

Tiana P Garner, Clerk of Superior Court
Gwinnett County, GA

Return To:
Henry F. Sowell, Jr.
Suite 555, 2964 Peachtree Road NW
Atlanta, Georgia 30305

FILED IN GWINNETT COUNTY SUPERIOR COURT
ASSIGNMENT FOR BENEFIT OF CREDITORS

In re:	:	Deed of Assignment
	:	
OMNICO GROUP USA, INC. F/K/A	:	Book #
MATRA SYSTEMS, INC.,	:	
Assignor	:	
	:	Page #
	:	
OGUSA Assignee, Inc.,	:	
	:	
Assignee	:	
	:	
	:	

STATE OF GEORGIA
COUNTY OF GWINNETT

DEED OF ASSIGNMENT FOR THE BENEFIT OF CREDITORS

This Indenture is made this 24th day of June, 2022, between Omnico Group USA, Inc. f/k/a Matra Systems, Inc. (the "Assignor"), of Gwinnett County, Georgia, and OGUSA Assignee, Inc. (the "Assignee"), of Fulton County, Georgia:

WHEREAS, the Assignor was, until recently, a business engaged in marketing, developing, licensing, and providing customer support services for certain point-of-sale software and related intellectual property;

WHEREAS, the Assignor is indebted to certain known creditors, as set forth on Schedule A;

WHEREAS, the Assignor is unable to pay its debts, continue in business, and meet its financial obligations;

WHEREAS, the Assignor desires to pay its indebtedness, insofar as that is possible, and minimize the loss to its creditors;

WHEREAS, it will be to the interest of all Assignor's creditors for Assignor to assign its assets to the Assignee, who will manage Assignor's assets for the benefit of all interested;

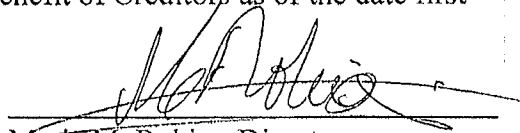
NOW THEREFORE, in consideration of the premises and of the things to be done as set forth below, and cash in hand paid, receipt of which is hereby acknowledged, the Assignor makes this Assignment in accordance with the terms set forth below.

1. The Assignor does grant, convey, assign and transfer to the Assignee and its assigns the following assets, more particularly described on Schedule B, which constitute all of the assets of Assignor wherever located less and except only (i) approximately \$20,000 in employee and tax reserves and (ii) and (ii) \$10,000 in accounting fee reserves (collectively, the "Assigned Assets"):
 - a. certain computer hardware, servers, information technology infrastructure, office equipment and furniture;
 - b. all cash in hand and on deposit;
 - c. all amounts, known and unknown, due on notes, accounts, books, books of accounts, choses in action, notes, receivables, deposits, unused retainers, drafts, bill judgments, liens, and mortgages, held and owned by the Assignor;
 - d. all rights and leasehold interests, known and unknown, under all contracts, leases, licenses or other agreements to which Assignor is a party;
 - e. all intellectual property and rights related thereto held, owned or licensed to Assignor, including all patents, copyrights, trademarks, tradenames, URLs, websites, and social media accounts;

- f. all books and records, data, documents and other materials owned by Assignor;
 - g. all stock held and owned by Assignor in any other entity;
 - h. all tax refunds, rebates or credits, known and unknown, that are due or may become due to Assignor;
 - i. all insurance refunds or claims owned by Assignor; and
 - j. all choses in action that are legally assignable, together with the proceeds of any non-assignable choses in action that may hereafter be recovered or received by the Assignor.
2. Assignee shall take the Assigned Assets in trust and shall take possession of and sell and dispose of the Assigned Assets for cash at public or private sale at Assignee's discretion, as may seem to it best, and to collect all sums due to the Assignor, and to reduce said property to cash as early as practicable, consistent with the interest of the creditors, to be judged by Assignee, and in accordance with the provisions of this Deed of Assignment, and dispose of the proceeds as follows:
- a. **Expenses:** As first priority, ahead of all other payments to creditors Assignee may pay:
 - i. the expenses of procuring such help as it may need, to be determined by it, in selling and disposing of the Assigned Assets;
 - ii. the reasonable fees of an attorney or other professional, if it should need one in administering the trust;
 - iii. any insurance and incidental expenses as are necessary while disposing of property;
 - iv. the fee of the clerk of the Superior Court for recording this deed; and
 - v. Assignee's fees and expenses.

