

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Security Interest - Mezzanine Loan

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Solta Medical, Inc.		08/29/2012	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Silicon Valley Bank
<b>Street Address:</b>	3003 Tasman Drive
<b>City:</b>	Santa Clara
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	95054
<b>Entity Type:</b>	CORPORATION: CALIFORNIA

**PROPERTY NUMBERS Total: 19**

Property Type	Number	Word Mark
Serial Number:	78375765	
Serial Number:	78091101	THERMACOOL TC
Serial Number:	78091100	THERMACOOL
Serial Number:	77590713	SOLTA MEDICAL
Serial Number:	77611461	SMI
Serial Number:	77097250	NXT
Serial Number:	75897497	THERMAGE
Serial Number:	85538277	PERMÉA
Serial Number:	85976737	CLEAR + BRILLIANT
Serial Number:	85630780	THERMAGE
Serial Number:	85047190	CLEAR + BRILLIANT
Serial Number:	85338960	CLEAR + BRILLIANT
Serial Number:	77782893	THERMAGE CPT
Serial Number:	77748329	LISONA

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Serial Number:	77963488	THERMAFRAX
Serial Number:	77980918	SOLTA MEDICAL
Serial Number:	85978240	CLEAR + BRILLIANT
Serial Number:	85880907	THERMAGE
Serial Number:	85865905	SIMPLY SMART

**CORRESPONDENCE DATA**

Fax Number: 8586385130

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 858-677-1400

Email: susan.reynholds@dlapiper.com

Correspondent Name: DLA Piper LLP (US)

Address Line 1: 4365 Executive Drive, Suite 1100

Address Line 4: San Diego, CALIFORNIA 92121

ATTORNEY DOCKET NUMBER:	354271-218
NAME OF SUBMITTER:	Troy Zander
Signature:	/s/ Troy Zander
Date:	04/24/2013

**Total Attachments: 6**

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## INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of August 29, 2012 by and between SILICON VALLEY BANK ("**Bank**") and SOLTA MEDICAL, INC. ("**Grantor**").

### RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodations to Grantor (the "**Loans**") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor dated as of even date herewith (as the same may be amended, modified or supplemented from time to time, the "**Loan Agreement**"; capitalized terms used herein are used as defined in the Loan Agreement).

B. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

C. Bank is willing to make the Loans to Borrower, but only upon the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks, Patents, and Mask Works to secure the obligations of Grantor under the Loan Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

### AGREEMENT

To secure its obligations under the Loan Agreement, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its intellectual property Collateral (including without limitation those Copyrights, Patents, Trademarks and Mask Works listed on Exhibits A, B, C, and D hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank 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 Bank as a matter of law or equity. Each right, power and remedy of Bank 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 Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, 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 Bank, of any or all other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Address of Grantor:

25881 Industrial Boulevard  
Hayward, CA 94545  
Attn: CFO

GRANTOR:

SOLTA MEDICAL, INC.

By: 

Title: CFO

Address of Bank:

555 Mission Street, Suite 900  
San Francisco, CA 94105  
Attn: David Sabow - Senior Relationship Manager

BANK:

SILICON VALLEY BANK

By: 

Title: SRM

*[Signature Page to Intellectual Property Security Agreement - Solta Medical, Inc.]*

