

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM457218

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BRIGHTSTAR CORP.		01/03/2018	Corporation: DELAWARE
BRIGHTSTAR DEVICE PROTECTION, LLC		01/03/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association, as Agent		
Street Address:	Two Tower Center Boulevard		
City:	East Brunswick		
State/Country:	NEW JERSEY		
Postal Code:	08816		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 22			
Property Type	Number	Word Mark	
Serial Number:	86405123	ACCESSIFI	
Serial Number:	86405152	ACCESSIFI	
Serial Number:	86563863	ACCESSIFI BY BRIGHTSTAR FINANCIAL SOLUTI	
Serial Number:	86486358	AT THE CENTER OF THE WIRELESS ECOSYSTEM	
Serial Number:	86164967	BRIGHTSTAR	
Serial Number:	86346839	BRIGHTSTAR	
Serial Number:	87677738	BRIGHTSTAR GEAR	
Serial Number:	87677737	BRIGHTSTAR GEAR	
Serial Number:	87597521	BRIGHTSTAR HALO	
Serial Number:	87619519	BRIGHTSTAR LOGIC	
Serial Number:	86593867	BRIGHTSTAR FOUNDATION SERVING COMMUNITIE	
Serial Number:	86593872		
Serial Number:	78934233	ESECURITEL	
Serial Number:	86366433	GADGET GUARDIAN	
Serial Number:	86319092	HEDNOISE	
Serial Number:	86482352	KEY	
Serial Number:	86854345	LOVE M.E.	
Serial Number:	86854341	LOVE M.E. MOBILE ENHANCEMENTS	
TRADEMARK			

OP \$565.00 86405123

Property Type	Number	Word Mark
Serial Number:	86826941	MLS MOBILE LEASING SOLUTIONS
Serial Number:	86561658	SPACE
Serial Number:	86561664	SPACE THE INFINITY OF THINGS
Serial Number:	86561668	THE INFINITY OF THINGS

CORRESPONDENCE DATA

Fax Number:

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.

Email: james.murray@wolterskluwer.com

Correspondent Name: Jim Murray

Address Line 1: 4400 Easton Commons Way

Address Line 2: Suite 125

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:	Leslie Kirsner
SIGNATURE:	/Leslie Kirsner/
DATE SIGNED:	01/08/2018

Total Attachments: 8
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TRADEMARK ASSIGNMENT OF SECURITY INTEREST

January 3, 2018

WHEREAS, Brightstar Corp., a Delaware corporation located at 9725 NW 117 Avenue, #105, Miami, FL 33178 (“Brightstar”), Brightstar Device Protection, LLC, a Delaware limited liability corporation located at 2325 Lakeview Parkway, Suite 700, Alpharetta, GA 30009 (“BSDP”), have adopted, used and is using the marks shown in the attached Schedule A (the “Marks”), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Brightstar and BSDP are obligated to PNC Bank, National Association (“PNC”) and various other financial institutions (collectively, “Lenders”) and PNC as administrative agent for Lenders (“Agent”) pursuant to (i) a certain Sixth Amended and Restated Revolving Credit and Security Agreement, dated as of November 30, 2017, among Agent, Lenders, Brightstar, Brightstar US, Inc., Offwire, Inc. (each a “Borrower” and collectively, the “Borrowers”) and certain affiliates of the Borrowers (including, without limitation, BSDP) from time to time a party thereto (together with Borrowers, each a “Loan Party” and collectively, “Loan Parties”) and (ii) a certain Trademark Collateral Security Agreement, dated as of December 19, 2017, made by Loan Parties in favor of Agent (as each has been and may be further amended, modified, restated or supplemented from time to time, collectively, the “Agreements”); and

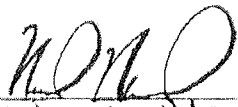
WHEREAS, pursuant to the Agreements, Brightstar and BSDP are granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Brightstar and BSDP do hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

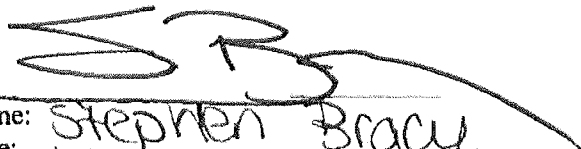
[Signature Page Follows]

Brightstar and BSDP expressly acknowledge and affirm that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

BRIGHTSTAR CORP.

