

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
AKADEMOS, INC.		06/03/2013	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: 3**

Property Type	Number	Word Mark
Registration Number:	2941849	AKADEMOS
Registration Number:	3995704	BEYOND THE BOOKSTORE
Registration Number:	2817910	AKADEMOS

**CORRESPONDENCE DATA**

Fax Number: 8585506420  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

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  
 Address Line 4: San Diego, CALIFORNIA 92121

ATTORNEY DOCKET NUMBER:	308866-155 AKDEMOS
NAME OF SUBMITTER:	Erin O'Brien

CH \$90.00 2941849

Signature:	/Erin O'Brien/
Date:	06/12/2013
Total Attachments: 4 source=Akademos - signed IP Agreement#page1.tif source=Akademos - signed IP Agreement#page2.tif source=Akademos - signed IP Agreement#page3.tif source=Akademos - signed IP Agreement#page4.tif	

INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of June 3, 2013 by and between AVIDBANK CORPORATE FINANCE, A DIVISION OF AVIDBANK, a California corporation ("Bank") and AKADEMOS, 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.

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:

200 Connecticut Drive  
Norwalk, CT 02854  
Attn: John Squires, CEO  
FAX: (203) 866-0199

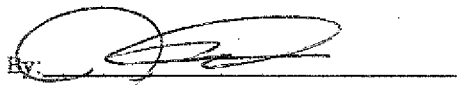
AKADEMOS, INC.

By:   
Print Name: John Squires  
Title: CEO

Address of Bank:

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

AVIDBANK CORPORATE FINANCE,  
A DIVISION OF AVIDBANK

By:   
Title: SVP

**EXHIBIT A**

**Copyrights**

Please Check Box if No Copyrights Exist

Title	Registration Number	Registration Date
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**EXHIBIT B**

**Patents**

Please Check Box if No Patents Exist

<u>Title</u>	<u>Serial/ Patent Number</u>	<u>Application/ Issue Date</u>
Method of providing rental and purchase market textbooks	13/196,233	08/02/11

EXHIBIT C

Trademarks

Please Check Box if No Trademarks Exist

<u>Description</u>	<u>Serial / Registration Number</u>	<u>Application / Registration Date</u>
AKADEMOS	2,941,849	04/19/05
BEYOND THE BOOKSTORE	3,995,704	07/19/11
(TYPED DRAWING)	2,817,910	02/24/04