

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
TRUEVISION SYSTEMS, INC.		07/05/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	AGILITY CAPITAL II, LLC
Street Address:	812 Anacapa Street
Internal Address:	Suite A
City:	Santa Barbara
State/Country:	CALIFORNIA
Postal Code:	93101
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	85958224	TRUEGUIDE
Registration Number:	3950688	TRUEEDIT
Registration Number:	3922536	TV
Registration Number:	4027543	RC TOOLSET
Registration Number:	3987779	TRUEENDO
Registration Number:	3980089	TRUEZOOM
Registration Number:	3972471	TRUEWARE
Registration Number:	3921093	TRUESCOPE
Registration Number:	3924324	REFRACTIVE CATARACT TOOLSET
Registration Number:	3945902	TRUEEDITOR
Registration Number:	3305525	TRUEVISION

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:	305948-178 TRUEVISION
NAME OF SUBMITTER:	Erin O'Brien
Signature:	/Erin O'Brien/
Date:	07/10/2013

Total Attachments: 4

source=TrueVision signed IPSA#page1.tif
source=TrueVision signed IPSA#page2.tif
source=TrueVision signed IPSA#page3.tif
source=TrueVision signed IPSA#page4.tif

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of July 5, 2013 by and between AGILITY CAPITAL II, LLC ("Lender") and TRUEVISION SYSTEMS, INC., a Delaware corporation ("Grantor").

RECITALS

Lender 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 Agreement by and between Lender and Grantor (as amended from time to time, the "Loan Agreement") dated on or about the date hereof. Capitalized terms used herein have the meaning assigned in the Loan Agreement. Lender is willing to make the credit extensions to Grantor, but only upon the condition, among others, that Grantor shall grant to Lender 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

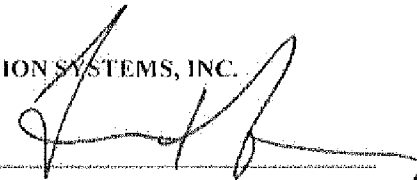
To secure performance of Grantor's obligations under the Loan Agreement, Grantor grants to Lender a security interest in all of Grantor's right, title and interest in Grantor's intellectual property (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto), 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 Lender under the Loan Agreement. Each right, power and remedy of Lender provided for herein shall not preclude the simultaneous or later exercise by Lender 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 as of the first date written above.

Address of Grantor:

315 Bolly Drive, suite 101
Goleta, CA 93117
Attn: Annee Sanchez

TRUEVISION SYSTEMS, INC.

By: 
Title: CEO

Address of Lender:

812 Anacapa Street, Suite A
Santa Barbara, CA 93101

AGILITY CAPITAL II, LLC

By: 
Title: Matthew R. Peterson

EXHIBIT A

Copyrights

Title	Registration Number	Registration Date
--------------	----------------------------	--------------------------

EXHIBIT B**Patents**

Title	Serial / Patent Number	Application / Issue Date
Stereoscopic electronic microscope workstation	8,339,447 (11/668,400)	12/25/12
Stereoscopic electronic microscope workstation	8,358,330 (11/668,420)	01/22/13
Stereoscopic display cart and system	11/739,042	04/23/07
Apparatus and methods for performing enhanced visually directed procedures under low ambient light conditions	12/417,115	04/02/09
Real-time surgical reference indicium apparatus and methods for surgical applications	12/249,845	10/10/08
Real-time surgical reference indicium apparatus and methods for intraocular lens implantation	12/390,388	02/20/09
Real-time surgical reference indicium apparatus and methods for astigmatism correction	12/582,671	10/20/09
Real-time virtual indicium apparatus and methods for guiding an implant into an eye	12/714,322	02/26/10
Stereoscopic on-screen surgical microscope systems	5,867,210	02/02/99
Real-time surgical reference guides and methods for surgical applications	13/024,948	02/10/11
Systems, apparatus, and methods for digital image capture with variable density display and high resolution electronic zoom	12/828,074	06/30/10

EXHIBIT C

Trademarks

<u>Description</u>	<u>Serial / Registration Number</u>	<u>Application /Registration Date</u>
TRUEGUIDE	85/958,224	06/12/13
TRUEEDIT	3,950,688	04/26/11
TV	3,922,536	02/22/11
RC TOOLSET	4,027,543	09/20/11
TRUEENDO	3,987,779	07/05/11
TRUEZOOM	3,980,089	06/21/11
TRUEWARE	3,972,471	06/07/11
TRUESCOPE	3,921,093	02/15/11
REFRACTIVE CATARACT TOOLSET	3,924,324	02/22/11
TRUEEDITOR	3,945,902	04/12/11
TRUEVISION	3,305,525	10/09/07