By: 
Name: Noel Marsden
Title: Authorized signatory

BRIGHTSTAR DEVICE PROTECTION,
LLC

By: 
Name: Stephen Bracy
Title: Authorized signatory

PNC BANK, NATIONAL ASSOCIATION, as
Agent

By: 
Name: Edward Chonko
Its: Senior Vice President

SCHEDULE A

Schedule A to a Trademark Assignment of Security Interest by and between Brightstar Corp., Brightstar Device Protection, LLC and PNC Bank, National Association, as Agent.

TRADEMARK	OWNER	APPLICATI ON NO. / Serial #	STATUS / ADDITIONAL INFORMATION
ACCESSIFI (Standard Characters)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86405123	REGISTERED.
ACCESSIFI (Stylized)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86405152	REGISTERED.
ACCESSIFI BY BRIGHTSTAR FINANCIAL SOLUTIONS (Stylized)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86563863	REGISTERED.
AT THE CENTER OF THE WIRELESS ECOSYSTEM (Standard Characters)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86486358	REGISTERED.
BRIGHTSTAR (Stylized)	Brightstar Corporation, FL, USA	86164967	REGISTERED.
BRIGHTSTAR (Stylized)	Brightstar Corporation, FL, USA	86346839	REGISTERED.
BRIGHTSTAR ECHO (Stylized)	Brightstar Corp.	87677738	
BRIGHTSTAR GEAR (Stylized)	Brightstar Corp.	87677737	
BRIGHTSTAR HALO (Stylized)	Brightstar Corp.	87597521	
BRIGHTSTAR LOGIC (Stylized)	Brightstar Corp.	87619519	

TRADEMARK	OWNER	APPLICATI ON NO. / Serial #	STATUS / ADDITIONAL INFORMATION
BRIGHTSTAR FOUNDATION SERVING COMMUNITIES & Design - Full Logo (Stylized)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86593867	APPLICATION PENDING.
BRIGHTSTAR FOUNDATION SERVING COMMUNITIES & Design - Heart-Only Logo (Stylized)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86593872	APPLICATION PENDING.
ESECURITEL (Standard Characters)	Brightstar Device Protection, LLC, 850/860 Technology Way, Libertyville, IL 60048	78934233	REGISTERED.
GADGET GUARDIAN (Standard Chaacters)	Brightstar Device Protection, LLC, 850/860 Technology Way, Libertyville, IL 60048	86366433	REGISTERED.
HEDNOISE (Stylized)	Brightstar Corporation (Assigned from Brightstar 20:20 Limited on 2016.07.20)	86319092	REGISTERED.
KEY (Word Stylized)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86482352	REGISTERED.
LOVE M.E. (Standard Characters)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86854345	APPLICATION PENDING.
LOVE M.E. MOBILE ENHANCEMENTS (Stylized)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86854341	APPLICATION PENDING.

TRADEMARK	OWNER	APPLICATION NO. / Serial #	STATUS / ADDITIONAL INFORMATION
MLS MOBILE LEASING SOLUTIONS (Stylized)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86826941	REGISTERED.
SPACE (Stylized)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86561658	APPLICATION PENDING.
SPACE THE INFINITY OF THINGS (Stylized)	Brightstar Corp., 9725 NW 117th Avenue, Miami, FL 33178.	86561664	REGISTERED.
THE INFINITY OF THINGS (Standard Characters)	Brightstar Corporation, 9725 NW 117th Avenue, Miami, Florida 33178, U. S. A	86561668	REGISTERED.