

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM461567

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Comerica Bank		02/06/2018	Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	BMC Acquisition, Inc.		
Street Address:	12404 Park Central Drive		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75251		
Entity Type:	Corporation: DELAWARE		
Name:	CP Merger Sub Corp.		
Street Address:	12404 Park Central Drive		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75251		
Entity Type:	Corporation: DELAWARE		
Name:	BM Merger Sub Corp.		
Street Address:	1001 Pennsylvania Ave, NW, Ste 220S		
Internal Address:	c/o The Carlyle Group		
City:	Washington		
State/Country:	D.C.		
Postal Code:	20004		
Entity Type:	Corporation: DELAWARE		
Name:	Centerstone Insurance and Financial Services		
Street Address:	Eleven Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	Corporation: CALIFORNIA		
Name:	Mather and Strohl Administrative Services, Inc.		
Street Address:	12404 Park Central Drive		

OP \$965.00 86400562

City:	Dallas
State/Country:	TEXAS
Postal Code:	75251
Entity Type:	Corporation: MARYLAND
Name:	AG Insurance Agencies, Inc.
Street Address:	12404 Park Central Drive
City:	Dallas
State/Country:	TEXAS
Postal Code:	75251
Entity Type:	Corporation: TEXAS
Name:	DKG Insurance and Financial Service, Inc.
Street Address:	12404 Park Central Drive
City:	Dallas
State/Country:	TEXAS
Postal Code:	75251
Entity Type:	Corporation: TEXAS
Name:	Compupay, Inc.
Street Address:	12404 Park Central Drive
City:	Dallas
State/Country:	TEXAS
Postal Code:	75251
Entity Type:	Corporation: FLORIDA
Name:	Compupay Insurance Services, Inc.
Street Address:	12404 Park Central Drive
City:	Dallas
State/Country:	TEXAS
Postal Code:	75251
Entity Type:	Corporation: FLORIDA
Name:	Compupay Investments, Inc.
Street Address:	12404 Park Central Drive
City:	Dallas
State/Country:	TEXAS
Postal Code:	75251
Entity Type:	Corporation: TENNESSEE
Name:	Paymaxx, Inc.
Street Address:	12404 Park Central Drive
City:	Dallas
State/Country:	TEXAS
Postal Code:	75251

TRADEMARK

Entity Type:	Corporation: TENNESSEE
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PROPERTY NUMBERS Total: 38

Property Type	Number	Word Mark
Serial Number:	86400562	EMPLOYERFOCUS
Serial Number:	86398594	HRFOCUS
Registration Number:	4757328	ALLPERSPECTIVES
Serial Number:	86355390	PAYUNITE
Serial Number:	86355368	PAYUNITE PRO
Serial Number:	86355361	PAYFOCUS
Registration Number:	4732116	BENEFITMALL
Registration Number:	4732115	BENEFITMALL ALL TOGETHER, BETTER.
Registration Number:	4484072	BENEFITMALL
Registration Number:	4340853	EX EMPLOYER SERVICES EXCHANGE
Registration Number:	4019126	BENEFITMALL BENEFITUNIVERSITY CONTINUING
Registration Number:	4019127	BENEFITUNIVERSITY
Registration Number:	3970270	PHONE PAY/FAX PAY
Registration Number:	3970269	AFTER PAYROLL SOLUTIONS
Registration Number:	3957323	EX HEALTHCARE EXCHANGE
Registration Number:	3957322	EX EXCHANGE
Registration Number:	3953780	EX HEALTHCARE EXCHANGE EXCHANGING IDEAS.
Registration Number:	3921772	CLIENT READY QUOTE SYSTEM
Registration Number:	3808704	HEALTHCARE EXCHANGE
Registration Number:	3692380	B
Registration Number:	3651893	PAYCOMP
Registration Number:	3514243	BEING THE BEST! ONE PAYROLL AT A TIME
Registration Number:	3196338	ONE PAY
Registration Number:	3299265	INNOVATION PAYS
Registration Number:	2859688	B BENEFITMALL
Registration Number:	2859691	BENEFITMALL
Registration Number:	2447702	POWER401K
Registration Number:	2415824	PAYVIEW
Registration Number:	2463562	PAYLOAD
Registration Number:	2469227	WEBLOAD
Registration Number:	2663803	POWER125
Registration Number:	2298118	COMPUPAY
Registration Number:	2444848	POWER PAYROLL
Registration Number:	2048448	PAYROLL ONLINE
Registration Number:	1734585	POWERCOLLECTOR

Property Type	Number	Word Mark
Registration Number:	1735209	PAYMAXX
Registration Number:	1643163	PAYRIGHT
Registration Number:	3135110	XPRESSPAYROLL

CORRESPONDENCE DATA

Fax Number: 8009144240

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: 800-713-0755

Email: Michael.Violet@wolterskluwer.com

Correspondent Name: CT Corporation

Address Line 1: 4400 Easton Commons Way

Address Line 2: Suite 125

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER: Elaine Carrera

SIGNATURE: /Elaine Carrera/

DATE SIGNED: 02/09/2018

Total Attachments: 9

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Comerica Bank

- Individual(s)
- Partnership
- Corporation- State: _____
- Other Banking Association
- Association
- Limited Partnership

Citizenship (see guidelines) USA-TX

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) February 6, 2018

- Assignment
- Security Agreement
- Other Release of Security Interest
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: BMC Acquisition, Inc.