- b. **Surplus:** If, after paying in full all expenses and all of the creditors listed on Schedule A, some of the Assigned Assets or proceeds of the Assigned Assets are left in the hands of the Assignee, the Assignee shall pay over and return the same to the Assignor or to such person or entity as may be designated in writing by the Assignor.

In witness whereof said Assignor has duly authorized, executed and delivered this Deed of Assignment for the Benefit of Creditors as of the date first written above.



Marie M. Robier, Director
Omnicco Group USA, Inc. f/k/a Matra
Systems, Inc.


*Signed or attested

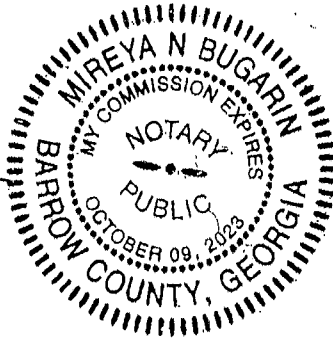
before me on

June 24, 2020

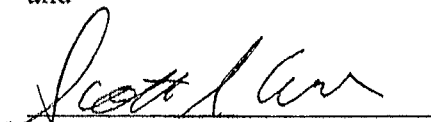
(SEAL)

Signed, sealed and delivered in
presence of us.


Notary Public
Gwinnett County, Georgia.



and


Unofficial Witness

SCHEDULE A:
SCHEDULE OF CREDITORS

SCHEDULE A

Creditor Name	Address
LinkedIn Corporation	1000 W. Maude Avenue Sunnyvale, CA, 94085
BDO USA LLP	5300 Patterson Avenue SE Suite 100 Grand Rapids, MI 49512
Couchbase, Inc.	3250 Olcott Street Santa Clara, CA 95054
FDO Consulting LTD	19 Porchester Road Newbury BERKSHIRE RG14 6JT UK
CDW Direct	PO Box 75723 Chicago, IL 60675
Wells Fargo Advisors	3280 Peachtree Rd. Ste. 300 Atlanta, GA 30305
Deloitte Tax LLP	PO Box 844736 Dallas, TX 75284
John Brittenbaugh	210 Willowood Drive Belle River Ontario N0R 1A0 Canada
IAAPA	4155 W. Taft Vineland Road Orlando, FL 32837
A & S Commercial Cleaning LLC	PO Box 464808 Lawrenceville, GA 30042
DLA Piper LLP	401 B Street Suite 1700 San Diego, CA 92101-4297
Travellers Insurance	PO Box 660317 Dallas, TX 75266-0317
Lumen	1025 Eldorado Boulevard Bloomfield, CO 80021
Greenberg Traurig LLP	3333 Piedmont Road, NE Terminus 200 Atlanta, GA 31193-6769
HealthSmart Benefit Solutions	PO Box 207109 Dallas, TX 75320-7109
ADP, Inc.	PO Box 842875 Boston, MA 02284-2875
BERG COMPANY, LLC	2160 Industrial Dr.

