

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
BREATHE TECHNOLOGIES, INC.		07/27/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	TRIPLEPOINT CAPITAL LLC		
Street Address:	2755 SAND HILL ROAD		
City:	MENLO PARK		
State/Country:	CALIFORNIA		
Postal Code:	94025		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	85083298	ATLAS	
Registration Number:	3969045	BREATHE TECHNOLOGIES	
Serial Number:	77628448	BREATHE. MOVE. LIVE.	
Registration Number:	4154573	NIOV	
CORRESPONDENCE DATA			
Fax Number:	4155911400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(415) 591-1000		
Email:	tsien@winston.com		
Correspondent Name:	Ted Sien		
Address Line 1:	101 California Street, Suite 3900		
Address Line 2:	Winston & Strawn LLP		
Address Line 4:	San Francisco, CALIFORNIA 94111		
ATTORNEY DOCKET NUMBER:	250121.1 (BREATHE TECH)		

CH \$115.00 85083298

NAME OF SUBMITTER:	JOHN D. FREDERICKS, ESQ.
Signature:	/JOHN D. FREDERICKS, ESQ./
Date:	08/06/2012
<p>Total Attachments: 25</p> <p>source=Breathe_IP_Security_Agreement_Final#page1.tif source=Breathe_IP_Security_Agreement_Final#page2.tif source=Breathe_IP_Security_Agreement_Final#page3.tif source=Breathe_IP_Security_Agreement_Final#page4.tif source=Breathe_IP_Security_Agreement_Final#page5.tif source=Breathe_IP_Security_Agreement_Final#page6.tif source=Breathe_IP_Security_Agreement_Final#page7.tif source=Breathe_IP_Security_Agreement_Final#page8.tif source=Breathe_IP_Security_Agreement_Final#page9.tif source=Breathe_IP_Security_Agreement_Final#page10.tif source=Breathe_IP_Security_Agreement_Final#page11.tif source=Breathe_IP_Security_Agreement_Final#page12.tif source=Breathe_IP_Security_Agreement_Final#page13.tif source=Breathe_IP_Security_Agreement_Final#page14.tif source=Breathe_IP_Security_Agreement_Final#page15.tif source=Breathe_IP_Security_Agreement_Final#page16.tif source=Breathe_IP_Security_Agreement_Final#page17.tif source=Breathe_IP_Security_Agreement_Final#page18.tif source=Breathe_IP_Security_Agreement_Final#page19.tif source=Breathe_IP_Security_Agreement_Final#page20.tif source=Breathe_IP_Security_Agreement_Final#page21.tif source=Breathe_IP_Security_Agreement_Final#page22.tif source=Breathe_IP_Security_Agreement_Final#page23.tif source=Breathe_IP_Security_Agreement_Final#page24.tif source=Breathe_IP_Security_Agreement_Final#page25.tif</p>	



PLAIN ENGLISH INTELLECTUAL PROPERTY SECURITY AGREEMENT

This is a **Plain English Intellectual Property Security Agreement** dated as of July 27, 2012 by and between TRIPLEPOINT CAPITAL LLC, a Delaware limited liability company and BREATHE TECHNOLOGIES, INC., a Delaware corporation.

The words “We”, “Us”, or “Our”, refer to the grantee, which is TriplePoint Capital LLC. The words “You” or “Your” refers to the grantor, which is BREATHE TECHNOLOGIES, INC. and not any individual. The words “the Parties” refers to both TRIPLEPOINT CAPITAL LLC and BREATHE TECHNOLOGIES, INC.

The Parties have entered into a Plain English Growth Capital Loan and Security Agreement dated as of July 27, 2012 (together with amendments, supplements, extensions and exhibits, collectively the "Loan Agreement"). Pursuant to the Loan Agreement, You have granted to Us a lien on and a security interest in all the present and future rights, title, and interest that You may now have or hereafter acquire in all Patents, Trademarks, Copyrights, and applications for Patents, Trademarks and Copyrights.

