

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM658471

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ABC Funding, LLC		07/01/2021	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Sharecare, Inc.
Street Address:	3280 Peachtree Road, Suite 600
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30305
Entity Type:	Corporation: DELAWARE
Name:	Lucid Global, Inc.
Street Address:	1680 Fruitville Road, Suite 202
City:	Sarasota
State/Country:	FLORIDA
Postal Code:	34236
Entity Type:	Corporation: DELAWARE
Name:	Healthways SC, LLC
Street Address:	701 Cool Spring Boulevard
City:	Franklin
State/Country:	TENNESSEE
Postal Code:	37067
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 73

Property Type	Number	Word Mark
Registration Number:	4621400	AN APP A DAY KEEPS THE DOCTOR AWAY
Registration Number:	4503028	ASKMD
Registration Number:	4091330	SHARECARE
Registration Number:	3948274	SHARE CARE
Registration Number:	4905256	SHARING IS CARING
Registration Number:	4107804	
Registration Number:	3647005	DAILY STRENGTH

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3647004	DAILY STRENGTH
Registration Number:	3760055	
Registration Number:	4118134	THE LITTLE BLUE BOOK
Registration Number:	4118133	THE LITTLE BLUE BOOK
Registration Number:	4514888	THE LITTLE BLUE BOOK MOBILE
Registration Number:	4411375	TLBB MOBILE
Registration Number:	4107863	ADVISOR
Registration Number:	2512540	PKC
Registration Number:	2609117	P K C
Registration Number:	3260756	QUALITYHEALTH.COM
Registration Number:	2940053	QUALITYHEALTH
Registration Number:	2926612	DOG AGE
Registration Number:	2801158	DOGAGE
Registration Number:	3838485	JOINTAGE
Registration Number:	2506643	LIVE LIFE TO THE YOUNGEST
Registration Number:	4187046	MOUTHAGE
Registration Number:	4187047	PAINAGE
Registration Number:	2261318	REAL AGE
Registration Number:	4764823	REALAGE
Registration Number:	2916425	REALAGE
Registration Number:	2155113	REALAGE
Registration Number:	2305201	REALAGE
Registration Number:	4396473	RISKAGE
Registration Number:	4157653	SEXAGE
Registration Number:	4187048	SKIN'S REALAGE
Registration Number:	4400405	STRESSAGE
Registration Number:	3874763	WISEPATIENT
Registration Number:	4456745	@HOME PAK
Registration Number:	5146853	BLUE ZONES PROJECT BY HEALTHWAYS
Registration Number:	3102961	EATPHIT
Registration Number:	4029121	EMBRACE
Registration Number:	5119893	GALLUP-HEALTHWAYS WELL-BEING 5
Registration Number:	3673815	GALLUP-HEALTHWAYS WELL-BEING INDEX
Registration Number:	3294917	HEALTHWAYS
Registration Number:	3491340	HEALTHWAYS
Registration Number:	3668155	HEALTHWAYS
Registration Number:	3519017	HEALTHWAYS
Registration Number:	3483411	HEALTHWAYS

Property Type	Number	Word Mark
Registration Number:	3483412	HEALTHWAYS
Registration Number:	3483413	HEALTHWAYS
Registration Number:	3396974	HEALTHWAYS
Registration Number:	4068124	HEALTHWAYS BLUE ZONES VITALITY CITY
Registration Number:	4809449	HEALTHWAYS CARE TRANSITIONS SOLUTION
Registration Number:	5166922	HEALTHWAYS DISEASE MANAGEMENT
Registration Number:	4951910	HEALTHWAYS FINANCIAL WELL-BEING
Serial Number:	86526047	HEALTHWAYS HIGH RISK COST AVOIDANCE
Registration Number:	5147113	HEALTHWAYS PHYSICAL 5
Registration Number:	4268591	HEALTHWAYS WELL-BEING ASSESSMENT
Registration Number:	4230890	INNERGY
Registration Number:	4552219	INNERGYGO
Registration Number:	4443799	INNERGYGO
Registration Number:	3102960	LIVEPHIT
Registration Number:	2613189	MY EPHIT
Registration Number:	2644181	MYEPHIT
Registration Number:	3285479	MY HEALTH IQ
Registration Number:	4867502	WELL-BEING 5
Registration Number:	4441581	WELL-BEING AT WORK ASSESSMENT
Registration Number:	4908926	WELL-BEING CONNECT
Registration Number:	4498514	WELL-BEING CONNECTION
Serial Number:	86521795	WELL-BEING DIRECT
Registration Number:	4676775	WELL-BEING IMPROVEMENT SOLUTION
Registration Number:	4564668	WELL-BEING PLUS
Registration Number:	4276389	WELLBEINGGO
Registration Number:	4612179	
Registration Number:	4946567	YOU
Registration Number:	4619759	BIOLUCID

