

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
Solta Medical, Inc.		08/30/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Silicon Valley Bank		
Street Address:	3003 Tasman Drive		
City:	Santa Clara		
State/Country:	CALIFORNIA		
Postal Code:	95054		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85969593	THERMAGE ERES	
Serial Number:	85954217		
CORRESPONDENCE DATA			
Fax Number:	8586385130		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	858-677-1400		
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		

CH \$65.00 85969593

Date:

08/30/2013

Total Attachments: 7

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AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Amended and Restated Intellectual Property Security Agreement (this "Agreement") is entered into as of August 30, 2013 by and between SILICON VALLEY BANK ("Bank") and SOLTA MEDICAL, INC. ("Grantor") and amends and restates, in its entirety, that certain Intellectual Property Security Agreement executed by Grantor in favor of Bank dated as of March 9, 2009 (the "Original Agreement").

RECITALS

A. 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 Amended and Restated Loan and Security Agreement by and between Bank and Grantor dated as of August 30, 2013 (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). Bank is willing to make the Loans to Grantor, 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.

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.

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 Schedules 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 Amended and Restated 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 Bank, of any or all other rights, powers or remedies.

Except as otherwise set forth herein, this Agreement is intended to and does completely amend and restate, without novation, the Original Agreement. All security interests granted under the Original Agreement are hereby confirmed and ratified and shall continue to secure all Obligations under this Agreement.

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

GRANTOR:

Address of Grantor:

25881 Industrial Boulevard
Hayward, CA 94545

Attn: _____

SOLTA MEDICAL, INC.

By:  _____

Title: CFO _____

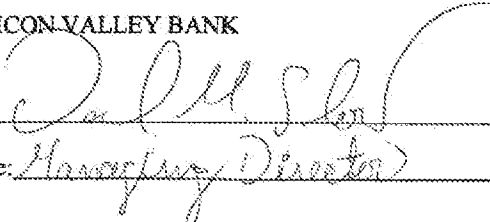
BANK:

Address of Bank:

3003 Tasman Drive
Santa Clara, CA 95054-1191

Attn: _____

SILICON VALLEY BANK

By:  _____

Title: Managing Director _____

[Signature Page to Amended and Restated Intellectual Property Security Agreement]

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
Fraxel Designe	VA0001859758	04-02-2013
Liposonix Designe	VA0001859755	04-02-2013
Thermage Lotus Designe	VA0001859760	04-02-2013

EXHIBIT B

Patents

<u>Description</u>	<u>Patent/App. No.</u>	<u>File 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	7957815	06-07-2011
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	8221410	07-17-2012
Method And Kit For Treatment Of Tissue	11759045	06-06-2007

<u>Description</u>	<u>Patent/App. No.</u>	<u>File Date</u>
Energy delivery device for treating tissue	11531081	09-12-2006
Handpiece with RF electrode and non-volatile memory	7481809	06-20-2005
RF device with thermo-electric cooler	11765719	06-20-2007
Handpiece with RF electrode and non-volatile memory	11436424	05-18-2006
Method and apparatus for digital signal processing for radio frequency surgery measurements	8180458	05-15-2012
Treatment apparatus and methods for delivering high frequency energy across large tissue areas	8216218	07-10-2012
Apparatus and methods for cooling a treatment apparatus configured to non-invasively deliver electromagnetic energy to a patient's tissue	11952649	12-07-2007
Method of using cryogenic compositions for cooling heated skin	8287597	10-16-2012
Methods and apparatus for predictively controlling the temperature of a coolant delivered to a treatment device	8515553	08-20-2013
Leakage-resistant tissue treatment apparatus and methods of using same	8121704	02-21-2012
Leakage-resistant tissue treatment apparatus and methods of using such tissue treatment apparatus	8285392	10-09-2012
Method of selectively heating adipose tissue	12462863	08-11-2009
Tissue treatment apparatus with functional mechanical stimulation and methods for reducing pain during tissue treatments	8506506	08-13-2013
Tissue treatment apparatus and systems with pain mitigation and methods for mitigating pain during tissue treatments	12649909	12-30-2009
Methods for pain reduction with functional thermal stimulation and tissue treatment systems	12823214	06-25-2010
Tissue treatment systems with high powered functional electrical stimulation and methods for reducing pain during tissue treatments	12823544	06-25-2010
Devices and methods for tissue treatment across a large surface area	13210893	08-16-2011
Method for treatment of tissue	10117990	04-05-2002
Methods for creating tissue effect utilizing electromagnetic energy and a reverse thermal gradient	10404413	03-31-2003
Handpiece with rf electrode and no-volatile memory	10404414	03-31-2003
Fluid delivery apparatus	10783974	02-20-2004
Method and apparatus for controlled contraction of collagen tissue	6311090	10-30-2001
Tissue remodeling apparatus containing cooling fluid	6350276	02-26-2002
Handheld apparatus for use by a non-physician consumer to fractionally resurface the skin of the consumer	8475507	07-02-2013
Optical pattern generator using multiple reflective surfaces	8289602	10/16/2012
Apparatus and method for ablation-related dermatological treatment of selected target	12497487	07-02-2009
Apparatus for transcutaneously treating tissue	12507405	07-22-2009
Cooled medical handpiece	13225636	09-06-2011
Inductive tuning system for ultrasound transducer	13275192	10-17-2011
System and method for enabling operation of a medical device	13277903	10-20-2011
Methods for creating tissue effect utilizing electromagnetic energy and a reverse thermal gradient	13535886	06-28-2012

EXHIBIT C

Trademarks

<u>Description</u>	<u>Serial/Registration No.</u>	<u>File Date</u>
Thermacool TC	78091101	10-31-2001
Thermacool	78091100	10-31-2001
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
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
THERMAGE ERES	85969593	06-25-2013
Design	85954217	06-07-2013

SCHEDULE D

Mask Works

Description

Serial/Registration No.

File Date

None.