Creditor Name	Address
	Monona, WI 53713
Iron Mountain	PO Box 915005 Dallas, TX 75391-5004
Spectrum Business (formerly Brighthouse)	4145 S Falkenburg Road Suite 7 Tampa, FL 33578
Linder Security Systems Inc.	1575 Northside Drive Atlanta, GA 30318
BECAP Fund LP	PO Box 286 Floor 2 Trafalgar Court Les Banques, St Peter Port GY1 4LY Guernsey
American Express	PO Box 1270 Newark, NJ 07101-1270
Shawn Harris	CONFIDENTIAL
Giles Woodhall	CONFIDENTIAL
Serena Wedlake	CONFIDENTIAL
Whitney Appenfelder	CONFIDENTIAL
Lanecia Baldwin	CONFIDENTIAL
Dennis Berkemeier	CONFIDENTIAL
Corey Duncan	CONFIDENTIAL
Keith Dunphy	CONFIDENTIAL
Wayman Glover	CONFIDENTIAL
Felicia Griffith	CONFIDENTIAL
Andrew Hansen	CONFIDENTIAL
Tanisha Johnson	CONFIDENTIAL
Anjanette Keane-Dawes	CONFIDENTIAL
Allison Kemp	CONFIDENTIAL
Dwayne Landry	CONFIDENTIAL
Jeffrey McGhee	CONFIDENTIAL
Alexander McKay	CONFIDENTIAL
Norman Miglietta	CONFIDENTIAL
Morgan Mosley	CONFIDENTIAL
Brady Patrick	CONFIDENTIAL
Daniel Plont	CONFIDENTIAL
Marie Robier	CONFIDENTIAL
Ryan Schultz	CONFIDENTIAL
Tyler Seibert	CONFIDENTIAL
Anthony Wright	CONFIDENTIAL
Mark Daniel	CONFIDENTIAL
David Ewer	CONFIDENTIAL

Creditor Name	Address
Arco Klippstein	CONFIDENTIAL
Lydia Chiles	CONFIDENTIAL
Stephanie Clayton	CONFIDENTIAL
Uttam Deedwania	CONFIDENTIAL
Yuliya Klyashtoforski	CONFIDENTIAL
Anthony McAuliffe	CONFIDENTIAL
Trina Neal	CONFIDENTIAL
Mark Volejak	CONFIDENTIAL
Mark Doan	CONFIDENTIAL
Phillip Hilgaertner	CONFIDENTIAL
Academy Sports + Outdoors	1800 N. Mason Road Katy, TX 77449-2826
Albertsons	477 N Canyons Parkway Livermore, CA 94551-9485
Alex Lee, Inc	120 4th St SW Hickory, NC 28602-2947
Bed Bath & Beyond	650 Liberty Avenue PO Box 3118 Union, NJ 07083-8107
BI-LO Holdings	8928 Prominence Parkway Suite 200 Jacksonville, FL 32256-8264
BJ'S WHOLESALE CLUB	25 Research Drive Westborough, MA 01581-3680
Cost Plus Management Services, INC.	1201 Marina Village Parkway Alameda, CA 94501-1087
Hong Kong International Theme Parks Limited	20 th Floor Shell Tower, Times Square One Matheson Street, Causeway Bay Hong Kong
London Drugs LTD	12831 Horseshoe Place Richard, British Columbia V7A 4X5 Canada
Lucky Eagle Casino & Hotel	12888 188th Avenue SW Rochester, WA 98579-9643
Merlin Attractions Operations Ltd	Paterson House Hatch Warren Farm, Hatch Warren Lane, Basingstoke, Hampshire RG22 4RA UK
Mono Wind Casino	37302 Rancheria Lane Auberry, CA 93602-9423