In consideration for the mutual covenants and agreements contained in the Loan Agreement and this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree as follows:

I. GRANT OF SECURITY INTEREST

Subject to the terms of the Loan Agreement, including Our agreement to release Our lien upon the Intellectual Property Collateral upon Your satisfaction of the IP Release Milestone, You grant to Us a lien upon and continuing security interest in all of Your right, title, and interest in, to and under all of the following (all of the following items of property collectively will be referred to as the “Intellectual Property Collateral”), whether now existing or hereafter arising or acquired:

- ⇒ all Patents, Patent Licenses, and Patent applications, including specifically those listed on the attached **Schedule A**, together with any reissues, divisions, continuations, renewals, extensions and continuations thereof;
- ⇒ all Trademarks, Trademark Licenses, and trademark applications, including specifically those listed on the attached **Schedule B** together with any renewals thereof;
- ⇒ all Copyrights, Copyright Licenses, and applications for Copyrights, including specifically those listed on the attached **Schedule C**;
- ⇒ the right to sue for past, present and future infringements of the foregoing and all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof; and
- ⇒ all Proceeds.

You represent and warrant to Us that Schedules A, B, and C attached hereto set forth any and all intellectual property rights in connection to which You have registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

2. LOAN AGREEMENT

This security interest is granted to secure the Secured Obligations, under the Loan Agreement. All the capitalized terms used but not otherwise defined are used in this Agreement with the same meaning as defined in the Loan Agreement.

Breathe Technologies IP Security Agt

3. OUR RIGHT TO SUE

From and after an Event of Default, subject to the terms of the Loan Agreement, We shall have the right, but shall in no way be obligated, to bring suit in Our own name to enforce Your rights in the Intellectual Property Collateral. If We commence any such suit, You shall, at Our request, do all lawful acts and execute and deliver all proper documents or information that may be necessary or desirable to aid Us in such enforcement. You shall promptly, upon demand, reimburse and indemnify Us for all of Our costs and expenses, including reasonable attorney's fees, related to Our exercise of the above mentioned rights.

4. FURTHER ASSURANCES

You will from time to time execute, deliver and file, alone or with Us, any security agreements, or other documents to perfect and give priority to Our lien on the Intellectual Property Collateral. You will from time to time obtain any instruments or documents as We may request, and take all further action that may be reasonably necessary or desirable, or that We may reasonably request, to carry out more effectively the provisions and purposes of this Agreement or any other related agreements or to confirm, perfect, preserve and protect the liens granted to Us.

5. MODIFICATION

This Agreement can only be altered, amended or modified in a writing signed by the Parties. Notwithstanding the foregoing however, You hereby irrevocably appoint Us (and any of Our designated officers, agents or employees) as Your true and lawful attorney to modify, in Our sole discretion, this Agreement without first obtaining Your approval or signature to such modification by amending Schedules A, B, and C to this Agreement, as appropriate, to include reference to any right, title or interest in any Intellectual Property Collateral acquired by You before or after the execution hereof or to delete any reference to any right, title or interest in any Intellectual Property Collateral in which You no longer have or claim to have any right, title or interest. The appointment of Us as Your attorney in fact, and each and every one of Our rights and powers, being coupled with an interest, is irrevocable until all of the Secured Obligations have been fully repaid and performed and Our obligation to provide credit extensions to You is terminated.

6. BINDING EFFECT; REMEDIES NOT EXCLUSIVE

This Agreement shall be binding upon You and Your respective successors and assigns, and shall inure to the benefit of Us, and Our nominees and assigns.

Our rights and remedies with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Us as a matter of law or equity. Each of Our rights, powers and remedies provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Us of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Us, of any or all other rights, powers or remedies.

7. GOVERNING LAW; COUNTERPARTS

This Agreement shall be deemed made and accepted in and shall be governed by and construed in accordance with the laws of the State of California, and (where applicable) the laws of the United States of America.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

(Signature Page to Follow)

IN WITNESS WHEREOF, You have duly executed this Agreement as of the date first set forth above.

