

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM553101

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AD VALOREM RECORDS, INC.		05/09/2019	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., as Administrative Agent		
Street Address:	135 S. LaSalle Street		
Internal Address:	Mail Code IL4-135-09-61		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	5015414	UINSTAPAY	
Registration Number:	4392026	UREAD	
Registration Number:	4392025	UVISION	
Registration Number:	4392027	AVR	
Registration Number:	4392023	UMANAGE	
Serial Number:	88598531	AVR	
Serial Number:	88586329	AVR LEADING UTILITY SOLUTIONS	
Serial Number:	88586324	UVISIONPLUS	
CORRESPONDENCE DATA			
Fax Number:	7043311159		
<i>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.</i>			
Phone:	7043311000		
Email:	PTO_TMconfirmation@mvalaw.com, maryelizabethzaldivar@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	100 North Tryon Street		
Address Line 2:	Suite 4700, ATTN: IP DEPARTMENT		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		

OP \$215.00 5015414

TRADEMARK

ATTORNEY DOCKET NUMBER:	327000.027705
NAME OF SUBMITTER:	John Slaughter
SIGNATURE:	/john slaughter/
DATE SIGNED:	12/12/2019
Total Attachments: 4 source=NGSI-T - Ad Valorem Records, Inc. to Bank of America, N.A., as Administrative Agent#page1.tif source=NGSI-T - Ad Valorem Records, Inc. to Bank of America, N.A., as Administrative Agent#page2.tif source=NGSI-T - Ad Valorem Records, Inc. to Bank of America, N.A., as Administrative Agent#page3.tif source=NGSI-T - Ad Valorem Records, Inc. to Bank of America, N.A., as Administrative Agent#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security and Pledge Agreement dated as of May 9, 2019 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
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See Schedule 1 attached hereto

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

AD VALOREM RECORDS, INC.

By: _____

Name: Paul Maple

Title: General Counsel and Secretary

AD VALOREM RECORDS, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 006815 FRAME: 0221

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: Christine Trotter

Name: Christine Trotter

Title: Assistant Vice President

Schedule 1

**Ad Valorem Records, Inc.
(Texas Corporation)**

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
UINSTAPAY	5015414	08/09/16
UREAD	4392026	08/27/13
UVISION	4392025	08/27/13
AVR and Design	4392027	08/27/13
UMANAGE	4392023	08/27/13

Trademark Applications

Mark	Appl. No.	Filing Date
AVR and Design	88598531	08/29/19
AVR LEADING UTILITY SOLUTIONS	88586329	08/21/19
UVISIONPLUS	88586324	08/21/19