CORRESPONDENCE DATA

Fax Number: 6172359493

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: 6179517790

Email: ronald.duvernay@ropesgray.com

Correspondent Name: Ronald M. Duvernay

Address Line 1: Prudential Tower, 800 Boylston Street

Address Line 2: Ropes & Gray LLP

Address Line 4: Boston, MASSACHUSETTS 02199-3600

ATTORNEY DOCKET NUMBER:	SPNH-055-002
NAME OF SUBMITTER:	Ronald M. Duvernay
SIGNATURE:	/r duvernay/
DATE SIGNED:	07/07/2021

Total Attachments: 15

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TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT (this “Release”) is made as of July 1, 2021, by ABC FUNDING, LLC, as administrative agent for each member of the Lender Group (in such capacity, the “Grantee”), in favor of Sharecare, Inc., Lucid Global, Inc. and Healthways SC, LLC (each a “Grantor” and, collectively, the “Grantors”). Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreement (as defined below).

W I T N E S S E T H:

WHEREAS, the Grantors and Grantee entered into that certain Guaranty and Security Agreement, dated as of May 11, 2017, by and among the Grantors, the other Grantors party thereto and the Grantee (including all annexes, exhibits or schedules thereto, as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”), each Grantor granted and pledged to the Grantee, for the benefit of the Lender Group, a continuing security interest in all of such Grantor’s right, title and interest in and to the Collateral;

WHEREAS, the Grantors and the Grantee are parties to that certain Trademark Security Agreement, dated as of May 11, 2017 (including all annexes, exhibits or schedules thereto, as amended, restated, supplemented or otherwise modified from time to time, the “Trademark Security Agreement”) pursuant to which each Grantor granted a security interest (the “Security Interest”) to the Grantee, for the benefit of the Lender Group, in the Trademark Collateral (as defined below), including the Trademarks set forth on Schedule 1 hereto;

WHEREAS, the Trademark Security Agreement was recorded by the Trademark Division of the United States Patent and Trademark Office on May 15, 2017 at Reel 6058, Frame 0348;

WHEREAS, the Grantors have requested that Grantee release its Security interest in the Patent Collateral and reassign any and all rights in the same to the Grantors.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. The Grantee hereby terminates each Trademark Security Agreement and terminates, releases, and discharges its Security Interest, and all of its right, title and interest in, to and under the following (collectively the “Trademark Collateral”):

(a) each Trademark and IP License owned by each Grantor providing for the grant by or to such Grantor of any right under any Trademark, including, without limitation, those referred to in Schedule 1 hereto;

(b) all renewals and extensions of the foregoing; and

(c) all goodwill of the business connection with the use of, and symbolized by, each such Trademark and all income, royalties, proceeds and Liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

2. The Grantee hereby releases its Security Interest in the Trademark Collateral and reassigns, grants and conveys to the Grantors, without any representation, recourse or undertaking by Grantee, any and all of Grantee’s right, title and interest in and to the Trademark Collateral.

3. The Grantee hereby agrees, at the Grantors' expense, to execute and deliver to the Grantors such documents, instruments, notices and releases as the Grantors shall reasonably request to evidence the release of the Security Interest contemplated hereby.

4. THIS RELEASE SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK, APPLICABLE TO CONTRACTS MADE AND PERFORMED IN THAT STATE.

[Signature Page Follows]

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

ABC FUNDING, LLC, as the Grantee

By: _____
Name:
Title:

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

ABC FUNDING, LLC, as the Grantee

By: Summit Partners Credit Advisors, L.P.
Its: Manager

By:  _____
Name: James Freeland
Title: Authorized Signatory

[Trademark Release]



TRADEMARK
REEL: 007348 FRAME: 0644





SCHEDULE 1

[See attached].