You: BREATHE TECHNOLOGIES, INC.
Signature: *Lawrence A. Mastrorich*
Print Name: Lawrence A. Mastrorich
Title: President & CEO

[SIGNATURE PAGE TO PLAIN ENGLISH INTELLECTUAL PROPERTY SECURITY AGREEMENT]

SCHEDULE A

**To Plain English Intellectual Property Security Agreement
Between Breathe Technologies, Inc., as You (Grantor)
and TriplePoint Capital LLC, as Us (Grantee)**

PATENTS AND PATENT APPLICATIONS

PATENTS

Patent Name	Status and Date Issued	Patent Number
See attached		

PATENT APPLICATIONS

Name	Status & Date Filed	Application Number
See attached		



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

I. PATENT LISTING:

Our Ref.	Ref. No.	Status	App. No., Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-101US1	101PTUS	Issued	10/771803; 7487778	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	2/4/04; 2/10/09	39	Respiratory
BRTHE-101PTCA (Canada)	101	Pending	2,535,450	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04	15	Respiratory
BRTHE-101PTCN (China)	101	Issued	200480029872.5 ZL200480029872.5	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 9/7/11	7	Respiratory
BRTHE-101PTD1CN (China – Divisional)	101	Pending	201110213023.7	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	8/3/11	30	Respiratory
BRTHE-101PTDE (Germany)	101	Pending	10337138.9-44	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	8/3/11	15	Respiratory
BRTHE-101PTEP (Europe)	101	Pending	04762494.5	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04	15	Respiratory
BRTHE-101PTIN (India)	101	Issued	317/KOLNP/2006 236185	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 10/7/09	21	Respiratory
BRTHE-101PTJP (Japan)	101	Issued	2005-522883 4931586	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 2/24/12	12	Respiratory



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-101US2	101N2US	abandoned	12/754,437	Tracheal Catheter And Prosthesis And Method Of Respiratory Support Of A Patient	4/5/10	15	Respiratory
BRTHE-101US3	101N3US	Pending	13/044,241	Tracheal Catheter And Prosthesis And Method Of Respiratory Support Of A Patient	3/9/11	26	Respiratory
BRTHE-102US1	102	Issued	11/523,519; 7,533,670	Systems, Methods And Apparatus For Respiratory Support Of A Patient	9/20/06; 05/19/09	56	Respiratory
BRTHE-102PTCA (Canada)	102	Pending	2623756	Systems, Methods And Apparatus For Respiratory Support Of A Patient	9/20/06	61	Respiratory
BRTHE-102PTCN (China)	102	Pending	200680043298.8	Systems, Methods And Apparatus For Respiratory Support Of A Patient	9/20/06	66	Respiratory
BRTHE-102PTEP (Europe)	102	Pending	06803884.3	Systems, Methods And Apparatus For Respiratory Support Of A Patient	9/20/06	41	Respiratory
BRTHE-102PTIN (India)	102	Pending	1105/KOLNP/2008	Systems, Methods And Apparatus For Respiratory Support Of A Patient	9/20/06	65	Respiratory
BRTHE-102PTJP (Japan)	102	Pending	2008-532339	Systems, Methods And Apparatus For Respiratory Support Of A Patient	9/20/06	65	Respiratory



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-102US2	102C2US	Pending	12/771,651	Systems, Methods And Apparatus For Respiratory Support Of A Patient	4/30/10	72	Respiratory
BRTHE-102US3	102	Pending (continuation of 101)	12/423,397	Systems, Methods And Apparatus For Respiratory Support Of A Patient	4/14/09	61	Respiratory
BRTHE-103PTUS	103	Issued	11/798,965; 7,631,642	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07; 12/15/09	55	Platform Extension
BRTHE-103PTCA (Canada)	103	Abandoned	2652544	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07		Platform Extension
BRTHE-103PTCN (China)	103	Abandoned	Unknown	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	n/a	Platform Extension
BRTHE-103PTDE (Germany)	103	Pending	10-2006 023 637.8	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	51	Platform Extension
BRTHE-103PTEP (Europe)	103	Pending	07809122.0	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	23	Platform Extension
BRTHE-103PTIN (India)	103	Pending	6979/CHENP/2008	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	52	Platform Extension