WEST238162692  
354271-000218

TRADEMARK  
REEL: 005013 FRAME: 0757

EXHIBIT A

Copyrights

<u>Description</u>	<u>Registration Number</u>	<u>Registration Date</u>
Skin Treatment Software 1	TX0006821708	01-16-2008
Skin Treatment Software 10	TX0006829037	02-25-2008
Skin Treatment Software 11	TX0006829022	02-25-2008
Skin Treatment Software 12	TX0006829089	02-25-2008
Skin Treatment Software 13	TX0006829065	02-25-2008
Skin Treatment Software 14	TX0006829041	02-25-2008
Skin Treatment Software 15	TX0006829152	02-25-2008
Skin Treatment Software 17	TX0006829114	02-25-2008
Skin Treatment Software 18	TX0006829102	02-25-2008
Skin Treatment Software 19	TX0006829082	02-25-2008
Skin Treatment Software 2	TX0006829006	02-25-2008
Skin Treatment Software 20	TX0006829212	02-28-2008
Skin Treatment Software 21	TX0006829213	02-28-2008
Skin Treatment Software 22	TX0006829200	02-28-2008
Skin Treatment Software 3	TX0006829015	02-25-2008
Skin Treatment Software 4	TX0006829008	02-25-2008
Skin Treatment Software 5	TX0006829144	02-25-2008
Skin Treatment Software 6	TX0006829097	02-25-2008
Skin Treatment Software 7	TX0006829108	02-25-2008
Skin Treatment Software 8	TX0006829009	02-25-2008
Skin Treatment Software 9	TX0006829119	02-25-2008

EXHIBIT B

Patents

<u>Description</u>	<u>Application/ Patent Number</u>	<u>Application/ Issue date</u>
Method and apparatus for controlled contraction of collagen tissue	5660836	05-05-1995
Method for controlled contraction of collagen tissue	5755753	05-05-1995
Method and apparatus for controlled contraction of collagen tissue	5871524	02-03-1997
Method of using RF energy for controlled contraction of collagen tissue	5919219	08-19-1997
Method and apparatus for controlled contraction of collagen tissue	5948011	10-28-1997
Method for scar collagen formation and contraction	6241753	01-05-1996
Method for controlled contraction of collagen in fibrous septae in subcutaneous fat layers	6377854	12-15-1997
Method and apparatus for controlled contraction of collagen tissue	6377855	01-06-1998
Method for smoothing contour irregularity of skin surface by controlled contraction of collagen tissue	6381497	01-06-1998
Method for smoothing wrinkled skin by controlled contraction of collagen tissue beneath the skin surface	6381498	01-06-1998
Apparatus for controlled contraction of collagen tissue	6387380	04-17-1996
Method and apparatus for tightening skin by controlled contraction of collagen tissue	6405090	06-30-1999
Apparatus and method for treatment of tissue	6413255	07-02-2002
Method and apparatus for tissue remodeling	6425912	09-30-1997
Apparatus for tissue remodeling	6430446	03-28-1997
Apparatus for tissue remodeling	6438424	01-05-1998
Method and apparatus for controlled contraction of collagen tissue	6453202	09-17-1999
Apparatus for smoothing contour irregularities of skin surface	6461378	03-28-1997
Method for tissue remodeling	6470216	03-28-1997
Treatment apparatus and methods for delivering energy at multiple selectable depths in tissue	11423068	06-08-2006
Method and apparatus for estimating a local impedance factor	11470041	09-05-2006
Electrode assembly and handpiece with adjustable system impedance, and method of operating an energy-based medical system to treat tissue	11537155	09-29-2006
Treatment apparatus and methods for inducing microburn patterns in tissue	12019874	01-25-2008
Temperature sensing apparatus and methods for treatment devices used to deliver high frequency energy to tissue	12032025	02-15-2008
Fluid delivery apparatus	6749624	12-20-2001
Treatment apparatus with electromagnetic energy delivery device and non-volatile memory	7006874	03-31-2003
Handpiece for treatment of tissue	7022121	02-06-2002
Handpiece with electrode and non-volatile memory	7115123	03-31-2003
Handpiece for treatment of tissue	7141049	03-25-2003
Method for treating skin and underlying tissue	7189230	05-27-2003
Method and kit for treatment of tissue	7229436	03-25-2003
RF device with thermo-electric cooler	7267675	03-25-2003
RF Electrode assembly for handpiece	7452358	03-25-2003
Method for creating tissue effect utilizing electromagnetic energy and a reverse thermal gradient	7473251	03-31-2003
Medical device thread	D506253	06-14-2005
Medical device pad	D527823	09-05-2006
Medical device tip	D544955	02-05-2003
Methods for Creating Tissue Effect Utilizing Electromagnetic Energy and a Reverse Thermal Gradient	12/323,700	11-26-2008
Method And Kit For Treatment Of Tissue	11/759,045	06-06-2007