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

Owner	Trademark	Class	Country	Application Number	Registration #
Sharecare, Inc.	AN APP A DAY KEEPS THE DOCTOR AWAY	44	United States	85237442	4621400
Sharecare, Inc.	ASKMD	9,35, 42	United States	85842653	4503028
Sharecare, Inc.	SHARECARE	44	United States	77666496	4091330
Sharecare, Inc.	SHARECARE	38	United States	77666510	3948274
Sharecare, Inc.	SHARECARE	38, 42, 44	Germany	3020140254689	302014025468
Sharecare, Inc.	SHARECARE	38, 42, 45	France	144069766	144069766
Sharecare, Inc.	SHARECARE	38, 42, 46	Italy	FI2014C000206	1614430
Sharecare, Inc.	SHARECARE	38, 42, 47	United Kingdom	UK00003042089	UK00003042089
Sharecare, Inc.	SHARING IS CARING	44	United States	86975593	4905256
Sharecare, Inc.		38,44	United States	85256874	4107804
Sharecare, Inc.		38,44	Community Trademark (European Union)	14017115	14017115
Sharecare, Inc.	DAILY STRENGTH	41, 45	United States	77627988	3647005

Owner	Trademark	Class	Country	Application Number	Registration #
Sharecare, Inc.	DAILY STRENGTH	25	United States	77627987	3647004
Sharecare, Inc.		45	United States	77669570	3760055
Sharecare, Inc.	THE LITTLE BLUE BOOK (stylized mark)	9, 16, 35	United States	85375160	4118134
Sharecare, Inc.	THE LITTLE BLUE BOOK (word mark)	9, 16, 35	United States	85/375156	4118133
Sharecare, Inc.	THE LITTLE BLUE BOOK MOBILE	35	United States	85072869	4514888
Sharecare, Inc.	TLBBMOBILE	35	United States	85072884	4411375
Sharecare, Inc.		42	United States	85293693	4107863
Sharecare, Inc.		9	United States	76205918	2512540
Sharecare, Inc.		42	United States	76205919	2609117
QH Acquisition Sub, LLC	QUALITYHEALTH.COM	35, 44	United States	78937677	3260756
QH Acquisition Sub, LLC	QUALITYHEALTH	35, 44	United States	78392966	2940053
RealAge, Inc.*	DOG AGE	44	Community Trademark (European Union)	3087657	3087657
Sharecare, Inc.	DOG AGE	45	United States	76/434625	2926612
RealAge, Inc.*	DOGAGE	44	Community Trademark (European Union)	3087665	3087665
Sharecare, Inc.	DOGAGE	45	United States	76/425213	2801158


Owner	Trademark	Class	Country	Application Number	Registration #
Sharecare, Inc.	JOINTAGE	44	United States	77/575886	3838485
Sharecare, Inc.	LIVE LIFE TO THE YOUNGEST	42	United States	76/182613	2506643
Sharecare, Inc.	MOUTHAGE	44	United States	77/575890	4187046
Sharecare, Inc.	PAINAGE	44	United States	77/575904	4187047
Sharecare, Inc.	REAL AGE	9	United States	75/119958	2261318
Sharecare, Inc.	REALAGE	41	United States	85/453405	4764823
RealAge, Inc.*	REALAGE	16,29,41	China P.R.	G837380	G837380
RealAge, Inc.*	REALAGE	42	India	1240286	1240286
RealAge, Inc.*	REALAGE	3,9,16,25,28,29,41	Madrid System Registration (multiple countries)	837380	837380
RealAge, Inc.*	REALAGE	16, 29, 41	India	1265495	1265495
RealAge, Inc.*	REALAGE	16	Mexico	640792	840154
Sharecare, Inc.	REALAGE	16	United States	78/342798	2916425
RealAge, Inc.*	REALAGE	NCL (7) 42	Brazil	822643537	822643537
RealAge, Inc.*	REALAGE	NCL (8) 41	Brazil	826638422	826638422
RealAge, Inc.*	REALAGE	NCL (8) 16	Brazil	826638449	826638449