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-103PTJP (Japan)	103	Pending	2009-511111	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	52	Platform Extension
BRTHE-103N1N1	103N1N1 US	Pending	13/399,309	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	2/17/12	17	Platform Extension
BRTHE-103N1US	103	Abandoned	12/578,283	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	10/13/09	52	Platform Extension
BRTHE-111PTUS	111	Pending	11/882,530	Methods And Devices For Minimally Invasive Respiratory Support	8/3/07	177	Respiratory
BRTHE-111PTEP (Europe)	111	Pending	07836502.0	Methods And Devices For Minimally Invasive Respiratory Support	8/3/07	43	Respiratory
BRTHE-111PTIN (India)	111	Pending	1209/CHENP/2009	Methods And Devices For Minimally Invasive Respiratory Support	8/3/07	121	Respiratory
BRTHE-111PTJP (Japan)	111	Pending	209-522894	Methods And Devices For Minimally Invasive Respiratory Support	8/3/07	121	Respiratory
BRTHE-112PTUS	112	Issued	10/870,849; 7,588,033	Methods, Systems And Devices For Improving Ventilation In A Lung Area	6/17/04; 09/15/09	87	Platform Extension
BRTHE-112N1US	112	Abandoned	12/493,677	Methods, Systems And Devices For Improving Ventilation In A Lung Area	6/29/09	56	Platform Extension



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-114PTUS	114	Pending	12/153,423	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	16	Respiratory
BRTHE-114P2CA (Canada)	114	Pending	2,688,719	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE-114P2CN (China)	114	Pending	200880024836.8	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE-114P2EP (Europe)	114	Pending	08755904.3	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	15	Respiratory
BRTHE-114P2IN (India)	114	Pending	7348/CHENP/2009	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE-114P2JP (Japan)	114	Abandoned	2010-509496	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	n/a	Respiratory
BRTHE-115PTUS	115	Pending	12/239,723	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	100	Respiratory
BRTHE-115PTCA (Canada)	115	Pending	2,700,878	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15	Respiratory
BRTHE-115PTCN (China)	115	Pending	200880117611.7	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15	Respiratory



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-115PTEP (Europe)	115	Pending	08833948.6	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	14	Respiratory
BRTHE-115PTIN (India)	115	Pending	2213/CHENP/2010	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15	Respiratory
BRTHE-115PTJP (Japan)	115	Pending	2010-527225	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15	Respiratory
BRTHE-116PTUS	116	Pending	12/239,719	Methods And Devices For Treating Sleep Apnea	9/26/08	80	Sleep
BRTHE-116PTAU (Australia)	116	Pending	2008304203	Methods And Devices For Treating Sleep Apnea	9/26/08	27	Sleep
BRTHE-116PTCA (Canada)	116	Pending	2,700,869	Methods And Devices For Treating Sleep Apnea	9/26/08	27	Sleep
BRTHE-116PTCN (China)	116	Pending	200880114969.4	Methods And Devices For Treating Sleep Apnea	9/26/08	27	Sleep
BRTHE-116PTEP (Europe)	116	Pending	08834033.6	Methods And Devices For Treating Sleep Apnea	9/26/08	15	Sleep



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-116PTIN (India)	116	Pending	2264/CHENP/2010	Methods And Devices For Treating Sleep Apnea	9/26/08	27	Sleep
BRTHE-116PTJP (Japan)	116	Pending	2010-527224	Methods And Devices For Treating Sleep Apnea	9/26/08	27	Sleep
BRTHE-117PTUS	117	Pending	12/988,477	Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	10/18/10	30	Respiratory
BRTHE-117PTEP (Europe)	117	Pending	09763083.4	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	4/17/09	10	Respiratory
BRTHE-117PTJP	117	Pending	2011-505241	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	4/17/09	30	Respiratory
BRTHE-118PTUS	118	Pending	12/988,469	Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	10/18/10	20	Respiratory
BRTHE-118PTEP (Europe)	118	Pending	09732383.6	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	4/17/09	14	Respiratory
BRTHE-120PTUS	120	Pending	12/545,708	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	83	Respiratory



