

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
RainStor, Inc.		07/05/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Kreos Capital III (UK) Limited		
Street Address:	28 Old Burlington Street		
City:	London		
State/Country:	UNITED KINGDOM		
Postal Code:	W1S 3AN		
Entity Type:	CORPORATION: UNITED KINGDOM		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4000973	RAINSTOR	
CORRESPONDENCE DATA			
Fax Number:	2127540330		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(212) 907-7300		
Email:	rsilverman@golenbock.com		
Correspondent Name:	Robin E. Silverman		
Address Line 1:	437 Madison Avenue		
Address Line 2:	Golenbock Eiseman Assor Bell & Peskoe		
Address Line 4:	New York, NEW YORK 10022		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			
Address Line 2:			
Address Line 3:			

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Address Line 4:

NAME OF SUBMITTER:

Robin E. Silverman

Signature:

/Robin E. Silverman/

Date:

07/12/2012

Total Attachments: 5

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**AMENDED AND RESTATED
TRADEMARK SECURITY AGREEMENT**

WHEREAS, RainStor, Inc. (the "Company"), a Delaware corporation, whose principal place of business is located at 45 Belden Place, 2nd Floor, San Francisco, CA 94104, has adopted, and Kreos Capital III (UK) Limited ("Secured Party"), having offices at 28 Old Burlington Street, London W1S 3AN, United Kingdom, previously entered into a Trademark Security Agreement, dated as of March 21, 2012 (the "Prior Agreement");

WHEREAS, the Company used and is using the marks set out in Schedule A (the "Marks"), which are registered, or for which there are pending applications, in the United States Patent and Trademark Office;

WHEREAS, the Company is obligated to Secured Party, pursuant to, (i) a certain Security Agreement dated as of February 28, 2012, made by the Company in favor of Secured Party (the "Security Agreement"), (ii) a certain Parent Company Guarantee in favor of Secured Party dated as of December 21, 2007 and other Kreos Capital Debt Facility Documents (as that term is defined in the Security Agreement), and (iii) a certain letter agreement, dated as of February 22, 2012, between Secured Party and the Company, (collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, the Company is granting to Secured Party a lien upon and security interest, *inter alia*, in the Marks, the goodwill of the business symbolized by the Marks and the registrations and applications therefor,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Company does hereby grant to Secured Party a security

interest in and to the Marks together with the goodwill of the business symbolized by the Marks and the registrations therefor, which assignment and security interest shall secure all the Obligations as defined in the Security Agreement and in accordance with the terms and provisions thereof.

The parties expressly affirm that the rights and remedies of Secured Party with respect to the security interest granted hereby areas set forth under the Uniform Commercial Code and as set forth in the Agreements.

This Amended and Restated Trademark Security Agreement amends and restates the Prior Agreement in its entirety.

In witness whereof the parties have executed this Amended and Restated Trademark Security Agreement as of this 5th day of July, 2012.

RAINSTOR, INC.

By:  _____
Name: Jas Ananov
Title: CFO

KREOS CAPITAL III (UK) LIMITED

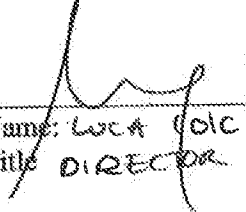
By: _____
Name:
Title:

In witness whereof the parties have executed this Amended and Restated Trademark
Security Agreement as of this 5th day of July, 2012.

RAINSTOR, INC.

By: _____
Name:
Title:

KREOS CAPITAL III (UK) LIMITED

By:  _____
Name: LUCIA CHICAGO
Title: DIRECTOR

Schedule A

RAINSTOR (serial no. 85/054,710)

RAINSTOR and design (serial no. 85,054,694)