Owner	Trademark	Class	Country	Application Number	Registration #
Sharecare, Inc.	REALAGE	9 (software test)	United States	74/616702	2155113
RealAge, Inc.*	REALAGE	Supplements/counseling	Canada	1053924	TMA582492
RealAge, Inc.*	REALAGE	NCL (8) 29	Brazil	826638430	826638430
Sharecare, Inc.	REALAGE	42	United States	75/385246	2305201
RealAge, Inc.*	REALAGE	42	Australia	827201	827201
RealAge, Inc.*	REALAGE	42,44	Mexico	415734	679864
RealAge, Inc.*	REALAGE		Russian Federation	2000-705910	207618
RealAge, Inc.*	REALAGE	5,42	Community Trademark (European Union)	1553700	1553700
RealAge, Inc.*	REALAGE	5,42	Turkey	22997	2000-05253
RealAge, Inc.*	REALAGE	42	Indonesia	J00-13419	IDM000354294
RealAge, Inc.*	REALAGE		Thailand	424550	TM139930
RealAge, Inc.*	REALAGE		Thailand	424551	SM12998
RealAge, Inc.*	REALAGE	NCL (7) 05	Brazil	822643529	822643529
RealAge, Inc.*	REALAGE	42	China P.R.	2000051958	1595875
RealAge, Inc.*	REALAGE	IC 9	Japan	2010-064090	5381303



Owner	Trademark	Class	Country	Application Number	Registration #
RealAge, Inc.*	REALAGE	42	Israel	135878	135878
RealAge, Inc.*	REALAGE	10,41,42,44	Germany	30125886.4	30125886
RealAge, Inc.*	REALAGE	IC 7	Japan	2000-028641	4476685
RealAge, Inc.*	REALAGE	10	Community Trademark (European Union)	2417111	2417111
RealAge, Inc.*	REALAGE	41	Community Trademark (European Union)	2417111	2417111
RealAge, Inc.*	REALAGE	42	Community Trademark (European Union)	2417111	2417111
Sharecare, Inc.	RISKAGE	44	United States	77/923177	4396473
Sharecare, Inc.	SEXAGE	44	United States	85/448911	4157653
Sharecare, Inc.	SKIN'S REALAGE	44	United States	77/575907	4187048
Sharecare, Inc.	STRESSAGE	44	United States	77/897907	4400405
Sharecare, Inc.	WisePatient	35	United States	77874178	3874763
HWSC	@HOME PAK	28	United States of America	85794502	4456745
HWSC	BLUE ZONES PROJECT BY HEALTHWAYS	35, 44	United States of America	85418541	5146853
HWSC	EATPHIT	41	United States of America	78341158	3102961
HWSC	EMBRACE	9, 42	Australia	999173	999173

Owner	Trademark	Class	Country	Application Number	Registration #
HWSC	EMBRACE	42	Brazil	840725000	
HWSC	EMBRACE	9, 42	Germany	999173	999173
HWSC	EMBRACE	9, 42	International Bureau (WIPO)	999173	999173
HWSC	EMBRACE	42	United States of America	77536372	4029121
WB5, LLC	GALLUP-HEALTHWAYS WELL-BEING 5	16, 42, 44	United States of America	86383306	5119893
HWSC	GALLUP-HEALTHWAYS WELL-BEING INDEX	16, 35, 42	United States of America	77363409	3673815
HWSC	HEALTHWAYS	44	Australia	876777	876777
HWSC	HEALTHWAYS	44	Benelux	876777	876777
HWSC	HEALTHWAYS	TBP	Brazil	840724853	
HWSC	HEALTHWAYS	TBP	Brazil	840724896	
HWSC	HEALTHWAYS	TBP	Brazil	840724918	
HWSC	HEALTHWAYS	9	Brazil	840724934	
HWSC	HEALTHWAYS	TBP	Brazil	840725027	
HWSC	HEALTHWAYS	44	China	876777	876777
HWSC	HEALTHWAYS	41, 42, 44	European Union	NA	4673562