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-120PTCA (Canada)	120	Pending	2734296	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	24	Respiratory
BRTHE-120PTCN (China)	120	Pending	200980141988.0	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	24	Respiratory
BRTHE-120PTEP (Europe)	120	Pending	09808898.2	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	14	Respiratory
BRTHE-120PTIN (India)	120	Pending	1811/CHENP/2011	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	24	Respiratory
BRTHE-120PTJP (Japan)	120	Pending	2011-524048	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	24	Respiratory
BRTHE-121PTUS	121	Pending	12/572,033	Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	10/1/09	85	Platform Extension
BRTHE-121PTCA (Canada)	121	Pending	2,739,435	Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	10/1/09	33	Platform Extension
BRTHE-121PTEP (Europe)	121	Pending	09818525.9	Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	10/1/09	15	Platform Extension
BRTHE-121PTJP (Japan)	121	Pending	2011-530250	Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	10/1/09	33	Platform Extension



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-123PTUS	123	Pending	12/753,846	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles In A Free Space	4/2/10	39	Respiratory
BRTHE-123PTAU (Australia)	123	Pending	2010232541	Methods, Systems And Devices For Non-Invasive Open Ventilation	4/2/10	30	Respiratory
BRTHE-123PTCA (Canada)	123	Pending	2,757,588	Methods, Systems And Devices For Non-Invasive Open Ventilation	4/2/10	30	Respiratory
BRTHE-123PTCN (China)	123	Pending	201080024597.3	Methods, Systems And Devices For Non-Invasive Open Ventilation	4/2/10	30	Respiratory
BRTHE-123PTEP (Europe)	123	Pending	10759518.3	Methods, Systems And Devices For Non-Invasive Open Ventilation	4/2/10	16	Respiratory
BRTHE-123PTIN (India)	123	Pending	7969/CHENP/2011	Methods, Systems And Devices For Non-Invasive Open Ventilation	4/2/10	30	Respiratory
BRTHE-123PTJP (Japan)	123	Pending	2012-503761	Methods, Systems And Devices For Non-Invasive Open Ventilation	4/2/10	30	Respiratory



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-123P2US	123P2	Pending	12/753,851	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	4/2/10	38	Respiratory
BRTHE-123P2AU (Australia)	123P2	Pending	2010232453	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	4/2/10	64	Respiratory
BRTHE-123P2CA (Canada)	123P2	Pending	2,757,591	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	4/2/10	64	Respiratory
BRTHE-123P2CN (China)	123P2	Pending	201080024596.9	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	4/2/10	64	Respiratory
BRTHE-123P2EP (Europe)	123P2	Pending	010759520.9	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	4/2/10	15	Respiratory
BRTHE-123P2IN (India)	123P2	Pending	7981/CHENP/2010	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	4/2/10	128	Respiratory
BRTHE-123P2JP (Japan)	123P2	Pending	2012-503763	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	4/2/10	128	Respiratory



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-123P3US	123P3	Pending	12/753,853	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within Nasal Pillows	4/2/10	42	Respiratory
BRTHE-123P4US	123P4	Pending	12/753,854	Methods, Systems And Devices For Non-Invasive Open Ventilation For Providing Ventilation Support	4/2/10	41	Respiratory
BRTHE-123P5US	123P5	Pending	12/753,856	Methods, Systems And Devices For Non-Invasive Open Ventilation For Treating Airway Obstructions	4/2/10	56	Respiratory
BRTHE-123P6US	123P6	Pending	12/876099	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	83	Respiratory
BRTHE-123P6CA (Canada)	123P6	Pending	2,773,048	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	43	Respiratory
BRTHE-123P6CN (China)	123P6	Pending	201080049144.6	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	43	Respiratory
BRTHE-123P6EP (Europe)	123P6	Pending	10814608.5	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	15	Respiratory
BRTHE-123P6IN (India)	123P6	Pending	1989/CHENP/2012	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	43	Respiratory