Street Address: 12404 Park Central Drive

City: Dallas

State: TX

Country: USA Zip: 75251

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship USA-DE
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____ Text _____

B. Trademark Registration No.(s) _____

See Exhibit C

See Exhibit C

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Elaine Carrera, Legal Assistant

Internal Address: _____

Street Address: c/o Cahill Gordon & Reindel LLP
80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3365

Docket Number: _____

Email Address: ecarrera@cahill.com

6. Total number of applications and registrations involved:

38

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature: Elaine Carrera
Signature

February 8, 2018
Date

Elaine Carrera

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 9

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Addendum to Cover Page of Trademarks Form Cover Sheet

2. Name and address of receiving party(ies)

CP Merger Sub Corp.
12404 Park Central Drive
Dallas, TX 75251
Citizenship – USA – DE – Corporation

BM Merger Sub Corp.
c/o The Carlyle Group
1001 Pennsylvania Ave, NW, Ste 220S
Washington, DC 20004
Citizenship – USA – DE – Corporation

Centerstone Insurance and Financial Services
Eleven Madison Avenue
New York, NY 10010
Citizenship – USA – CA – Corporation

Mather and Strohl Administrative Services, Inc.
12404 Park Central Drive
Dallas, TX 75251
Citizenship – USA – MD – Corporation

AG Insurance Agencies, Inc.
12404 Park Central Drive
Dallas, TX 75251
Citizenship – USA – TX – Corporation

DKG Insurance and Financial Service, Inc.
12404 Park Central Drive
Dallas, TX 75251
Citizenship – USA – TX – Corporation

Compupay, Inc.
12404 Park Central Drive
Dallas, TX 75251
Citizenship – USA – FL – Corporation

Compupay Insurance Services, Inc.
12404 Park Central Drive
Dallas, TX 75251
Citizenship – USA – FL – Corporation

Compupay Investments, Inc.
12404 Park Central Drive
Dallas, TX 75251
Citizenship – USA – TN – Corporation

Paymaxx, Inc.
12404 Park Central Drive
Dallas, TX 75251
Citizenship – USA – TN – Corporation

RELEASE OF SECURITY INTEREST

This Release of Security Interest is made as of February 6, 2018, by COMERICA BANK, as Agent for the Lenders and for itself ("Secured Party") in favor of the grantor parties identified on the signature page hereto (individually and collectively, the "Grantors").

Recital

WHEREAS Grantors granted to Secured Party a security interest in the copyrights, patents and trademarks described on Exhibits A, B and C attached hereto, respectively (collectively, the "Intellectual Property") under (i) a Agreement (Copyright) dated as of May 1, 2012, (ii) a Agreement (Trademark) dated as of May 1, 2012, and (iii) an Intellectual Property Security Agreement dated as of December 1, 2014 (collectively, the "Security Agreements"), and recorded with the US Library of Congress Copyright Office and the US Patent and Trademark Office as set forth on Exhibits A, B and C.

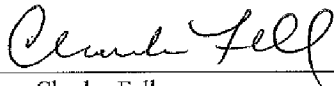
WHEREAS Grantors have no outstanding obligations to Secured Party under the terms of the Security Agreements, Secured Party agrees to release its security interest in the Intellectual Property.

Agreement

Now therefore, Secured Party agrees that it, without warranty or recourse, terminates and releases its security interest in the Intellectual Property and reassigns to Grantors, without warranty or recourse, all interest of Secured Party arising under the Security Agreements in the Intellectual Property.

SECURED PARTY:

COMERICA BANK



Name: Charles Fell
Title: Vice President

39200 Six Mile Road
Livonia, MI 48152

GRANTORS:

BMC ACQUISITION, INC.

CP MERGER SUB CORP.

BM MERGER SUB CORP.

CENTERSTONE INSURANCE AND FINANCIAL SERVICES

MATHER AND STROHL ADMINISTRATIVE SERVICES, INC.

AG INSURANCE AGENCIES, INC.

DKG INSURANCE AND FINANCIAL SERVICE, INC.

COMPUPAY, INC.

COMPUPAY INSURANCE SERVICES, INC.

