

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM384920

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreements		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		05/13/2016	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Southwest Bank, as Administrative Agent		
Street Address:	3641 Matlock Road		
City:	Arlington		
State/Country:	TEXAS		
Postal Code:	76015		
Entity Type:	Corporation: TEXAS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3497894	USMD	
Registration Number:	3497896	USMD INC.	
Registration Number:	3497897	USMD	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	202-370-4750		
Email:	ipteam@nationalcorp.com		
Correspondent Name:	Darlena Bari Stark		
Address Line 1:	1025 Vermont Ave NW, Suite 1130		
Address Line 2:	National Corporate Research, Ltd.		
Address Line 4:	Washington, D.C. 20005		
NAME OF SUBMITTER:	Terry Pennington		
SIGNATURE:	/Terry Pennington/		
DATE SIGNED:	05/19/2016		
Total Attachments: 3			
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ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENTS

ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENTS (the "Assignment"), dated as May 13, 2016, is made by JPMorgan Chase Bank, N.A. ("JPMorgan"), in favor of Southwest Bank, as administrative agent (the "Administrative Agent") and successor in interest to JPMorgan under the Intellectual Property Security Agreements (as defined below).

WHEREAS, USMD Inc. and Medical Clinic of North Texas, PLLC previously executed and delivered to JPMorgan, as administrative agent, the intellectual property security agreements identified on Exhibit A hereto (the "Intellectual Property Security Agreements");

WHEREAS, Southwest Bank is the successor administrative agent to JPMorgan Chase Bank, N.A. under the Intellectual Property Security Agreements; and

WHEREAS, JPMorgan desires to assign to the Administrative Agent all of its right, title and interest (as prior administrative agent or otherwise) in and to the Intellectual Property Security Agreements.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

SECTION 1. Assignment. The JPMorgan hereby assigns to the Administrative Agent all of its right, title and interest in and to the agreements identified on Exhibit A hereto (collectively, the "Intellectual Property Security Agreements"). THIS ASSIGNMENT IS MADE BY JPMORGAN WITHOUT RECOURSE AND WITHOUT ANY REPRESENTATION OR WARRANTY OF ANY KIND OR CHARACTER, EXPRESS OR IMPLIED.

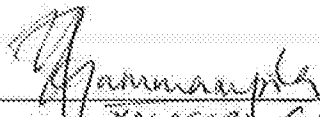
SECTION 2. Recordation. JPMorgan authorizes and requests that the Register of Copyrights, the Commissioner for Patents and the Commissioner for Trademarks and any other applicable governmental authority record this Assignment.

SECTION 3. Execution in Counterparts. This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart of a signature page of this Assignment by electronic transmission (including telecopy, pdf or email) shall be effective as delivery of a manually executed counterpart of this Assignment.

SECTION 4. Governing Law. This Assignment shall be governed by, and construed in accordance with, the laws of the State of Texas.

IN WITNESS WHEREOF, the JPMorgan has caused this Assignment to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

JPMORGAN CHASE BANK, N.A.

By: 
Name: YASASRI GAMMAMPILA
Title: Authorized Officer

Address for Notices:

420 Throckmorton
Suite 400, TX1-1236
Ft. Worth TX 76102

Attention: J. Michael Wilson

EXHIBIT A

INTELLECTUAL PROPERTY SECURITY AGREEMENTS

1. Intellectual Property Security Agreement, dated as of August 31, 2012, executed by USMD Inc., and Medical Clinic of North Texas, PLLC, in favor of JPMorgan Chase Bank, N.A., as administrative agent, recorded on September 7, 2012, in the Office of United States Patent and Trademark Office, instrument number 900233017, Real/Frame: 4857/0623, and re-recorded on September 12, 2012, in the Office of the United States Patent and Trademark Office, instrument number 900233350, Reel/Frame: 4859/0981.

2. Intellectual Property Security Agreement, dated as of August 31, 2012, executed by USMD Inc., and Medical Clinic of North Texas, PLLC, in favor of JPMorgan Chase Bank, N.A., as administrative agent, recorded in the United States Copyright Office on September 12, 2012, Volume 3609, Document No. 481.