

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM801854

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
WhiteHorse Capital Management, LLC		04/10/2023	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MGT of America Consulting, LLC		
<b>Street Address:</b>	4320 W. Kennedy Blvd., Ste. 200		
<b>City:</b>	Tampa		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33609		
<b>Entity Type:</b>	Limited Liability Company: FLORIDA		
<b>Name:</b>	Layer 3 Communications, LLC		
<b>Street Address:</b>	4320 W. Kennedy Blvd., Ste. 200		
<b>City:</b>	Tampa		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33609		
<b>Entity Type:</b>	Limited Liability Company: GEORGIA		
<b>Name:</b>	Davis Demographics & Planning, Inc.		
<b>Street Address:</b>	4320 W. Kennedy Blvd., Ste. 200		
<b>City:</b>	Tampa		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33609		
<b>Entity Type:</b>	Corporation: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	97121861	CIVITAS GROUP	
<b>Serial Number:</b>	97093970	MGTCAP	
<b>Registration Number:</b>	3515059	LAYER 3 COMMUNICATIONS	
<b>Serial Number:</b>	88952851	BOUNDAREASE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			

CH \$115.00 97121861

**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:** 415-591-1000  
**Email:** TrademarksSF@winston.com  
**Correspondent Name:** Becky Troutman  
**Address Line 1:** 101 California Street  
**Address Line 4:** San Francisco, CALIFORNIA 94111

<b>NAME OF SUBMITTER:</b>	Becky Troutman (ker)
<b>SIGNATURE:</b>	/Becky Troutman/
<b>DATE SIGNED:</b>	04/10/2023

**Total Attachments: 3**

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**TERMINATION AND RELEASE OF  
TRADEMARKS**

THIS TERMINATION AND RELEASE OF TRADEMARKS (“Release”) is made as of April 10, 2023, by WhiteHorse Capital Management, LLC, in its capacity as Collateral Agent (“Agent”), in favor of MGT of America Consulting, LLC, a Florida limited liability company, Layer 3 Communications, LLC, a Georgia limited liability company, and Davis Demographics & Planning, Inc., a California corporation (each a “Grantor”, and collectively, the “Grantors”).

WHEREAS, the Grantors entered into a certain Intellectual Property Security Agreement with Agent, dated May 12, 2022 (the “IP Security Agreement”), notice of which was recorded with the United States Patent and Trademark Office on May 12, 2022, at reel/frame 7720/0173. Capitalized terms used but not otherwise defined herein have the meanings given to them in the IP Security Agreement.

WHEREAS, Grantors granted to Agent, under the terms of the IP Security Agreement, certain security interests in favor of Agent, in and to all of their rights, titles and interests in and to the Trademarks, which include without limitation the trademarks and corresponding registrations and applications listed in Schedule 1 together with the goodwill of the business symbolized thereby (the “Trademark Collateral”).

WHEREAS, Agent has agreed to terminate and release all of its security interests and liens in all such Trademark Collateral as herein provided.

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Agent hereby fully releases, terminates and discharges all of its security interests and liens in the Trademark Collateral, which include the trademarks, registrations and applications listed on the schedules attached hereto and made a part hereof, and assigns, transfers and conveys to Grantors any and all right, title, and interest in and to such Trademark Collateral, including the security interests and hereby terminates the IP Security Agreement.

If and to the extent the Agent has acquired any right, title or interest in, to or under any of the Trademark Collateral, without any representation, recourse or undertaking by the Agent, it hereby irrevocably reassigns and retransfers all such right, title and interest to the Grantors.

Agent authorizes Grantor, or Grantor's authorized representatives, to record this Release with the United States Patent and Trademark Office and/or any other applicable governmental office or agency.

Agent agrees to execute and deliver to the Grantor, at the Grantor's expense, all other instruments and other documents as may be reasonably necessary or proper to release the security interest in the Trademark Collateral which had been granted under the IP Security Agreement.

This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York without regard to conflict of laws principles thereto.

[Signature Page Follows]

IN WITNESS WHEREOF, Agent has caused this Release to be duly executed by its duly authorized officer as of the day and year first above written.

**WHITEHORSE CAPITAL MANAGEMENT,  
LLC, as Agent**

By: 

Name: Richard Siegel

Title: Authorized Signatory

[Signature Page to Termination and Release of Trademarks]

**TRADEMARK  
REEL: 008038 FRAME: 0315**

**SCHEDULE 1**

**Trademarks**

<b>Company</b>	<b>Country</b>	<b>Trademark</b>	<b>Application or Registration No.</b>	<b>Filing Date</b>	<b>Registration Date</b>
MGT of America Consulting, LLC	USA	CIVITAS GROUP	97121861	November 12, 2021	Pending
MGT of America Consulting, LLC (erroneously filed under MGT Consulting of America, LLC)	USA	MGTCAP	97-093,970	October 26, 2021	Pending
Layer 3 Communications, LLC	USA	LAYER 3 COMMUNICATIONS	3,515,059	September 19, 2007	October 14, 2008
Davis Demographics & Planning, Inc.	USA	BOUNDAREASE	88952851	June 8, 2020	Pending <sup>1</sup>

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<sup>1</sup> Trademark application is abandoned subject to revival at Borrower's discretion.