COMPUPAY INVESTMENTS, INC.

PAYMAXX, INC.

EXHIBIT A**Copyrights**

<u>Description</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Claimant / Assignee</u>
BenefitMall administration system	TXu001597346	11/27/2007	Centerstone Insurance and Financial Services, d.b.a. Benefitmall
Client ready quote system	TXu001597348	11/27/2007	Centerstone Insurance and Financial Services, d.b.a. Benefitmall
CompuTax v7ts	TXu001353982	02/20/2007	CompuPay, Inc.
DSI payroll 2006	TXu001352926	02/20/2007	CompuPay, Inc.
Outward facing enrollment	TXu001597350	11/27/2007	Centerstone Insurance and Financial Services, d.b.a. Benefitmall
PAMv.2650	TXu001322485	02/20/2007	CompuPay, Inc.
PayLoad v.5.1	TXu001322484	02/20/2007	CompuPay, Inc.
PayMaxx production (HP Cobol payroll) v.2006	TXu001322483	02/20/2007	CompuPay, Inc.
PayRight v.5.1	TXu001322482	02/20/2007	CompuPay, Inc.
Phoenix XP v.1.0	TXu001353981	02/20/2007	CompuPay, Inc.
PowerPayroll v.5.8	TXu001353983	02/20/2007	CompuPay, Inc.
Selma interface to Millenium v.1.2	TXu001322479	02/20/2007	CompuPay, Inc.
TaxxPro v.3.1	TXu001322480	02/20/2007	CompuPay, Inc.
VisualGA	TX0005131918	01/19/2000	Centerstone Insurance and Financial Services, d.b.a. Benefitmall

XpressPayroll v.1.3

TXu001322481

02/20/2007

CompuPay, Inc.

Secured Party's security interest recorded at the US Library of Congress Copyright Office on May 11, 2012 at Microfilm Volume V3615 and Document Number D138; and Secured Party's security interest recorded at the US Library of Congress Copyright Office on December 15, 2015 at Microfilm Volume V9917 and Document Number D948.

EXHIBIT B

Patents

<u>Description</u>	<u>Patent / Application Number</u>	<u>Issue / Application Date</u>
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NONE

EXHIBIT C

Trademarks

Description	Registration/ Serial Number	Registration/ Application Date
EMPLOYERFOCUS	86400562	09/19/2014
HRFOCUS	86398594	09/18/2014
ALLPERSPECTIVES	4757328	06/16/2015
PAYUNITE	86355390	08/01/2014
PAYUNITE PRO	86355368	08/01/2014
PAYFOCUS	86355361	08/01/2014
BENEFITMALL	4732116	05/05/2015
BENEFITMALL ALL TOGETHER, BETTER	4732115	05/05/2015
BENEFITMALL	4484072	02/18/2014
EX EMPLOYER SERVICES EXCHANGE	4340853	05/28/213
BENEFITMALL BENEFITUNIVERSITY CONTINUING EDUCATION	4019126	08/30/2011
BENEFITUNIVERSIY	4019127	08/30/2011
PHONE PAY/FAX PAY	3970270	05/31/2011
AFTER PAYROLL SOLUTIONS	3970269	05/31/2011
EX HEALTHCARE EXCHANGE	3957323	05/10/2011
EX EXCHANGE	3957322	05/10/2011
EX HEALTHCARE EXCHANGE EXCHANGING IDEAS. FINDING SOLUTIONS	3953780	05/03/2011
CLIENT READY QUOTE SYSTEM	3921772	02/22/2011
HEALTHCARE EXCHANGE	3808704	06/22/2010
B	3692380	10/06/2009
PAYCOMP	3651893	07/07/2009
BEING THE BEST! ONE PAYROLL AT A TIME	3514243	10/07/2008
ONE PAY	3196338	01/09/2007
INNOVATION PAYS	3299265	09/25/2007
B BENEFITMALL	2859688	07/06/2004

BENEFITMALL	2859691	07/06/2004
POWER401K	2447702	05/01/2001
PAYVIEW	2415824	12/26/2000
PAYLOAD	2463562	06/26/2001
WEBLOAD	2469227	07/17/2001
POWER125	2663803	12/17/2002
COMPUPAY	2298118	12/07/1999
POWER PAYROLL	2444848	04/17/2001
PAYROLL ONLINE	2048448	03/25/1997
POWERCOLLECTOR	1734585	11/24/1992
PAYMAXX	1735209	11/24/1992
PAYRIGHT	1643163	04/30/1991
XPRESSPAYROLL	3135110	08/29/2006

Secured Party's security interest recorded against some or all of the items at the US Patent and Trademark Office on May 14, 2012 at Reel and Frame Number 4779/0187 and again on December 17, 2014 at Reel and Frame Number 5421/0042.