

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM489308

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	AUTHORIZING RESOLUTIONS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Transparent Value, L.L.C.		08/15/2018	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Guggenheim Partners Investment Management, LLC		
<b>Street Address:</b>	330 Madison Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10017		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4578280	BEHAVIORAL RISK INDICATOR	
<b>Registration Number:</b>	3484832	RBP	
<b>Registration Number:</b>	3488534	TRANSPARENT VALUE	
<b>Registration Number:</b>	3579017	REQUIRED BUSINESS PERFORMANCE	
<b>Registration Number:</b>	3185102	REQUIRED BUSINESS PERFORMANCE	
<b>Registration Number:</b>	3142132	RBP	
<b>Registration Number:</b>	3023725	TRANSPARENT VALUE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2123108007		
<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>			
<b>Phone:</b>	212.310.8000		
<b>Email:</b>	juan.arias@weil.com		
<b>Correspondent Name:</b>	Rebecca Williams		
<b>Address Line 1:</b>	Weil, Gotshal & Manges LLP		
<b>Address Line 2:</b>	767 Fifth Avenue		
<b>Address Line 4:</b>	New York, NEW YORK 10153		
<b>ATTORNEY DOCKET NUMBER:</b>	R. Williams - 51014.0066		
<b>NAME OF SUBMITTER:</b>	Rebecca Williams		
<b>SIGNATURE:</b>	/Rebecca Williams/		

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**DATE SIGNED:**

09/10/2018

**Total Attachments: 11**

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**TRANSPARENT VALUE, L.L.C.**

**CONSENT IN LIEU OF A MEETING  
OF THE SOLE MEMBER**

The undersigned, being the sole member of Transparent Value, L.L.C. (the "Company"), hereby takes the following actions and adopts the following resolutions, effective as of the 15<sup>th</sup> day of August, 2018 (the "Effective Date"):

**WHEREAS**, the Company wishes to terminate the Service Agreement between the Company and its subsidiary, Transparent Value Private Limited dated January 1, 2009, as amended (the "Service Agreement").

**WHEREAS**, the Company desires to distribute to its sole member, Guggenheim Transparent Value, LLC, all of the right, title and interest in all of the Company's intangible assets including, but not limited to, goodwill and going concern value and similar assets of the Company (the "TVL Intangibles").

**NOW, THEREFORE, IT IS RESOLVED**, the termination of the Service Agreement be, and hereby is, authorized and approved as of the Effective Date.

**FURTHER RESOLVED**, that the distribution of the TVL Intangibles to the Company's sole member be, and hereby is, authorized and approved as of the Effective Date;

**FURTHER RESOLVED**, that each of the officers and attorneys-in-fact of the Company (each an "Authorized Person" and collectively the "Authorized Persons") is hereby authorized to act in the name of and on behalf of the Company to execute and deliver any instruments, agreements, certificates or other documents as he deems necessary or advisable to effectuate or carry out fully the intent of the foregoing resolutions;


**FURTHER RESOLVED**, that any and all actions heretofore or hereafter taken by the Authorized Persons relating to and within the terms of the foregoing resolutions be, and hereby are, ratified and confirmed as the acts of the Company; and

**FURTHER RESOLVED**, that any and all more specific resolutions required to be adopted to effectuate the foregoing be, and hereby are, adopted as if set forth herein in full.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned has executed this consent this 15<sup>th</sup> day of August, 2018.

**GUGGENHEIM TRANSPARENT VALUE, LLC**

By:   
Kevin M. Robinson, Attorney-in-Fact

**GUGGENHEIM TRANSPARENT VALUE, LLC**

**CONSENT IN LIEU OF A MEETING  
OF THE MANAGING MEMBER**

The undersigned, being the Managing Member of Guggenheim Transparent Value, LLC (the "Company"), hereby takes the following actions and adopts the following resolutions, effective as of the 15<sup>th</sup> day of August, 2018 (the "Effective Date"):

**WHEREAS**, as of the Effective Date, the Company received a distribution from its wholly owned subsidiary, Transparent Value, L.L.C. ("TVL") of all of the right, title and interest in all TVL's intangible assets including, but not limited to, goodwill and going concern value and similar assets of TVL (the "TVL Intangibles");

**WHEREAS**, Guggenheim Partners Investment Management Holdings, LLC ("GPIMH") holds 99.5% of the membership interests in the Company and GPIMH Sub, LLC ("GPIMH Sub") is the Managing Member and holds 0.5% of the membership interests in the Company; and

**WHEREAS**, subsequent to the receipt of the TVL Intangibles, the Company desires to distribute the TVL Intangibles together with all of the right, title and interest in all of the Company's intangible assets including, but not limited to, goodwill and going concern value and similar assets, but excluding any services agreements with, or related to services provided for or by, Transparent Value Private Limited, to its members pro rata to their respective membership interests in the Company (the "Pro Rata Distribution").