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRHTE-123P6JP (Japan)	123P6	Pending	Not yet received	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	43	Respiratory
BRTHE-123P7US	123P7	Pending	12/876,098	Methods, Systems And Devices For Non-Invasive Open Ventilation	4/2/10	130	Sleep
BRTHE-123P7CA (Canada)	123P7	Pending	2,774,902	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	69	Sleep
BRTHE-123P7CN (China)	123P7	Pending	201080049145.0	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	69	Sleep
BRTHE-123P7EP (Europe)	123P7	Pending	10814609.3	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	15	Sleep
BRTHE-123P7IN (India)	123P7	Pending	2001/CHENP/2012	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	69	Sleep
BRTHE-123P7JP (Japan)	123P7	Pending	Not yet received	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	69	Sleep
BRTHE-128D1US	128	Issued	12/076,062; 8,136,527	Method And Device For Non-Invasive Ventilation With Nasal Interface	3/13/08; 3/20/12	10	Sleep
BRTHE-128PTUS	128	Issued	10/922,054; 7,406,966	Method And Device For Non-Invasive Ventilation With Nasal Interface	8/18/04; 8/5/08	22	Sleep



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-128PTAU (Australia)	128	Issued	2004266693 2004266693	Method And Device For Non-Invasive Ventilation With Nasal Interface	8/18/04 6/23/11	20	Sleep
BRTHE-128PTCA (Canada)	128	Pending	2,536,090	Method And Device For Non-Invasive Ventilation With Nasal Interface	8/18/04	72	Sleep
BRTHE-128PTCN (China)	128	Issued	200480030480.0 ZL200480030480.0	Method And Device For Non-Invasive Ventilation With Nasal Interface	8/18/04 8/3/11	42	Sleep
BRTHE-128PTEP (Europe)	128	Pending	04781485.0	Method And Device For Non-Invasive Ventilation With Nasal Interface	8/18/04	55	Sleep
BRTHE-128PTIN (India)	128	Issued	484/kolnp/06 228366	Method And Device For Non-Invasive Ventilation With Nasal Interface	8/18/04 2/4/09	69	Sleep
BRTHE-128PTJP (Japan)	128	Pending	2006-524006	Method And Device For Non-Invasive Ventilation With Nasal Interface	8/18/04	72	Sleep
BRTHE-128N2US	128	Pending	13/316,219	Method And Device For Non-Invasive Ventilation With Nasal Interface	12/9/11	17	Sleep
BRTHE-131PTUS	131	Pending	12/355,753	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	38	Sleep
BRTHE-131PTAU (Australia)	131	Pending	2009205945	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-131PTCA (Canada)	131	Pending	2,712,481	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep
BRTHE-131PTCN (China)	131	Pending	20098010954.0	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep
BRTHE-131PTEP (Europe)	131	Pending	09702153.9	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	15	Sleep
BRTHE-131PTIN (India)	131	Pending	Not yet received	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep
BRTHE-131PTJP (Japan)	131	Pending	2010-543296	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep
BRTHE-142PTUS	142	Pending	13/211,248	Methods, Systems And Devices Using Lox To Provide Ventilatory Support	8/16/11	44	Platform Extension
BRTHE-142PTWO (PCT)	142	Pending	PCT/US2011/04799 4	Methods, Systems And Devices Using Lox To Provide Ventilatory Support	8/16/11	44	Platform Extension
BRTHE-143PTUS	143	Pending	13/251,070	Methods, Systems And Devices For Humidifying A Respiratory Tract	9/30/11	48	Sleep
BRTHE-143PTWO (PCT)	143	Pending	PCT/US2011/05444 6	Methods, Systems And Devices For Humidifying A Respiratory Tract	9/30/11	48	Sleep



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-148PTWO (PCT)	148	Pending	PCT/US2012/02339 2	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	1/31/12	35	Respiratory
BRTHE-148US	148	Expired provisional	61/438,112	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	1/31/11	19	Respiratory
BRTHE-149DUS	149	Issued	29/388,700 D662,200	Nasal Interface	03/31/11 06/19/12	1	Respiratory
BRTHE-149DCA (Canada – Design)	149	Pending	142,450	Nasal Interface	9/30/11	1	Respiratory
BRTHE-149DCN (China – Design)	149	Pending	201130356223.9	Nasal Interface	9/30/11	1	Respiratory
BRTHE-149DEP (Europe – Design)	149	Issued	001923244-0001	Nasal Interface	09/27/11 01/12/12	1	Respiratory
BRTHE-149DIN (India – Design)	149	Pending	239849	Nasal Interface	09/28/11	1	Respiratory



