

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM527821

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Goldman Sachs Bank USA		05/30/2019	Bank: UNITED STATES

RECEIVING PARTY DATA

Name:	TRAVELPORT, LP
Street Address:	300 GALLERIA PARKWAY
City:	ATLANTA
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	Limited Partnership: DELAWARE
Name:	TRAVELPORT INC.
Street Address:	6 CAMPUS DRIVE
Internal Address:	1STFLOOR
City:	PARSIPPANY
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	2770579	APOLLO
Registration Number:	3555633	APOLLO
Registration Number:	1268761	APOLLO
Registration Number:	3753654	ASK TRAVELPORT
Registration Number:	1990503	CAR SELECT
Registration Number:	3720208	
Registration Number:	1924274	FASTCLIP
Registration Number:	1924272	FASTMAIL
Registration Number:	1617443	FOCALPOINT
Registration Number:	1599827	FOCALPOINT
Registration Number:	1508532	FOCALPOINT
Registration Number:	2572524	GALILEO

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Property Type	Number	Word Mark
Registration Number:	1647908	GALILEO
Registration Number:	1399066	MONEY \$AVER
Registration Number:	1962894	POWER PRICING
Registration Number:	2115536	POWER SHOPPER
Registration Number:	2004517	SCRIPTPRO
Registration Number:	1947439	SECURATE
Registration Number:	1955617	TECHXCHANGE
Registration Number:	2479890	THOR
Registration Number:	2613296	THOR
Registration Number:	3699677	TRAVELPORT FARE VERIFIED
Registration Number:	4419020	TRAVELPORT ROOMS AND MORE
Registration Number:	3842009	TRAVELPORT TRAVERSA
Registration Number:	3617033	TRAVELPORT VIEWTRIP
Registration Number:	2189417	WORLDSPAN
Registration Number:	1874327	WORLDSPAN AIRLINE SOURCE
Registration Number:	2209715	WORLDSPAN CORPORATE FLEET
Registration Number:	2275654	WORLDSPAN GO!
Registration Number:	1877037	WORLDSPAN HOTEL SELECT

CORRESPONDENCE DATA

Fax Number: 2124464900

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: 212-390-4147

Email: amanda.cirella@kirkland.com

Correspondent Name: Amanda Cirella (Paralegal)

Address Line 1: Kirkland & Ellis LLP

Address Line 2: 601 Lexington Avenue

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	10366-33
NAME OF SUBMITTER:	Amanda Cirella
SIGNATURE:	//Amanda Cirella//
DATE SIGNED:	06/14/2019

Total Attachments: 5

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

Termination and Release of Security Interest in Trademarks, dated as of May 30, 2019 (this "**Termination and Release**"), by GOLDMAN SACHS BANK USA, in its capacity as collateral agent pursuant to the Credit Agreement ("**Collateral Agent**") in favor of TRAVELPORT, LP and TRAVELPORT INC. (each a "**Grantor**" and collectively, the "**Grantors**").

WHEREAS, Grantors are party to that certain Security Agreement dated as of March 16, 2018 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "**Security Agreement**") in favor of the Collateral Agent pursuant to which the Grantors executed and delivered that certain Trademark Security Agreement (as defined below);

WHEREAS, pursuant to the Trademark Security Agreement dated as of March 16, 2018 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "**Trademark Security Agreement**"), Grantors granted to the Collateral Agent for the benefit of the Secured Parties a security interest in and to all of its right, title and interest in, to and under all Collateral (as defined below) (the "**Security Interest**"), which Security Interest was recorded with the United States Patent and Trademark Office on March 18, 2018 at Reel/Frame 6294/0239;

WHEREAS, "**Collateral**" means (excluding any Excluded Assets) the Grantors' registered Trademarks and Trademarks with respect to which applications are pending listed on Schedule I attached hereto; and

WHEREAS, the Grantors desire that the Collateral Agent terminate, cancel, release and discharge fully its Security Interest.

