# CH \$40.00 903764

# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM703408

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

#### **CONVEYING PARTY DATA**

Name	Formerly Execution Date I		Entity Type
Applications Software Technology LLC		01/20/2022	Limited Liability Company: DELAWARE

#### **RECEIVING PARTY DATA**

Name:	Crescent Agency Services LLC, as Administrative Agent		
Street Address:	100 Federal Street, 31st Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	Limited Liability Company: DELAWARE		

#### **PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Serial Number:	90376492	TRANSCEND

#### **CORRESPONDENCE DATA**

**Fax Number:** 6175269899

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:** 6175269628

Email: cslattery@proskauer.com

Correspondent Name: Christine Slattery
Address Line 1: Proskauer Rose LLP

Address Line 2: One International Place, 23rd Floor Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	22283.089
NAME OF SUBMITTER:	Christine Slattery
SIGNATURE:	/Christine Slattery/
DATE SIGNED:	01/20/2022

#### **Total Attachments: 5**

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TRADEMARK REEL: 007563 FRAME: 0175 THIS TRADEMARK SECURITY AGREEMENT, dated as of January 20, 2022 (this "Trademark Security Agreement"), is made by Applications Software Technology LLC, a Delaware limited liability company (the "Grantor"), in favor of CRESCENT AGENCY SERVICES LLC, as administrative agent and collateral agent (in such respective capacities, together with its successors and permitted assigns, the "Administrative Agent") for the Secured Parties (as defined in the Guaranty and Security Agreement referred to below.

WHEREAS, AST PARENT INC., a Delaware corporation, as Parent, AST MERGER SUBCO INC., a Delaware corporation, as the Initial Borrower (the "Initial Borrower") TAILWIND AST HOLDING CORPORATION, a Delaware corporation (the "Ultimate Borrower", and, together with the Initial Borrower, the "Borrower") the financial institutions from time to time parties thereto as lenders (the "Lenders") and the Administrative Agent have entered into a Revolving Credit and Term Loan Agreement, dated as of January 20, 2022 (as amended, restated, amended and restated, supplemented, replaced, increased, refinanced or otherwise modified from time to time in accordance with its terms, the "Credit Agreement");

WHEREAS, in connection with the Credit Agreement, the Borrower and certain other Persons, including the Grantor, have entered into the Guaranty and Security Agreement, dated as of January 20, 2022 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time in accordance with its terms, the "Guaranty and Security Agreement"), in favor of the Administrative Agent for the benefit of the Secured Parties; and

WHEREAS, the Guaranty and Security Agreement requires the Grantor to execute and deliver this Trademark Security Agreement;

**NOW, THEREFORE**, in consideration of the premises and in order to ensure compliance with the Credit Agreement, the Grantor hereby agrees as follows:

- Section 1 <u>Defined Terms</u>. Capitalized terms used herein without definition are used as defined in the Guaranty and Security Agreement.
- Section 2 <u>Grant of Security Interest in Trademark Collateral</u>. The Grantor, as collateral security for the prompt and complete payment and performance when due (whether at stated maturity), by acceleration or otherwise) of the Secured Obligations of the Grantor, hereby grants to the Administrative Agent for the benefit of the Secured Parties a security interest in, all of its right, title and interest in, to and under the following Collateral (the "*Trademark Collateral*"):
- (i) all of its Trademarks referred to on <u>Schedule I</u> hereto, excluding any intent-to-use trademark applications that are Excluded Assets.
- Section 3 Guaranty and Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Guaranty and Security Agreement, and the Grantor hereby acknowledges and agrees that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Guaranty and Security Agreement. In the event of any conflict or inconsistency between this Trademark Security Agreement and the Guaranty and Security Agreement (or any portion hereof or thereof), the terms of the Guaranty and Security Agreement shall prevail.

Section 4 <u>Counterparts</u>. This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so

TRADEMARK REEL: 007563 FRAME: 0176 executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

Section 5 <u>Governing Law</u>. This Trademark Security Agreement and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

APPLICATIONS SOFTWARE TECHNOLOGY

LLC

By:

Name: Justin Winter

Title: Chief Executive Officer

[Signature Page to Trademark Security Agreement]

TRADEMARK REEL: 007563 FRAME: 0178 Acknowledged and Agreed to as of the date hereof:

# **ADMINISTRATIVE AGENT:**

## CRESCENT AGENCY SERVICES LLC

Name: Jake Garmey

Title: Managing Director

By:\_

Name: Brian Ferguson

Title: Senior Vice President

**SCHEDULE I** 

# **Trademarks**

## I. REGISTERED TRADEMARKS

None.

## II. TRADEMARK APPLICATIONS

Grantor	Trademark	App. No./Serial Number	Filing Date
Applications Software Technology LLC		90376492	December 11, 2020

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**RECORDED: 01/20/2022**