

## 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
PASKEY INTERNATIONAL, INC.		05/30/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	AVIDBANK CORPORATE FINANCE, A DIVISION OF AVIDBANK		
Street Address:	400 Emerson Street		
City:	Palo Alto		
State/Country:	CALIFORNIA		
Postal Code:	94301		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2911102	PASKEY	
Registration Number:	2844766	REGLINK	
Registration Number:	2844764	GROUPLINK	
Registration Number:	2857887	CITYWIDE	
Registration Number:	2786578	HOTELDIRECT	
Registration Number:	2866600	PASKEY-ENABLED	
Registration Number:	3834065	GROUPMAX	
CORRESPONDENCE DATA			
Fax Number:	8585506420		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	858-550-6403		
Email:	erin.obrien@cooley.com		
Correspondent Name:	Erin O'Brien		
Address Line 1:	c/o Cooley LLP		
Address Line 2:	4401 Eastgate Mall		

900256897

TRADEMARK  
 REEL: 005039 FRAME: 0772

CH \$190.00 2911102

Address Line 4: San Diego, CALIFORNIA 92121

ATTORNEY DOCKET NUMBER: 308866-156 PASSKEY

NAME OF SUBMITTER: Erin O'Brien

Signature: /Erin O'Brien/

Date: 06/03/2013

**Total Attachments: 6**

source=Passkey signed IPSA#page1.tif

source=Passkey signed IPSA#page2.tif

source=Passkey signed IPSA#page3.tif

source=Passkey signed IPSA#page4.tif

source=Passkey signed IPSA#page5.tif

source=Passkey signed IPSA#page6.tif

## INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of May 30, 2013 by and between AVIDBANK CORPORATE FINANCE, A DIVISION OF AVIDBANK, a California corporation ("Bank") and PASSEY INTERNATIONAL, INC., a Delaware corporation ("Grantor").

### RECITALS

Bank has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor (as amended from time to time, the "Loan Agreement") dated of even date herewith. Capitalized terms used herein have the meaning assigned in the Loan Agreement. Bank is willing to make the credit extensions to Grantor, but only upon the condition, among others, that Grantor shall grant to Bank a security interest in all of Grantor's right title, and interest in, to and under all of the Collateral whether presently existing or hereafter acquired

NOW, THEREFORE, Grantor agrees as follows:

### AGREEMENT

To secure performance of Grantor's obligations under the Loan Agreement, Grantor grants to Bank a security interest in all of Grantor's right, title and interest in Grantor's intellectual property (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto), 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). This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. Each right, power and remedy of Bank provided for herein shall not preclude the simultaneous or later exercise by Bank of any or all other rights, powers or remedies.

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 FOLLOWS]

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

Address of Borrower:

221 Crescent Street  
Waltham, MA 02453  
Attn: Steven Shapiro, CFO  
Fax: (617) 547-4477

PASSKEY INTERNATIONAL, INC.

By: Steven Shapiro

Print Name: Steven Shapiro

Title: Chief Financial Officer

Address of Bank:

400 Emerson Street  
Palo Alto, CA 94301  
Attn: Jeffrey Javier  
FAX: (650) 289-0124

AVIDBANK CORPORATE FINANCE,  
A DIVISION OF AVIDBANK

By: William

Title: VP Relationship Manager

**EXHIBIT A**

**Copyrights**

Please Check Box if No Copyrights Exist

<b>Title</b>	<b>Registration Number</b>	<b>Registration Date</b>
--------------	----------------------------	--------------------------

**EXHIBIT B**

**Patents**

Please Check Box if No Patents Exist

<u>Title</u>	<u>Serial/ Patent Number</u>	<u>Application/ Issue Date</u>
Notifications and reports in a reservation systems	12/058,084	03/28/08

EXHIBIT C

Trademarks

Please Check Box if No Trademarks Exist

*UNITED STATES OF AMERICA*

<u>Description</u>	<u>Serial / Registration Number</u>	<u>Application /Registration Date</u>
PASSKEY	2,911,102	12/14/04
REGLINK	2,844,766	05/25/04
GROUPLINK	2,844,764	05/25/04
CITYWIDE	2,857,887	06/29/04
HOTELDIRECT	2,786,578	11/25/03
PASSKEY-ENABLED	2,866,600	07/27/04
GROUPMAX	3,834,065	08/17/10

EXHIBIT C

Trademarks  
(continued)

*CHINA (PEOPLE'S REPUBLIC)*

<u>Description</u>	<u>Serial / Registration Number</u>	<u>Application /Registration Date</u>
PASSKEY	8209213	4/15/10
GROUPMAX	9019258	9/28/10

*EUROPEAN COMMUNITY*

<u>Description</u>	<u>Serial / Registration Number</u>	<u>Application /Registration Date</u>
PASSKEY	9019134	9/28/10
GROUPMAX	9019258	9/28/10

*SINGAPORE*

<u>Description</u>	<u>Serial / Registration Number</u>	<u>Application /Registration Date</u>
PASSKEY	T1004417Z	4/13/10
GROUPMAX	T1004416A	4/13/10