NOW, THEREFORE, in consideration of the mutual conditions and agreements set forth in the Security Agreement, the Trademark Security Agreement and this Termination and Release, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

Section 1. **Defined Terms.** Unless otherwise defined herein, terms defined in the Security Agreement or Trademark Security Agreement, as applicable, and used herein have the meaning given to them in the Trademark Security Agreement or the Security Agreement, as applicable.

Section 2. **Release of Security Interest.** The Collateral Agent hereby (a) terminates the Trademark Security Agreement, (b) terminates, cancels, releases and discharges fully any and all security interests it has in and to the Collateral, including the Security Interest and (c) reassigns all right, title and interest it may have in, to or under the Collateral to the Grantors, including all goodwill associated therewith.

Section 3. **Recordation.** The Collateral Agent hereby authorizes the Grantors, or the Grantors' authorized representative, to record this Termination and Release with the United States Patent and Trademark Office.

Section 4. Further Assurances. At the Grantors' sole cost and expense, the Collateral Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the security interests contemplated hereby.

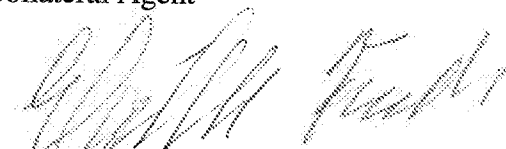
Section 5. Governing Law. THIS TERMINATION AND RELEASE SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK. The provisions of Section 10.15 (GOVERNING LAW) and Section 10.16 (WAIVER OF RIGHT TO TRIAL BY JURY) of the Credit Agreement are incorporated herein by reference, mutatis mutandis, as if the same were set forth herein in full.

Section 6. Counterparts. This Termination and Release may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Termination and Release by signing and delivering one or more counterparts.

[SIGNATURE PAGE FOLLOWS]

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

GOLDMAN SACHS BANK USA,
as Collateral Agent

By: 

Name:

Title:

Elizabeth Fischer
Authorized Signatory

Schedule I

Trademark Registrations and Use Applications

Registrations:

OWNER	REGISTRATION NUMBER	TRADEMARK
Travelport, LP	2770579	APOLLO
Travelport, LP	3555633	APOLLO
Travelport, LP	1268761	APOLLO
Travelport, Inc.	3753654	ASK TRAVELPORT
Travelport, LP	1990503	CAR SELECT
Travelport, Inc.	3720208	
Travelport, LP	1924274	FASTCLIP
Travelport, LP	1924272	FASTMAIL
Travelport, LP	1617443	FOCALPOINT
Travelport, LP	1599827	FOCALPOINT
Travelport, Inc.	1508532	FOCALPOINT
Travelport, LP	2572524	GALILEO
Travelport, LP	1647908	GALILEO
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Travelport, LP	1962894	POWER PRICING
Travelport, LP	2115536	POWER SHOPPER
Travelport, LP	2004517	SCRIPTPRO
Travelport, LP	1947439	SECURATE
Travelport, LP	1955617	TECHXCHANGE
Travelport, Inc.	2479890	
Travelport, Inc.	2613296	
Travelport, Inc.	2533290	THOR
Travelport, Inc.	2252615	THOR
Travelport, Inc.	3843199	TRAVELPORT
Travelport, Inc.	2679926	TRAVELPORT
Travelport, Inc.	3699677	TRAVELPORT FARE VERIFIED
Travelport, LP	4419020	TRAVELPORT ROOMS AND MORE
Travelport, Inc.	3842009	TRAVELPORT TRAVERSA
Travelport, Inc.	3617033	TRAVELPORT VIEWTRIP
Travelport, LP	2189417	WORLDSPAN
Travelport, LP	1608514	WORLDSPAN
Travelport, LP	1874327	WORLDSPAN AIRLINE SOURCE
Travelport, LP	2209715	WORLDSPAN CORPORATE FLEET
Travelport, LP	2275654	WORLDSPAN GO!

Travelport, LP	1877037	WORLDSPAN HOTEL SELECT
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Applications: None.