Creditor Name	Address
Moran Foods LLC (Save - A - Lot Stores LTD)	400 Northwest Plaza Drive Saint Ann, MO 63074-2203
Mount Roberts Tramway	3025 Clinton Drive Juneau, AK 99801-7154
Pricesmart, INC	9740 Scranton Road Suite 125 San Diego, CA 92121-1776
Seaworld Parks & Entertainment INC	PO Box 690429 Orlando, FL 32869-0429
Shift4 Payments, LLC	2202 N Irving Street Allentown, PA 18109-9554
Six Flags Entertainment	1000 Ballpark Way Suite 400 Arlington, TX 76011
Smart & Final Stores LLC	PO Box 512377 Los Angeles, CA 90051-0377
Supervalu Inc	1 Albion Road Suite 101 College Station, TX 77842-1939
The Christmas Tree Shops	64 Leona Drive Middleboro, MA 02346-1433
The Morey Organization, INC	3501 Boardwalk Wildwood, NJ 08260-5427
UCF - Lakewood	PO Box 308001 Nashville, TN 37230-8001
UCF Hotel Venture	6800 Lakewood Plaza Drive Orlando, FL 2819-5580
UCF Hotel Venture III	6800 Lakewood Plaza Drive Orlando, FL 32819-5580
UCF Hotel Venture IV	6800 Lakewood Plaza Drive Orlando, FL 32819-5580
UCF Hotel Venture V	6800 Lakewood Plaza Drive Orlando, FL 32819-5580
Universal City Studios LL	1000 Universal Studios Plaza Orlando, FL 32819-7601
Walt Disney Parks	3300 Bonnet Creek Road Lake Buena Vista, FL 32830
Welk Resort Group INC	300 Rancheros Drive San Marcos, CA 92069-2967
WLI, INC	1820 N Corporate Lakes Boulevard Suite 109 Weston, FL 33326-3268
Albany Road-Breck Exchange LLC	c/o Albany Road Real Estate Partners

Creditor Name	Address
	201 4 th Avenue North Suite 1250 Nashville, TN 37219 <i>With copy to</i> Colliers International 3305 Breckinridge Boulevard Suite 114 Duluth, GA 30096
One Springfield Holdings LLC	Attn: Scott A. Cronister 702 Oberlin Road Suite 400 Raleigh, NC 27605
Southwest Suites of Orlando LLC	5401 South Kirkman Road Suite 650 Orlando, FL 32819
Omnicco Group UK Ltd.	The Square, Basing View Basingstoke, England RG21 4EB UK

SCHEDULE B:
SCHEDULE OF ASSETS

SCHEDULE B

Leasehold Rights/Security Deposits

Property Address	Landlord	Security Deposit	Lease Expiry
3355 Breckinridge Blvd. Duluth, Georgia 30096	Albany Road-Breck Exchange LLC	\$11,986.85	3/31/23
One Springfield Centre 6161 Falls of Neuse Road, Raleigh, NC 27609	One Springfield Holdings LLC	\$6,881.00	8/31/23
5401 S. Kirkman Road Orlando, Florida, 32819	Southwest Suites of Orlando LLC	\$1,200.00	Month to month (30 days' notice)

Accounts Receivable

Debtor	Approximate Amount Due	Address
Seaworld Parks & Entertainment Inc.	\$217,000.00	PO Box 690429 Orlando, FL, 32869-0429
UCF Hotel Venture V	\$144,120.00	6800 Lakewood Plaza Dr Orlando, FL 32819-5580
Albertsons	\$122,318.20	477 N Canyons Pkwy Livermore, CA 94551-9485
Lucky Eagle Casino & Hotel	\$14,798.00	12888 188th Ave SW Rochester, WA 98579-9643
BI-LO Holdings	\$12,414.60	8928 Prominence Pkwy Ste 200 Jacksonville, FL, 32256-8264
Academy Sports + Outdoors	\$12,297.29	1800 N Mason Rd Katy, TX 77449-2826
The Christmas Tree Shops	\$6,289.85	64 Leona Dr Middleboro, MA 02346-1433
Bed Bath & Beyond	\$1,110.00	650 Liberty Ave PO Box 3118 Union, NJ 07083-8107
Xola, Inc	Ticketing reseller fees/overpayments (amount unknown)	611 W 22nd St Suite 104 Houston, TX 77008
Omnico Group UK Ltd	\$4,540,486.38	The Square, Basing View Basingstoke, England RG21 4EB UK
Omnico Group Holdings Ltd	\$2,538,651.33	The Square, Basing View Basingstoke, England RG21 4EB

