

TRADEMARK ASSIGNMENT COVER SHEET

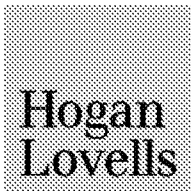
Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM869656

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment by Declaration/Affidavit		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Quorum Business Solutions, Inc.		01/19/2024	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Quorum Business Solutions, Inc.		
Street Address:	811 Main Street, Suite 2200		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	2923329	PGAS	
Registration Number:	2927955	TECHTOOLS	
Registration Number:	3087492	QUORUM TIPS	
Registration Number:	5286917	QUORUM MEASUREMENT AS A SERVICE	
Registration Number:	5042923	MYQUORUM	
Registration Number:	5205703	Q	
Registration Number:	5471413	Q MYQUORUM ON DEMAND	
Registration Number:	5595380	Q MYQUORUM DESIGNSTUDIO	
CORRESPONDENCE DATA			
Fax Number:	2026375910		
<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:	2026375600		
Email:	DCTrademark@hoganlovells.com		
Correspondent Name:	Brendan C. Quinn of Hogan Lovells US LLP		
Address Line 1:	555 13th Street NW		
Address Line 4:	Washington, D.C. 20004		
NAME OF SUBMITTER:	Brendan C. Quinn of Hogan Lovells US LLP		
SIGNATURE:	/BrendanCQuinn/		

CH \$215.00 2923329

DATE SIGNED:	01/19/2024
Total Attachments: 3 source=Quorum - Declaration to Clarify Ownership#page1.tif source=Quorum - Declaration to Clarify Ownership#page2.tif source=Quorum - Declaration to Clarify Ownership#page3.tif	



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January 19, 2024

United States Patent and Trademark Office
Assignment Recordation Branch
600 Dulany Street
Alexandria, VA 22314

DECLARATION TO CLARIFY OWNERSHIP

I, **BRENDAN C. QUINN**, hereby declare as follows:


1. I am older than eighteen and am competent to make this declaration.
2. I am a Senior Associate attorney at Hogan Lovells US LLP and I am outside trademark counsel for Quorum Business Solutions, Inc. and its various group companies.
3. I am licensed to practice law in the District of Columbia and am currently in good standing.
4. As counsel for Quorum Business Solutions, Inc., I have in-depth knowledge of the facts associated with this declaration and my client's trademark matters.
5. Bre, (hereinafter "**Quorum Parent**") is the owner of numerous trademarks registered at the United States Patent & Trademark Office, and, from time to time, offers its registered trademarks as collateral in financing agreements.
6. On January 18, 2019, Kramer Levin Naftalis & Frankel LLP recorded a First Lien Intellectual Property Security Agreement against certain trademarks owned by three collective debtors: (1) Quorum Parent; (2) WellEZ Information Management, LLC ("**WellEZ**"); and (3) Quorum Fielding Systems, LLC ("**Fielding**"). This security agreement is recorded at Reel/Frame 6529/0752 (the "**First Security Agreement**").
7. On January 18, 2019, Kramer Levin Naftalis & Frankel LLP recorded a Second Lien Intellectual Property Security Agreement against certain trademarks owned by the same three collective debtors: Quorum Parent, WellEZ, and Fielding. This security agreement is recorded at Reel/Frame 6529/0824 (the "**Second Security Agreement**") (the First Security Agreement and Second Security Agreement are hereby referred to collectively as the "**Security Agreements**").
8. As of the date of this Declaration, the Security Agreements are still attached to the secured trademarks described therein to the best of my knowledge.
9. With that being said, it is my understanding after consultation with the Assignment Recordation Branch that these Security Agreements were filed incorrectly as a procedural matter in that the cover sheets for the Security Agreements' recordations should not have included trademarks owned by three collective debtors in the same recordation. Instead, these

recordations should have been recorded debtor-by-debtor against each debtor's suite of trademarks (*i.e.*, record the Security Agreements against just the trademarks owned by Quorum Parent in one filing, record the Security Agreements against just the trademarks owned by WelleZ in one filing, and record the Security Agreements against just the trademarks owned by Fielding in one filing).

10. This issue aside, on November 13, 2019, Kirkland & Ellis LLP recorded a Merger Effective 10/01/2019 against the same trademarks against which the Security Agreements are recorded. This merger shows that WelleZ merged into Quorum Business Solutions (U.S.A.), Inc., a Nevada corporation (hereinafter "**Quorum Subsidiary**"). This merger is recorded at Reel/Frame 6795/0409 (the "**WelleZ Merger**").
11. On November 13, 2019, Kirkland & Ellis LLP recorded another Merger Effective 10/01/2019 against the same trademarks against which the Security Agreements are recorded. This merger shows that Fielding merged into Quorum Subsidiary. This merger is recorded at Reel/Frame 6795/0457 (the "**Fielding Merger**") (the WelleZ Merger and Fielding Mergers are hereby referred to collectively as the "**Mergers**").
12. The recordation of the Mergers in this way has resulted in the Mergers being recorded against trademark properties owned solely by Quorum Parent, even though the Mergers have had no legal effect against – or relevance to – the trademarks owned solely by Quorum Parent, specifically the following active registrations:

- US Reg. No. 2923329 for the mark **PGAS**
- US Reg. No. 2927955 for the mark **TECHTOOLS**
- US Reg. No. 3087492 for the mark **QUORUM TIPS**
- US Reg. No. 5286917 for the mark **QUORUM MEASUREMENT AS A SERVICE**
- US Reg. No. 5042923 for the mark **MYQUORUM**
- US Reg. No. 5205703 for the mark 
- US Reg. No. 5471413 for the mark 
- US Reg. No. 5595380 for the mark 

(collectively, the "**Quorum Parent Registrations**"). In this way, the Mergers have been erroneously recorded against the Quorum Parent Registrations and do not reflect any change in the chain of title for the Quorum Parent Registrations.

13. For example, U.S. Reg. No. 5205703 for the mark  was originally filed by, and in the name of, Quorum Parent, alone. This registration was never assigned nor had its ownership transferred and Quorum Parent, alone, owns this registration today. The Mergers had no effect on this registration and the Mergers' happenstance reference to Quorum Subsidiary does not constitute any break in the chain of title for this registration. Quorum Subsidiary is merely a subsidiary of Quorum Parent and Quorum Subsidiary – nor its predecessors WelleZ or Fielding – has never possessed any ownership interest in U.S. Reg. No. 5205703 nor was a link in its chain of title.

14. Accordingly, I hereby respectfully submit this Declaration to Clarify Ownership to clarify any confusion as to the ownership of, and chain of title for, the Quorum Parent Registrations.

* * *

I declare that, to the best of my knowledge and belief, the information herein is true and complete. I understand this statement is made for use as evidence in court and is subject to penalty for perjury.

Signed this 19th day of January, 2024.



Brendan C. Quinn

Senior Associate

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