**NOW, THEREFORE, IT IS RESOLVED**, that distribution of the TVL Intangibles from TVL to the Company is hereby authorized and accepted;

**FURTHER RESOLVED**, that Pro Rata Distribution is hereby authorized and approved effective as of the Effective Date;

**FURTHER RESOLVED**, that each of the officers and attorneys-in-fact of the Company (each an "Authorized Person" and collectively the "Authorized Persons") is hereby authorized to act in the name of and on behalf of the Company to execute and deliver any instruments, agreements, certificates or other documents as he deems necessary or advisable to effectuate or carry out fully the intent of the foregoing resolutions;

**FURTHER RESOLVED**, that any and all actions heretofore or hereafter taken by the Authorized Persons relating to and within the terms of the foregoing resolutions be, and hereby are, ratified and confirmed as the acts of the Company; and

**FURTHER RESOLVED**, that any and all more specific resolutions required to be adopted to effectuate the foregoing be, and hereby are, adopted as if set forth herein in full.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned has executed this consent this 15<sup>th</sup> day of August, 2018.

**GPIMH SUB, LLC**

**By: GUGGENHEIM PARTNERS INVESTMENT  
MANAGEMENT HOLDINGS, LLC, its sole member**

By: \_\_\_\_\_



Kevin M. Robinson, Attorney-in-Fact

**GPIMH SUB, LLC**

**CONSENT IN LIEU OF A MEETING  
OF THE SOLE MEMBER**

The undersigned, being the sole member of GPIMH Sub, LLC (the "Company"), hereby takes the following actions and adopts the following resolutions, effective as of the 15<sup>th</sup> day of August, 2018 (the "Effective Date"):

**WHEREAS**, as of the Effective Date, Transparent Value, L.L.C. ("TVL") distributed all of the right, title and interest in all TVL's intangible assets including, but not limited to, goodwill and going concern value and similar assets of TVL (the "TVL Intangibles") to its wholly owned parent, Guggenheim Transparent Value, LLC ("GTV");

**WHEREAS**, the Company holds 0.5% of the membership interests in GTV;

**WHEREAS**, subsequently on the Effective Date, GTV distributed all of the right, title and interest in all GTV's intangible assets including, but not limited to, goodwill and going concern value and similar assets of GTV, which included the TVL Intangibles, but excluding any services agreements with, or related to services provided for or by, Transparent Value Private Limited, (the "GTV Intangibles") to the Company and Guggenheim Partners Investment Management Holdings, LLC ("GPIMH") pro rata to the Company's and GPIMH's respective membership interests in GTV; and

**WHEREAS**, the Company desires to distribute 0.5% of the GTV Intangibles, which represents 100% of the distribution the Company received, to its sole member, GPIMH.

**NOW, THEREFORE, IT IS RESOLVED**, that the distribution of 0.5% of the GTV Intangibles from GTV to the Company is hereby authorized and accepted as of the Effective Date;

**FURTHER RESOLVED**, that the subsequent distribution of 0.5% of the GTV Intangibles to the Company's sole member, GPIMH, be, and hereby is, authorized and approved as of the Effective Date;

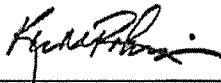
**FURTHER RESOLVED**, that each of Kevin M. Robinson and Alysia Stiles Kinsella (each an "Authorized Person" and collectively the "Authorized Persons") is hereby authorized to act in the name of and on behalf of the Company to execute and deliver any instruments, agreements, certificates or other documents as he deems necessary or advisable to effectuate or carry out fully the intent of the foregoing resolutions;

**FURTHER RESOLVED**, that any and all actions heretofore or hereafter taken by the Authorized Persons relating to and within the terms of the foregoing resolutions be, and hereby are, ratified and confirmed as the acts of the Company; and

**FURTHER RESOLVED**, that any and all more specific resolutions required to be adopted to effectuate the foregoing be, and hereby are, adopted as if set forth herein in full.

IN WITNESS WHEREOF, the undersigned has executed this consent this 15<sup>th</sup> day of August, 2018.