		UK
DigiPos Store Solutions LLC	\$518,470.23	3355 Breckinridge Boulevard, Duluth, Georgia

Other License/Intellectual Property/Contractual Rights

Description
All rights under that certain Limited Risk Distributor Agreement between the Omnico Group USA, Inc. (fka Matra Systems Inc.) and Omnico Group UK Limited (fka Clarity Retail Systems Limited) dated May 3, 2016, as amended from time to time

Shareholdings

Description
Sole shareholding of Digipos Store Solutions LLC (Entity No. 383855357), with a registered office address at 3355 Breckinridge Boulevard, Duluth, Georgia 30096.

Loan Receivable

Borrower	Amount Outstanding
Keith Dunphy	\$17,821.42

Tax Credits

Description
Federal Employee Retention Credit for Q2 2021

Cash on Deposit

Bank	Balance	Address
Wells Fargo	TBD	700 Hampton Green 2nd Floor Duluth, GA 30096

Furniture, Fixtures and Equipment

Description
All furniture, fixtures and equipment at company offices in Atlanta, GA, Raleigh, NC, and Orlando, FL, including office chairs, desks, cubicles, televisions, monitors, phones and conference room tables.

IT Equipment – Servers, Routers, Switches

Site	Item name	Type	Description
Atlanta	Critical Dev VMS	CLOUD BACKUP	Backup of critical Dev VMS
Atlanta	USOMVM1	Host	Old Host server

Atlanta	ATLHYPERV7	Host	US Dev Environment
Atlanta	USOMVM10	Host	Main HOST Server Atlanta
Atlanta	USOMESX01	Host - ESX Server	US Dev Environment
Atlanta	USOMESX02	Host - ESX Server	US Dev Environment
Atlanta	USOMESX03	Host - ESX Server	US Dev Environment
Atlanta	USOMZFS01	Physical Server - Linux	Backup Box
Atlanta	Meraki router	Router	Router
Atlanta	USOMSAN10	SAN	Old Dev SAN
Atlanta	USOMSAN03	SAN	US Dev Environment
Atlanta	USOMSAN02	SAN	US Dev Environment
Atlanta	USOMSAN01	SAN	US Dev Environment
Atlanta	Meraki 48 port Switch	Switch	Switch
Atlanta	Meraki 8 port POE Switch	Switch	Switch
Atlanta	Netgear Prosafe XS712T Switch - Dev	Switch	Switch
Atlanta	Netgear Prosafe XS712T Switch - Dev	Switch	Switch
Atlanta	USOMUPS1	UPS	UPS for Rack
Atlanta	USOMUPS2	UPS	UPS for Rack
Atlanta	USOMUPS3	UPS	UPS for Rack
Atlanta	USOMUPS4	UPS	UPS for Rack
Atlanta	USOMUPS5	UPS	UPS for Rack
Atlanta	USOMRRAS1	Virtual Machine	P5 project
Atlanta	USOMAPP01	Virtual Machine	
Atlanta	USOMCAMERA	Virtual Machine	
Atlanta	ATLFS1	Virtual Machine	Old UKS TFS
Atlanta	USOMDPM2	Virtual Machine	
Atlanta	USOMVEEAM	Virtual Machine	
Atlanta	ATLDC1	Virtual Machine	
Atlanta	ATLPUBLIC1	Virtual Machine	Old US Wiki Internal
Atlanta	USOMMATAD01	Virtual Machine	Matra AD - US

