICA A HEA	
Registration Number:	4622371	BRINGING AMERICA A HEALTHY MOUTH	
Registration Number:	4622370		
Registration Number:	4622369	ASPENDENTAL MOUTHMOBILE	
Registration Number:	4622308	ASPENDENTAL YOUR CAREER. OUR MISSION.	
Registration Number:	4633591	YOUR CAREER. OUR MISSION.	
Registration Number:	4456490	TURNINGPOINT DENTAL IMPLANT CENTER	

CH \$965.00 5424335

Property Type	Number	Word Mark
Registration Number:	4452502	TURNINGPOINT DENTAL IMPLANT CENTER
Registration Number:	4507176	ASPENDENTAL YOUR MOUTH. OUR MISSION.
Registration Number:	4452444	TURNINGPOINT DENTAL IMPLANT CENTER
Registration Number:	4221549	ASPENDENTAL
Registration Number:	4048804	ASPENDENTAL PRACTICE MADE PERFECT
Registration Number:	4043276	ASPENDENTAL IT'S TIME TO SMILE.
Registration Number:	4519186	YOUR SMILE IS OUR LEGACY
Registration Number:	4519185	WHERE YOUR SMILE IS OUR LEGACY
Registration Number:	4519184	LEGACY SMILES FAMILY DENTAL
Registration Number:	3304705	ASPENDENTAL
Registration Number:	3295775	A
Registration Number:	4125996	SMILE GUIDES SIMPLE STEPS TO FINDING YOU
Registration Number:	3702845	SECUREDENT IMPLANT SYSTEM
Registration Number:	3664813	COMFIDENTS DENTURES
Registration Number:	3513271	ASPENDENTAL LET US HELP YOU FIND YOUR SM
Registration Number:	2545075	COMFIDENTS
Registration Number:	2543060	FLEXILYTES COMBO
Registration Number:	2543059	FLEXILYTES
Registration Number:	2543058	NATURALYTES
Registration Number:	2543057	COMFILYTES

CORRESPONDENCE DATA

Fax Number: 2028357586

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: 2028357500

Email: dcip@milbank.com

Correspondent Name: Javier J. Ramos, Esq.

Address Line 1: 1850 K Street, NW, Suite 1100

Address Line 2: Milbank, LLP

Address Line 4: Washington, D.C. 20006

ATTORNEY DOCKET NUMBER:	22946.00030
NAME OF SUBMITTER:	Javier J. Ramos
SIGNATURE:	/Javier J. Ramos/
DATE SIGNED:	12/27/2023

Total Attachments: 10

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ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK RIGHTS

ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK RIGHTS (“Assignment”) dated as of December 27, 2023 (the “Effective Date”), from ROYAL BANK OF CANADA, as retiring Administrative Agent for the Lenders (in such capacity, the “Existing Agent”), to JPMORGAN CHASE BANK, N.A., as successor Administrative Agent for the Lenders effective as of the Effective Date, with an address of 383 Madison Avenue, New York, New York 10179 (together with its successors and assigns, the “Successor Agent”).

W I T N E S S E T H

WHEREAS, pursuant to that certain First Lien Trademark Security Agreement, dated as of April 30, 2018 by the Grantor party thereto in favor of the Existing Agent, recorded with the United States Patent and Trademark Office on May 2, 2018 with Reel 6361 Frame 0400 (the “Trademark Security Agreement”), Grantor granted a lien on and security interest in all of Grantor’s right, title and interest in, to and under the Trademarks that are not Excluded Assets (including, without limitation, those items listed on Schedule A hereto), including the goodwill associated with such Trademarks and the right to receive all proceeds therefrom (collectively, the “Collateral”), to the Existing Agent for the benefit of the Secured Parties as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of the Obligations; provided that, applications in the United States Patent and Trademark Office to register trademarks or service marks on the basis of Grantor’s “intent to use” such trademarks or service marks were not deemed to be Collateral unless and until an amendment to allege use or a statement of use was filed and accepted by the United States Patent and Trademark Office, whereupon such application was then automatically subject to the security interest granted in the Trademark Security Agreement and deemed to be included in the Collateral.

WHEREAS, the Existing Agent has assigned all of its rights, powers, and privileges as Collateral Agent under the Trademark Security Agreement to the Successor Agent; and

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 Existing Agent hereby acknowledges and agrees as follows:

1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Assignment have the meanings provided or provided by reference in the Trademark Security Agreement. The term “Collateral” includes, without limitation, those items listed on Schedule A hereto.

2. Assignment of Security Interest. The Existing Agent hereby assigns all of its rights, powers, and privileges under the Trademark Security Agreement, including those with respect to the Collateral, to the Successor Agent.

3. Further Assurances. The Existing Agent hereby agrees to duly execute, acknowledge, procure, and deliver any further documents and to do such other acts as may be reasonably necessary to effect this Assignment.

4. Recording. Existing Agent authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Assignment.

5. Applicable Law. **THIS ASSIGNMENT SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.**

[Signature Page Follows]

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

EXISTING AGENT:

ROYAL BANK OF CANADA

By: 

Name: Casey Clark

Title: Manager , Agency Services

{Signature Page to Trademarks Assignment (Aspen Dental Management)}

TRADEMARK
REEL: 008301 FRAME: 0964

Accepted and Agreed:

SUCCESSOR AGENT:




JPMORGAN CHASE BANK, N.A.


