

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM657515

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	INTELLECTUAL PROPERTY RELEASE AND REASSIGNMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BMO HARRIS BANK N.A., as administrative agent		07/01/2021	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	dESCO, LLC		
Street Address:	3495 Piedmont Rd NE, Building 12		
Internal Address:	Suite 110		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30305		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	Clearent, LLC		
Street Address:	11330 Olive Blvd.		
Internal Address:	Suite 200		
City:	Creve Coeur		
State/Country:	MISSOURI		
Postal Code:	63141		
Entity Type:	Limited Liability Company: MISSOURI		
Name:	Clearent Merchant Services, Inc.		
Street Address:	11330 Olive Blvd.		
Internal Address:	Suite 200		
City:	Creve Coeur		
State/Country:	MISSOURI		
Postal Code:	63141		
Entity Type:	Corporation: DELAWARE		
Name:	Clearent Software Holdings, LLC		
Street Address:	11330 Olive Blvd.		
Internal Address:	Suite 200		
City:	Creve Coeur		
State/Country:	MISSOURI		
Postal Code:	63141		
Entity Type:	Limited Liability Company: MISSOURI		

TRADEMARK

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	5132731	FIELDEDGE
Registration Number:	4901234	COMPASS
Registration Number:	4074264	VISIONPAY
Registration Number:	4074263	MEDSPAPAY
Registration Number:	4074261	DENTALPAY
Registration Number:	4074262	VETPAY
Registration Number:	4074260	CHIROPAY
Registration Number:	4267098	SAFE SITE PAYMENT ALLIANCE INTERNATIONAL
Registration Number:	4206055	TERMPAY
Registration Number:	2064846	SPOT
Serial Number:	87580428	SPOT

CORRESPONDENCE DATA

Fax Number: 7132249511

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: 7135465000

Email: juan.arias@weil.com

Correspondent Name: Sabrina Lyon

Address Line 1: Weil, Gotshal & Manges LLP

Address Line 2: 700 Louisiana Street, Suite 1700

Address Line 4: Houston, TEXAS 77002-2755

ATTORNEY DOCKET NUMBER: Sabrina Lyon - 36263.0003

NAME OF SUBMITTER: Sabrina Lyon

SIGNATURE: /Sabrina Lyon/

DATE SIGNED: 07/01/2021

Total Attachments: 6

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INTELLECTUAL PROPERTY RELEASE AND REASSIGNMENT

THIS INTELLECTUAL PROPERTY RELEASE AND REASSIGNMENT (this “Release”) is made as of July 1, 2021, by BMO Harris Bank N.A., in its capacity as administrative agent and collateral agent (in such capacities, “Administrative Agent”) for the Secured Parties. Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreement (as defined below).

WITNESSETH:

WHEREAS, dESCO, LLC, a Delaware limited liability company (“dESCO”), Clearent, LLC, a Missouri limited liability company (“Clearent”), Clearent Merchant Services, Inc., a Delaware corporation (“Merchant”), and Clearent Software Holdings, LLC, a Missouri limited liability company (“Software”; and together with dESCO, Clearent and Merchant, each a “Grantor” and collectively, the “Grantors”), were parties to that certain Intellectual Property Security Agreement dated as of March 20, 2018, in favor of Administrative Agent (the “Security Agreement”), pursuant to which each Grantor granted to Administrative Agent a continuing security interest in and lien on the IP Collateral (as defined below);

WHEREAS, the Security Agreement was recorded by the (a) United States Patent and Trademark Office on April 24, 2018, at Reel 6320, Frame 0453 and (b) United States Copyright Office on May 3, 2018, at Volume 9958 and Doc. No. 422;

WHEREAS, the Grantors have requested that Administrative Agent release its security interest in and lien on the IP Collateral and reassign any and all rights in the same to the applicable Grantor;

WHEREAS, each Grantor has satisfied and fulfilled all of its obligations to release Administrative Agent’s security interest in and lien on the IP Collateral.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Administrative Agent hereby agrees as follows:

1. Administrative Agent hereby fully releases, discharges, terminates and cancels its liens and security interest in all right, title and interest in, to and under the following (collectively, the “IP Collateral”):

(i) all Trademarks, including the Trademark registrations and registration applications in the United States Patent and Trademark Office listed on Schedule I hereto;

(ii) all Patents, including the Patent registrations and pending applications in the United States Patent and Trademark Office listed on Schedule II hereto;

(iii) all Copyrights, including the Copyright registrations and pending applications for registration in the United States Copyright Office listed on Schedule III hereto; and

(iv) all proceeds of the foregoing.

2. Administrative Agent hereby reassigns, grants and conveys to the applicable Grantor, without any representation, recourse or undertaking by Administrative Agent, any and all of

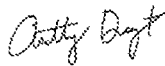
Administrative Agent's right, title and interest in and to the IP Collateral and hereby terminates the Security Agreement.

3. GOVERNING LAW. THIS RELEASE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

[Signature Page Follows]

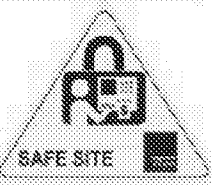

IN WITNESS WHEREOF, Administrative Agent has caused this Release to be executed as of the day and year first above written.

BMO HARRIS BANK N.A., as Administrative Agent


By: 
Name: Anthony Dayrit
Title: Vice President

SCHEDULE I

TRADEMARKS

Trademark	Country	Filing Date	Application No.	Registration Date	Registration No.	Owner
FIELDEDGE	United States	6/9/2016	87/065,939	1/31/2017	5,132,731	Desco, LLC
COMPASS	United States	6/22/2015	86/669,819	2/16/2016	4,901,234	Clearent, LLC
VISIONPAY	United States	6/7/2011	85/339,623	12/20/2011	4,074,264	Clearent Merchant Services, Inc.
MEDSPAPAY	United States	6/7/2011	85/339,623	12/20/2011	4,074,263	Clearent Merchant Services, Inc.
DENTALPAY	United States	6/7/2011	85/339,650	12/20/2011	4,074,261	Clearent Merchant Services, Inc.
VETPAY	United States	6/7/2011	85/339,673	12/20/2011	4,074,262	Clearent Merchant Services, Inc.
CHIROPAY	United States	6/7/2011	85/339,623	12/20/2011	4,074,260	Clearent Merchant Services, Inc.
	United States	1/19/2012	85/520,412	1/1/2013	4,267,098	Clearent Merchant Services, Inc.
TERMPAY	United States	2/28/2012	85/554,563	9/11/2012	4,206,055	Clearent Merchant Services, Inc.
	United States	4/9/1996	85/339,673	5/27/1997	2,064,846	Clearent Software Holdings, LLC

TRADEMARK APPLICATIONS

Trademark	Country	Filing Date	Application No.	Registration Date	Registration No.	Owner
	United States	8/23/2017	87/580,428	8/23/2017	N/A	Clearent Software Holdings, LLC

SCHEDULE II

PATENTS

None.

PATENT APPLICATIONS

None.

SCHEDULE III

COPYRIGHTS

Title	Registration No.	Registration Date	Owner
Electronic Service Control (ESC) Mobile Server	TXu00105594 7	5/23/2001	dESCO, LLC
Electronic Service Control (ESC)	TXu00100494 0	6/7/2001	dESCO, LLC
Coastal Computer Corporation Electronic Service Control (Esc) Software (Dim group as string.)	TX000507408 5	10/30/1998	dESCO, LLC
Multi-Tech Electronic Dispatch Board	TX000462425 6	6/12/1997	dESCO, LLC
Coastal Computer Corporation Contractor Data Management Software Package (Data management)	TX000336980 3	7/10/1992	dESCO, LLC

COPYRIGHT APPLICATIONS

None.