Atlanta	ATLVPN2	Virtual Machine	US Azure routing
Atlanta	USOMVCENTRE	Virtual Machine	US Dev Environment
Atlanta	ATLSP4	Virtual Machine	Old US SP Internal
Atlanta	ATLSQL4	Virtual Machine	Old US SP Internal
Atlanta	ATLSQL6	Virtual Machine	US TFS Server SQL
Atlanta	ATLTFS6	Virtual Machine	US TFS Server
Atlanta	USOMAD01	Virtual Machine	Clarity AD US
Atlanta	USOMFS01	Virtual Machine	
Atlanta	Meraki WAP	WAP	Office WAP
Atlanta	Meraki WAP	WAP	Office WAP
Atlanta	Meraki WAP	WAP	Office WAP
Atlanta	Meraki WAP	WAP	Office WAP
Atlanta	Meraki WAP	WAP	Office WAP
Orlando	Meraki router	Router	Router
Raleigh	RALESX1	Host	4690 Dev ESX
Raleigh	RALOMVM1	Host	Raleigh Host
Raleigh	Meraki router	Router	Router
Raleigh	Meraki 48 port Switch	Switch	Switch
Raleigh	RALOMAD00	Virtual Machine	Clarity AD - Raleigh
Raleigh	RALOMFS01	Virtual Machine	
Raleigh	Meraki WAP	WAP	Office WAP

IT Equipment - End User Devices

Location	Device Type	Manufacturer	Type	Serial Number
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284NJZ
Atlanta Office	HP ZBook 14u G6	HP	Laptop	5CG0217NPP
Atlanta Office	HP ProBook 650 G8	HP	Laptop	5CD048HC64
Atlanta Office	HP ZBook Firefly 15 inch G8 Mobile Workstation PC	HP	Laptop	5CG1284R5M
Atlanta Office	HP Probook 255 G8 Notebook PC	HP	Laptop	CND1276WY W

Atlanta Office	Z240 SFF Workstation	HP	Desktop	2UA7101F5C
Atlanta Office	HP Z240 SFF Workstation	HP	Desktop	Unknown
Atlanta Office	HP ProBook 650 G8 Notebook PC	HP	Laptop	5CD048HB2Y
Atlanta Office	HP ZBook Power G7	HP	Laptop	5CD114FX8R
Atlanta Office	HP ZBook Firefly 15 inch G8 Mobile Workstation PC	HP	Laptop	5CG1284N6S
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284RL7
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284R7F
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284R7Q
Atlanta Office	HP ZBook 14u G6	HP	Laptop	5CG0217PKT
Atlanta Office	HP Z240 SFF Workstation	HP	Desktop	2UA7101F65
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284MS7
Atlanta Office	HP ProBook 440 G5	HP	Laptop	5CD8128FQF
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284RDM
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284RW1
Atlanta Office	HP ProBook 450 G8 Notebook PC	HP	Laptop	5CD137MC75
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284R8C
Atlanta Office	HP ZBook Firefly 14 G7 Mobile	HP	Laptop	5CG1284MLB
Atlanta Office	HP ZBook 15v G5	HP	Laptop	CND9114BK1
Atlanta Office	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284R8G
Homebased US	BYOD Mac with windows VM installed (win 10 pro)			N/A
Homebased US	HP EliteBook 850 G6	HP	Laptop	2TK93908D6
Homebased US	HP ProBook 430 G4	HP	Laptop	5CD6491GRZ
Homebased US	Latitude E5570	Dell	Laptop	JKC2M72
Homebased US	HP ProBook x360 435 G7	HP	Laptop	5CG1095B16

Homebased US	HP ZBook Firefly 15 inch G8	HP	Laptop	5CG1443ZY6
Homebased US	HP ZBook Firefly 14 G7 Mobile Workstation	HP	Laptop	5CG1284N30
Raleigh Office	Hewlett-Packard HP EliteBook 8470p	HP	Laptop	CNU3329ZKY
Raleigh Office	HP EliteBook 850 G6		Laptop	5CG9352BK8
Raleigh Office	HP ZBook 15 G4	HP	Laptop	CND83803V6
Raleigh Office	HP ZBook 15 G4	HP	Laptop	CND83803VP
Raleigh Office	HP ZBook 15 G4	HP	Laptop	CND83803VB
Raleigh Office	HP EliteBook 8470p	HP	Laptop	CNU3349P9R
Raleigh Office	HP ProBook 440 G5	HP	Laptop	5CD81551DQ
Raleigh Office	Zbook 15 G4	HP	Laptop	CND83803VF
Raleigh Office	HP ZBook Power G7 Mobile Workstation	HP	Laptop	5CD1034N62
Raleigh Office	HP EliteBook 850 G5	HP	Laptop	5CG9042FQS