By: 
Name: Jon Hur
Title: Executive Director

SCHEDULE A

U.S. Trademark Registrations and Applications




[see attached]

<u>Owner</u>	<u>U.S. Mark</u>	<u>Serial Number / Registration Number</u>	<u>Filing Date</u>
Aspen Dental Management, Inc.	A ASPEN DENTAL MAKING DENTISTRY EASIER	87198095 / 5424335	October 10, 2016
Aspen Dental Management, Inc.	A ASPEN DENTAL 	87198052 / 5381771	October 10, 2016
Aspen Dental Management, Inc.	A ASPEN DENTAL SIMPLY EASIER 	87198031 / 5381769	October 10, 2016
Aspen Dental Management, Inc.	ASPEN DENTAL SIMPLY EASIER	87198065 / 5336753	October 10, 2016
Aspen Dental Management, Inc.	A 	87198077 / 5229680	October 10, 2016
Aspen Dental Management, Inc.	ASPEN DENTAL	86633255 / 4888734	May 18, 2015
Aspen Dental Management, Inc.	ASPEN DENTAL	86633243 / 4888733	May 18, 2015
Aspen Dental Management, Inc.	HEALTHY MOUTH MOVEMENT	86501101 / 4807425	January 12, 2015

Aspen Dental Management, Inc.	PEACE OF MIND PROMISE	86403078 / 4734868	September 23, 2014
Aspen Dental Management, Inc.	PEACE OF MIND PROMISE	86403073 / 4734866	September 23, 2014
Aspen Dental Management, Inc.	DENTURE MONEY BACK GUARANTEE ASPENDENTAL	86171131 / 4588553	January 21, 2014
Aspen Dental Management, Inc.	WE'RE ON A MISSION TO GIVE AMERICA A HEALTHY MOUTH	86071956 / 4638286	September 23, 2013
Aspen Dental Management, Inc.	BRINGING AMERICA A HEALTHY MOUTH	86071949 / 4622371	September 23, 2013
Aspen Dental Management, Inc.	[design] 	86071943 / 4622370	September 23, 2013
Aspen Dental Management, Inc.	ASPENDENTAL MOUTHMOBILE	86071935 / 4622369	September 23, 2013
Aspen Dental Management, Inc.	ASPENDENTAL YOUR CAREER. OUR MISSION.	86051559 / 4622308	August 29, 2013
Aspen Dental Management, Inc.	YOUR CAREER. OUR MISSION.	86028881 / 4633591	August 5, 2013
Aspen Dental Management, Inc.	TURNINGPOINT DENTAL IMPLANT CENTER	85810965 / 4456490	December 27, 2012

Aspen Dental Management, Inc.	TURNINGPOINT DENTAL IMPLANT CENTER	85810957 / 4452502	December 27, 2012
Aspen Dental Management, Inc.	ASPENDENTAL YOUR MOUTH. OUR MISSION.	85808150 / 4507176	December 20, 2012
Aspen Dental Management, Inc.	TURNINGPOINT DENTAL IMPLANT CENTER	85783100 / 4452444	November 19, 2012
Aspen Dental Management, Inc.	ASPENDENTAL	85554448 / 4221549	February 28, 2012
Aspen Dental Management, Inc.	ASPENDENTAL PRACTICE MADE PERFECT	85285164 / 4048804	April 4, 2011
Aspen Dental Management, Inc.	ASPENDENTAL IT'S TIME TO SMILE.	85174596 / 4043276	November 11, 2010
Aspen Dental Management, Inc.	YOUR SMILE IS OUR LEGACY	85936263 / 4519186	May 19, 2013
Aspen Dental Management, Inc.	WHERE YOUR SMILE IS OUR LEGACY	85936262 / 4519185	May 19, 2013
Aspen Dental Management, Inc.	LEGACY SMILES FAMILY DENTAL	85936261 / 4519184	May 19, 2013
Aspen Dental Management, Inc.	ASPENDENTAL	78918678 / 3304705	June 28, 2006
Aspen Dental Management, Inc.	A	78954282 / 3295775	August 17, 2006

Aspen Dental Management, Inc.	SMILE GUIDES SIMPLE STEPS TO FINDING YOUR SMILE.	77956239 / 4125996	March 11, 2010
Aspen Dental Management, Inc.	SECUREDENT IMPLANT SYSTEM	77515308 / 3702845	January 13, 2009
Aspen Dental Management, Inc.	COMFIDENTS DENTURES	77514836 / 3664813	July 3, 2008
Aspen Dental Management, Inc.	ASPENDENTAL LET US HELP YOU FIND YOUR SMILE.	77126249 / 3513271	March 8, 2007
Aspen Dental Management, Inc.	COMFIDENTS	76304940 / 2545075	August 27, 2001
Aspen Dental Management, Inc.	FLEXILYTES COMBO	76304939 / 2543060	August 27, 2001
Aspen Dental Management, Inc.	FLEXILYTES	76304938 / 2543059	August 27, 2001
Aspen Dental Management, Inc.	NATURALYTES	76304937 / 2543058	August 27, 2001
Aspen Dental Management, Inc.	COMFILYTES	76304936 / 2543057	August 27, 2001

<u>Owner</u>	<u>Canadian Mark</u>	<u>Number</u>	<u>Filing Date</u>
Aspen Dental Management, Inc.		1826397	March 8, 2017
Aspen Dental Management, Inc.	PRACTICE SUPPORT SERVICES	1826398	March 8, 2017
Aspen Dental Management, Inc.	ASPEN DENTAL	1770512	March 3, 2016
Aspen Dental Management, Inc.	A 	1804864	October 14, 2016
Aspen Dental Management, Inc.	A ASPEN DENTAL 	1804865	October 14, 2016