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-149DJP (Japan – Design)	149	Issued	2011-22521 143671	Nasal Interface	09/30/2011 02/24/12	1	Respiratory
BRTHE-151A	151A	Pending	13/411,348	Ventilation Mask With Integrated Piloted Exhalation Valve	3/2/12	20	Sleep
BRTHE-151A1	151A1	Pending	13/431,821	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Apparatus)	3/27/12	20	Sleep
BRTHE-151A2	151A2	Pending	13/431,827	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Method)	3/27/12	20	Sleep
BRTHE-151PC1 (PCT)	151PC1	Pending	PCT/US2012/04301 1	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Apparatus & Method - Combination Of BRTHE-151A1 & 151A2)	6/18/12	40	Sleep
BRTHE-151PC (PCT)	151PC	Pending	PCT/US2012/04300 6	Ventilation Mask With Integrated Piloted Exhalation Valve (Apparatus & System – Combination Of BRTHE-151A & 151C)	6/18/12	40	Sleep
BRTHE-151C	151C	Pending	13/411,407	Ventilation Mask With Integrated Piloted Exhalation Valve (System)	3/2/12	20	Sleep



CLIENT MATRIX – SBGB CASE FILES – Updated July 11, 2012

Our Ref.	Ref. No.	Status	App. No. Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE-151CB	151CB	Draft in progress		Ventilation Mask With Integrated Piloted Exhalation Valve (Tubing And Y-Connector)			Sleep
BRTHE-153A	153A	Pending	13/411,257	Dual Pressure Sensor Continuous Positive Airway Pressure (Cpap) Therapy	3/2/12	26	Sleep
BRTHE-154A	154A	Pending	13/411,607	Mechanical Ventilation Mask Fit Status Indication	4/6/12	21	Sleep
BRTHE-155A	155A	Pending	13/524,983	Method And System For Operating A Patient Ventilation Device	6/15/12	33	Sleep
BRTHE-156A	156A	Draft in progress		Ventilation Mask With Improved Heat And Moisture Exchange Device			Sleep
BRTHE-157A	157A	Draft in progress		Method For Selective Ramping Of Therapeutic Pressure			Sleep
BRTHE-158D	158D	Pending	29/426,533	Tubing Connector	7/6/12	1	Sleep

T:\Client Documents\BRTHE\000\Matrix\patent matrix_BRTHE.doc

SCHEDULE B

**To Plain English Intellectual Property Security Agreement
Between Breathe Technologies, Inc., as You (Grantor)
and TriplePoint Capital LLC, as Us (Grantee)**

TRADEMARKS AND TRADEMARK APPLICATIONS

TRADEMARKS

Name	Date Filed or Issued	Serial Number	Status
------	-------------------------	---------------	--------

See attached

TRADEMARK APPLICATIONS

Name	Date Filed	Serial Number	Status
------	------------	---------------	--------

See attached

*Breathe Technologies, Inc.**TM Status by Mark*
No actions (active)

<i>Trademark Name</i>	<i>Country Name</i>	<i>Class</i>	<i>App. No.</i>	<i>App. Date</i>	<i>Reg No.</i>	<i>Reg Date</i>	<i>TM Status</i>
ATLAS	United States	10	85083298	7/13/2010			Allowed
BREATHE TECHNOLOGIES	United States	10	85015112	4/15/2010	3969045	5/31/2011	Registered
BREATHE. MOVE. LIVE.	United States	10	77628448	12/8/2008			Allowed
NIOV	United States	10	77967915	3/24/2010	4154573	6/5/2012	Registered

SCHEDULE C
TO INTELLECTUAL PROPERTY SECURITY AGREEMENT
Between Breathe Technologies, Inc., as You (Grantor)
And TriplePoint Capital LLC, as Us (Grantee)

COPYRIGHT REGISTRATIONS

Registration Number	Title	Registration Date	V&A No.
See attached			

APPLICATIONS FOR COPYRIGHT REGISTRATIONS

Title	Date Filed	V&A No.
See attached		

Breathe Technologies, Inc. – Copyrights

The Breathe NIOV System – Clinician Instructions for Use Part Number PL-50-0036 Copyright 2011

The Breathe NIOV System – Patient Instructions for Use Part Number PL-50-0037 Copyright 2011