

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM852084

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest at R/F 7248/0406

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		11/08/2023	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Virgin Pulse, Inc.
Street Address:	73 Fountain Street
City:	Providence
State/Country:	RHODE ISLAND
Postal Code:	02902
Entity Type:	Corporation: DELAWARE
Name:	Yaro LLC
Street Address:	515 N. State Street
Internal Address:	Floor 14
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60654
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	5209625	CHANGING LIVES FOR GOOD
Registration Number:	4777937	Z
Registration Number:	4773520	ZESTHEALTH
Registration Number:	4777938	ZEST
Registration Number:	4773553	BE SMARTER. BUY BETTER.
Registration Number:	4725120	ENERGY, FOCUS, DRIVE
Registration Number:	4725121	ENERGY, FOCUS, DRIVE
Registration Number:	4725122	ENERGY, FOCUS, DRIVE
Registration Number:	5184352	SMART CONCIERGE
Registration Number:	5280599	IGNITE
Registration Number:	6246254	HOMEBAASE FOR HEALTH
Registration Number:	6246255	HOMEBAASE FOR HEALTH

TRADEMARK

REEL: 008253 FRAME: 0807

900812671

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CORRESPONDENCE DATA**Fax Number:** 3128622200*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:** 3128622272**Email:** carrie.rosenburg@kirkland.com**Correspondent Name:** Carrie Rosenburg**Address Line 1:** Kirkland and Ellis**Address Line 2:** 300 N LaSalle**Address Line 4:** Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	22275-118
NAME OF SUBMITTER:	Carrie Rosenburg
SIGNATURE:	/Carrie Rosenburg/
DATE SIGNED:	11/08/2023

Total Attachments: 3

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

This Termination and Release of Second Lien Security Interest in Trademarks (“Release”) is made as of November 8, 2023, by **JPMORGAN CHASE BANK, N.A.**, a United States national banking association, in its capacity as collateral agent for the Secured Parties (in such capacity, the “Collateral Agent”) in favor of **VIRGIN PULSE, INC.**, a Delaware corporation with an address at 73 Fountain Street, Providence, Rhode Island 02902 and **YARO LLC**, a Delaware limited liability company with an address at 515 N. State Street, Floor 14, Chicago, Illinois 60654 (each, a “Pledgor” and collectively, the “Pledgors”). Capitalized terms used but not otherwise defined herein have the meanings given to them in the Trademark Security Agreement, whether defined directly therein or by reference to another agreement.

W I T N E S S E T H:

WHEREAS, the Pledgors and the Collateral Agent are party to a Second Lien Security Agreement, dated as of April 6, 2021 (as may have been amended, restated, amended and restated, supplemented, waived, renewed, replaced or otherwise modified from time to time, the “Security Agreement”), pursuant to which the Pledgors and the Collateral Agent entered into that certain Second Lien Trademark Security Agreement, dated as of April 6, 2021 (the “Trademark Security Agreement”), which was recorded in the United States Patent and Trademark Office (“USPTO”) on April 7, 2021 at Reel 7248, Frame 0406;

WHEREAS, pursuant to the Security Agreement and the Trademark Security Agreement, each Pledgor pledged and granted to the Collateral Agent for the benefit of the Secured Parties a second priority Lien (subject to Permitted Liens and the terms of the First Lien / Second Lien Intercreditor Agreement) on and security interest in (the “Security Interest”) all of such Pledgor’s right, title and interest in, to and under the Trademark Collateral, including without limitation the Trademarks listed in **Schedule A**; and

WHEREAS, the Collateral Agent has agreed to terminate and release the Security Interest in all such Trademark Collateral as herein provided.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, the Collateral Agent, for itself and on behalf of the Secured Parties, hereby (i) terminates the Trademark Security Agreement, (ii) releases, terminates and discharges any and all of its Security Interest in the Trademark Collateral, and (iii) re-assigns, transfers and conveys to each Pledgor any right, title or interest it may have in the Trademark Collateral of such Pledgor.

Each Pledgor, and any successor to such Pledgor (including any person or entity hereafter holding any right, title or interest in, to or under the Trademark Collateral of such Grantor) is hereby authorized to record this Release with the USPTO at such Pledgor’s sole cost and expense.

[Remainder of this page intentionally left blank; signature page follows]

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

JPMORGAN BANK CHASE, N.A.,
as Collateral Agent

By: K.A. Gt

Name: Kathryn Gitter
Title: Authorized Officer

[Virgin Pulse -- 2L Trademark Security Agreement Release]

TRADEMARK
REEL: 008253 FRAME: 0810

Schedule A

Trademarks

1	Serial #: <u>86057685</u> Filing Dt: 09/06/2013 Reg #: <u>5209625</u> Reg. Dt: 05/23/2017 Mark: CHANGING LIVES FOR GOOD
2	Serial #: <u>86091072</u> Filing Dt: 10/14/2013 Reg #: <u>4777937</u> Reg. Dt: 07/21/2015 Mark: Z
3	Serial #: <u>86091076</u> Filing Dt: 10/14/2013 Reg #: <u>4773520</u> Reg. Dt: 07/14/2015 Mark: ZESTHEALTH
4	Serial #: <u>86091081</u> Filing Dt: 10/14/2013 Reg #: <u>4777938</u> Reg. Dt: 07/21/2015 Mark: ZEST
5	Serial #: <u>86104229</u> Filing Dt: 10/29/2013 Reg #: <u>4773553</u> Reg. Dt: 07/14/2015 Mark: BE SMARTER. BUY BETTER.
6	Serial #: <u>86210460</u> Filing Dt: 03/04/2014 Reg #: <u>4725120</u> Reg. Dt: 04/21/2015 Mark: ENERGY, FOCUS, DRIVE
7	Serial #: <u>86210482</u> Filing Dt: 03/04/2014 Reg #: <u>4725121</u> Reg. Dt: 04/21/2015 Mark: ENERGY, FOCUS, DRIVE
8	Serial #: <u>86210485</u> Filing Dt: 03/04/2014 Reg #: <u>4725122</u> Reg. Dt: 04/21/2015 Mark: ENERGY, FOCUS, DRIVE
9	Serial #: <u>86796149</u> Filing Dt: 10/22/2015 Reg #: <u>5184352</u> Reg. Dt: 04/18/2017 Mark: SMART CONCIERGE
10	Serial #: <u>87327124</u> Filing Dt: 02/07/2017 Reg #: <u>5280599</u> Reg. Dt: 09/05/2017 Mark: IGNITE
11	Serial #: <u>88388776</u> Filing Dt: 04/16/2019 Reg #: <u>6246254</u> Reg. Dt: 01/12/2021 Mark: HOMEBASE FOR HEALTH
12	Serial #: <u>88388780</u> Filing Dt: 04/16/2019 Reg #: <u>6246255</u> Reg. Dt: 01/12/2021 Mark: HOMEBASE FOR HEALTH