Owner	Trademark	Class	Country	Application Number	Registration #
HWSC	HEALTHWAYS	44	France	876777	876777
HWSC	HEALTHWAYS	44	Germany	876777	876777
HWSC	HEALTHWAYS	44	Hungary	876777	876777
HWSC	HEALTHWAYS	44	International Bureau (WIPO)	876777	876777
HWSC	HEALTHWAYS	44	Ireland	876777	876777
HWSC	HEALTHWAYS	44	Japan	876777	876777
HWSC	HEALTHWAYS	44	Poland	876777	876777
HWSC	HEALTHWAYS	44	Spain	876777	876777
HWSC	HEALTHWAYS	44	Sweden	876777	876777
HWSC	HEALTHWAYS	44	United Kingdom	876777	876777
HWSC	HEALTHWAYS	35, 44	United States of America	78618822	3294917
HWSC	HEALTHWAYS	38	United States of America	77224774	3491340
HWSC	HEALTHWAYS	9, 42	United States of America	77224780	3668155
HWSC	HEALTHWAYS	44	United States of America	77224781	3519017
HWSC	HEALTHWAYS	41	United States of America	77224784	3483411

Owner	Trademark	Class	Country	Application Number	Registration #
HWSC	HEALTHWAYS	44	United States of America	77224787	3483412
HWSC	HEALTHWAYS	44	United States of America	77224788	3483413
HWSC		44	United States of America	77010762	3396974
HWSC	HEALTHWAYS BLUE ZONES VITALITY CITY	35, 44	United States of America	85046354	4068124
HWSC	HEALTHWAYS CARE TRANSITIONS SOLUTION	35, 44	United States of America	86198229	4809449
HWSC	HEALTHWAYS DISEASE MANAGEMENT	42, 44	United States of America	86526062	5166922
HWSC	HEALTHWAYS FINANCIAL WELL-BEING	36, 42	United States of America	86235917	4951910
HWSC	HEALTHWAYS HIGH RISK COST AVOIDANCE	35, 41, 42, 44, 45	United States of America	86526047	
HWSC	HEALTHWAYS PHYSICAL 5	44	United States of America	86458948	5147113
HWSC	HEALTHWAYS WELL-BEING ASSESSMENT	44	United States of America	77949639	4268591
HWSC	INNERGY	42	United States of America	85353094	4230890
HWSC	INNERGYGO	42	United States of America	85587950	4552219
HWSC	INNERGYGO	9	United States of America	85913280	4443799
HWSC	LIVEPHIT	41	United States of America	78341152	3102960

Owner	Trademark	Class	Country	Application Number	Registration #
HWSC	MY EPHIT	42	United States of America	75942000	2613189
HWSC		42	United States of America	76230338	2644181
HWSC	MY HEALTH IQ	35, 41, 44	United States of America	78449555	3285479
HWSC	WELL-BEING 5	42, 44	United States of America	86038204	4867502
HWSC	WELL-BEING AT WORK ASSESSMENT	16	United States of America	85645162	4441581
HWSC	WELL-BEING CONNECT	44	Australia		1139867
HWSC	WELL-BEING CONNECT	9, 42, 44	France		1181574
HWSC	WELL-BEING CONNECT	44	International Bureau (WIPO)	1139867	1139867
HWSC	WELL-BEING CONNECT	9, 42, 44	International Bureau (WIPO)		1181574
HWSC	WELL-BEING CONNECT	9, 42, 44	United States of America	85285677	4908926
HWSC	WELL-BEING CONNECTION	42, 44	United States of America	85461644	4498514
HWSC	WELL-BEING DIRECT	42, 44	United States of America	86521795	
HWSC	WELL-BEING IMPROVEMENT SOLUTION	38, 42, 44	United States of America	86015287	4676775
HWSC	WELL-BEING PLUS	9	United States of America	85603030	4564668

Owner	Trademark	Class	Country	Application Number	Registration #
HWSC	WELLBEINGGO	9, 42, 44	United States of America	85285666	4276389
LGI		9, 42	United States of America	85966675	4612179
LGI		9	United States of America	85966652	4946567
LGI	BIOLUCID	42	United States of America	86064307	4619759

* To be assigned to Sharecare, Inc.

Trade Names

Common Law Trademarks

Trademarks Not Currently In Use

Trademark Licenses