

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM449347

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of 2nd Lien Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Deutsche Bank Trust Company Americas		11/01/2017	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	JPay, Inc.		
Street Address:	12864 Biscayne Blvd., Suite 243		
City:	Miami		
State/Country:	FLORIDA		
Postal Code:	33181		
Entity Type:	Corporation: FLORIDA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2724377	JPAY	
Registration Number:	3929607	JP3	
Registration Number:	4280128	JP4	
Registration Number:	4723627	JP5	
Registration Number:	4723649	JP5S	
Serial Number:	86642142	JPAY	
CORRESPONDENCE DATA			
Fax Number:	8009144240		
<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:	800-713-0755		
Email:	Michael.Violet@wolterskluwer.com		
Correspondent Name:	CT Corporation		
Address Line 1:	4400 Easton Commons Way		
Address Line 2:	Suite 125		
Address Line 4:	Columbus, OHIO 43219		
NAME OF SUBMITTER:	Elaine Carrera		
SIGNATURE:	/Elaine Carrera/		
DATE SIGNED:	11/01/2017		

OP \$165.00 2724377

Total Attachments: 4

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Deutsche Bank Trust Company Americas

- Individual(s)
- Partnership
- Corporation- State: NY
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) USA

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) November 1, 2017

- Assignment
- Security Agreement
- Other: Release of 2nd Lien Security Interest
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: JPay, Inc.

Street Address: 12864 Biscayne Blvd., Suite 243

City: Miami

State: FL

Country: USA Zip: 33181

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship USA-FL
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____ Text _____

B. Trademark Registration No.(s) _____

See Schedule I

See Schedule I

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Elaine Carrera, Legal Assistant

Internal Address: _____

Street Address: c/o Cahill Gordon & Reindel LLP
80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3365

Docket Number: _____

Email Address: ecarrera@cahill.com

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Elaine Carrera
Signature

November 1, 2017
Date

Elaine Carrera
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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

This Second Lien Termination and Release of Security Interest in Trademarks (“Trademark Release”) is made as of November 1, 2017, by DEUTSCHE BANK TRUST COMPANY AMERICAS, a New York trust company, in its capacity as administrative agent (the “Administrative Agent”) in favor of JPAY, INC., a Florida corporation with an address at 12864 Biscayne Blvd., Suite 243, Miami, Florida 33181 (the “Grantor”).

W I T N E S S E T H:

WHEREAS, the Grantor entered into a certain trademark security agreement dated July 31, 2015 (the “Trademark Security Agreement”) with the Administrative Agent, notice of which was recorded on July 31, 2015 at the United States Patent and Trademark Office at Reel 5589, Frame 0894.

Capitalized terms used but not otherwise defined herein have the meanings given to them in the Trademark Security Agreement.

WHEREAS, Grantor granted the Administrative Agent, under the terms of the Trademark Security Agreement, a continuing security interest (the “Security Interest”) in favor of the Administrative Agent, in and to its Trademark Collateral, including the trademarks listed in Schedule I, and the goodwill connected with the use thereof and symbolized thereby.

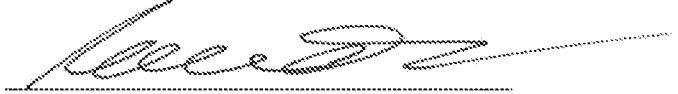
WHEREAS, the Administrative Agent has agreed to terminate and release its security interest in all such Trademark Collateral as herein provided.

NOW, THEREFORE, in consideration of the foregoing and intending to be legally bound, the Administrative Agent, for itself and on behalf of the lenders in association with the Security Interest, hereby releases, terminates and discharges any and all of its Security Interest in the Trademark Collateral of the Grantor, and the goodwill connected with the use thereof and symbolized thereby, and assigns, transfers and conveys to Grantor any right, title or interest the Administrative Agent may have in the foregoing.

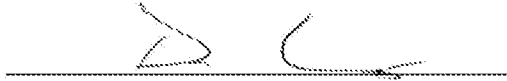
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IN WITNESS WHEREOF, the Administrative Agent has caused this Trademark Release to be executed as of the day and year first written above.

**DEUTSCHE BANK TRUST COMPANY
AMERICAS,**
as Administrative Agent

By: 

Name: **Anca Trifan**
Title: **Managing Director**

By: 

Name: **Diana Lazarov**
Title: **Director**

Schedule I

**TRADEMARK REGISTRATIONS AND
APPLICATIONS**

Owner	Mark	Registration / Filing Date	Registration No. / Serial No.
JPAY Inc.	JPay	6/10/2003	Registration #2724377
JPAY Inc.	JP3	3/8/2011	Registration #3929607
JPAY Inc.	JP4	1/22/2013	Registration #4280128
JPAY Inc.	JP5	4/21/15	Registration # 4723627
JPAY Inc.	JP5s	4/21/15	Registration # 4723649
JPAY Inc.	JPAY	Filed 5/27/15	Serial # 86642142