**GUGGENHEIM PARTNERS INVESTMENT  
MANAGEMENT HOLDINGS, LLC**

By:   
\_\_\_\_\_  
Kevin M. Robinson, Attorney-in-Fact



**GMI GPIM, LLC**

**CONSENT IN LIEU OF A MEETING  
OF THE SOLE MEMBER**

The undersigned, being the Sole Member of GMI GPIM, LLC (the "Company"), hereby takes the following actions and adopts the following resolutions, effective as of the 15<sup>th</sup> day of August, 2018 (the "Effective Date"):

**WHEREAS**, the Company is the Managing Member of Guggenheim Partners Investment Management, LLC ("GPIM") holding 0.1235% of the Common Membership Interests in GPIM and Guggenheim Partners Investment Management Holdings, LLC ("GPIMH") holds 99.8765% of the Common Membership Interests in GPIM;

**WHEREAS**, GPIM received a contribution from GPIMH of all of the right, title and interest in all Guggenheim Transparent Value, LLC's ("GTV") intangible assets including, but not limited to, goodwill and going concern value and similar assets of GTV, which included all of the right, title and interest in all Transparent Value, L.L.C.'s ("TVL") intangible assets including, but not limited to, goodwill and going concern value and similar assets of TVL, but excluding any services agreements with, or related to services provided for or by, Transparent Value Private Limited (the "GPIMH Contribution"); and

**WHEREAS**, in order to maintain its 0.1235% membership interest in GPIM, the Company wishes to contribute Twelve Thousand, Eight Hundred and Forty-Nine Dollars (\$12,849) (the "Cash Contribution") which represents its pro rata share with the GPIMH Contribution.


**NOW, THEREFORE, IT IS RESOLVED**, the Cash Contribution to GPIM be, and hereby is, authorized and approved as of the Effective Date;

**FURTHER RESOLVED**, that each of the officers and attorneys-in-fact of the Company (each an "Authorized Person" and collectively the "Authorized Persons") is hereby authorized to act in the name of and on behalf of the Company to execute and deliver any instruments, agreements, certificates or other documents as he deems necessary or advisable to effectuate or carry out fully the intent of the foregoing resolutions;

**FURTHER RESOLVED**, that any and all actions heretofore or hereafter taken by the Authorized Persons relating to and within the terms of the foregoing resolutions be, and hereby are, ratified and confirmed as the acts of the Company; and

IN WITNESS WHEREOF, the undersigned has executed this consent this 15<sup>th</sup> day of August, 2018.

**GUGGENHEIM MANAGER, INC.**

By:   
Kevin M. Robinson, Attorney-in-Fact

**GUGGENHEIM PARTNERS INVESTMENT MANAGEMENT, LLC**

**CONSENT IN LIEU OF A MEETING  
OF THE MANAGING MEMBER**

The undersigned, being the Managing Member of Guggenheim Partners Investment Management, LLC (the "Company"), hereby takes the following actions and adopts the following resolutions, effective as of the 15<sup>th</sup> day of August, 2018 (the "Effective Date"):

**WHEREAS**, as of the Effective Date, the Company received a contribution from its parent, Guggenheim Partners Investment Management Holdings, LLC ("GPIMH"), of all of the right, title and interest in all Guggenheim Transparent Value, LLC's ("GTV") intangible assets including, but not limited to, goodwill and going concern value and similar assets of GTV, which included all of the right, title and interest in all Transparent Value, L.L.C.'s ("TVL") intangible assets including, but not limited to, goodwill and going concern value and similar assets of TVL, but excluding any services agreements with, or related to services provided for or by, Transparent Value Private Limited (the "GPIMH Contribution").

**WHEREAS**, as of the Effective Date, the Company received a contribution from its parent, GMI GPIM, LLC ("GMI GPIM"), of Twelve Thousand, Eight Hundred and Forty-Nine Dollars (\$12,849) (the "GMI GPIM Contribution"); and

**WHEREAS**, as a result of the GPIMH Contribution and the GMI GPIM Contribution, GPIMH and GMI GPIM will retain their respective 99.8765% and 0.1235% common membership interests in the Company.

**NOW, THEREFORE, IT IS RESOLVED**, that the GPIMH Contribution to the Company is hereby authorized and accepted as of the Effective Date;

**FURTHER RESOLVED**, that the GMI GPIM Contribution to the Company is hereby authorized and accepted as of the Effective Date;

**FURTHER RESOLVED**, that each of the officers and attorneys-in-fact of the Company (each an "Authorized Person" and collectively the "Authorized Persons") is hereby authorized to act in the name of and on behalf of the Company to execute and deliver any instruments, agreements, certificates or other documents as he deems necessary or advisable to effectuate or carry out fully the intent of the foregoing resolutions;

**FURTHER RESOLVED**, that any and all actions heretofore or hereafter taken by the Authorized Persons relating to and within the terms of the foregoing resolutions be, and hereby are, ratified and confirmed as the acts of the Company; and


**FURTHER RESOLVED**, that any and all more specific resolutions required to be adopted to effectuate the foregoing be, and hereby are, adopted as if set forth herein in full.

*[Signature page follows]*

IN WITNESS WHEREOF, the undersigned has executed this consent this 15<sup>th</sup> day of August, 2018.

**GMI GPIM, LLC**

**By: GUGGENHEIM MANAGER, INC., its sole member**

By:   
\_\_\_\_\_  
Kevin M. Robinson, Attorney-in-Fact