<u>Description</u>	<u>Application/ Patent Number</u>	<u>Application/ Issue date</u>
Energy delivery device for treating tissue	11/531,081	09-12-2006
Handpiece with RF electrode and non-volatile memory	7,481,809	06-20-2005
RF device with thermo-electric cooler	11/765,719	06-20-2007
Handpiece with RF electrode and non-volatile memory	11/436,424	05-18-2006
	D527823	02-05-2003
	11/958,075	12-17-2007
Treatment apparatus and methods for delivering high frequency energy across large tissue areas	12/171,010	7/10/2008
	11/952,649	12/7/2007
	12/211,537	09-16-2008
Methods and apparatus for predictively controlling the temperature of a coolant delivered to a treatment device	12/110,384	4-28-2008
Leakage-resistant tissue treatment apparatus and methods of using same	12/142,104	06-19-2008
Leakage-resistant tissue treatment apparatus and methods of using such tissue treatment apparatus	12/142,020	06-19-2008
Method of selectively heating adipose tissue	12/462,863	08-11-2009
Tissue treatment apparatus with functional mechanical stimulation and methods for reducing pain during tissue treatments	12/649,781	12-30-2009
Tissue treatment apparatus and systems with pain mitigation and methods for mitigating pain during tissue treatments	12/649,909	12-30-2009
Methods for pain reduction with functional thermal stimulation and tissue treatment systems	12/823,214	06-25-2010
Tissue treatment systems with high powered functional electrical stimulation and methods for reducing pain during tissue treatments	12/823,544	06-25-2010
Devices and methods for tissue treatment across a large surface area	13/210,893	08-16-2011
Method for treatment of tissue	10/117,990	04-05-2002
Methods for creating tissue effect utilizing electromagnetic energy and a reverse thermal gradient	10/404,413	03-31-2003
Handpiece with rf electrode and no-volatile memory	10/404,414	03-31-2003
Fluid delivery apparatus	10/783,974	02-20-2004
Method and apparatus for controlled contraction of collagen tissue	6,311,090	10-30-2001
Tissue remodeling apparatus containing cooling fluid	6,350,276	02-26-2002
Handheld apparatus for use by a non-physician consumer to fractionally resurface the skin of the consumer	13/018,800	02-01-2011
Optical pattern generator using multiple reflective surfaces	13/334,799	12/22/2011
Apparatus and method for ablation-related dermatological treatment of selected target	12/497,487	07-02-2009
Apparatus for transcutaneously treating tissue	12/507,405	07-22-2009

EXHIBIT C

Trademarks

<u>Description</u>	<u>Serial/Registration No.</u>	<u>File Date</u>
Design only	78375765	02-27-2004
Thermacool TC	78091101	10-31-2001
Thermacool	78091100	10-31-2001
Solta Medical	77590713	10-10-2008
SMI	77611461	11-10-2008
NXT	77097250	02-01-2007
Thermage	75897497	01-14-2000
PERMÉA	85538277	02-09-2012
CLEAR+BRILLIANT	85976737	05-25-2010
THERMAGE	85630780	05-21-2012
CLEAR+BRILLIANT	85047190	05-25-2010
clear+brilliant	85338960	06-06-2011
THERMAGE CPT	77782893	07-16-2009
LISONA	77748329	05-30-2009
THERMAFRAX	77963488	03-19-2010
SOLTA MEDICAL	77980918	10-10-2008
CLEAR+BRILLIANT	85978240	06-06-2011
Thermage	85880907	03-20-2013
SIMPLY SMART	85865905	03-04-2013