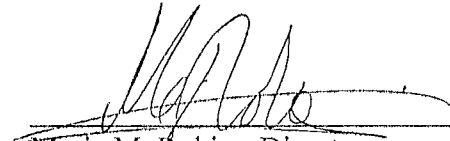
Other

Description
Unearned portion of advance retainer paid to Mintz Levin Cohn Ferris Glovsky & Popeo, P.C. for legal services.
All rights under customer contracts (various), including rights to collect amounts owed for services rendered and products delivered
All intellectual property rights under software licenses (various), and any other intellectual property rights, including trade names, trademarks, copyrights, URLs, websites, and social media accounts
All books and records of the Company, including all data those hosted by third parties, under service contracts with affiliates of the Company or otherwise

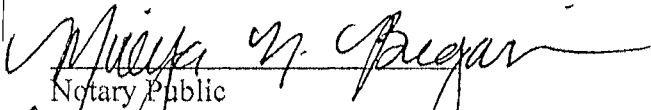
Georgia, Gwinnett County

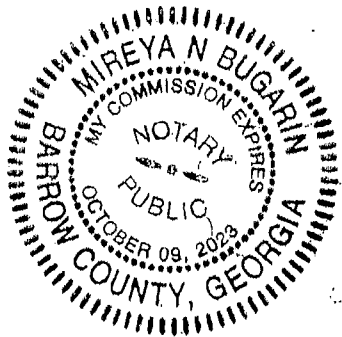
AFFIDAVIT OF ASSIGNOR

And now comes the assignor named in the foregoing deed of assignment, and on oath says that the said assignment conveys all property held, claimed or owned by the said assignor, at the time of making the assignment less and except only (i) approximately \$20,000 in employee and tax reserves and (ii) \$10,000 in accounting fee reserves (as described on the attached Schedule B); that all recitals and all estimates of totals and values therein and all listed creditors (as described on Schedule A) are true to the best of her knowledge and belief; and that the debts set out as due to the preferred creditors are bona fide, just, true and unpaid, and that this assignment is not made for the purpose of hindering, delaying, or defrauding creditors.


Marie M. Robier, Director
Omnicore Group USA, Inc. f/k/a Matra
Systems, Inc.

Sworn to and subscribed before me,
this 24th day of June, 2022


Notary Public
Gwinnett County, Georgia

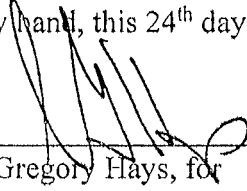


ACCEPTANCE OF ASSETS BY ASSIGNEE

Georgia, Fulton County

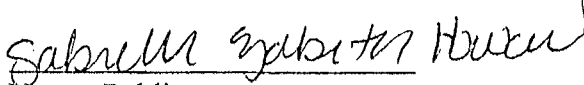
I, S. Gregory Hays, on behalf of OGUSA Assignee, Inc., the assignee named in the foregoing deed of assignment, hereby accepts the assets conveyed to him and agrees faithfully to perform the conditions thereof.

In witness whereof I have hereunto set my hand, this 24th day of June, 2022.



S. Gregory Hays, for
OGUSA Assignee, Inc.

(SEAL)
Signed and delivered in
presence of me.



Notary Public

County, Georgia.

Gabrielle Elizabeth Howard
NOTARY PUBLIC
Fulton County, GEORGIA my commission
expires March 8, 2025