

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
Geo Semiconductor Inc		08/09/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bishopsgate Holdings Corporation		
Street Address:	Fresh'N New, 5 Devil's Hole Hill		
City:	Smiths Parish		
State/Country:	BERMUDA		
Postal Code:	HS01		
Entity Type:	CORPORATION: BRITISH VIRGIN ISLANDS		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	3002865	REALTA	
Registration Number:	4125410	GEO	
Registration Number:	4125415	GEO	
Serial Number:	85391047	EWARP	
Serial Number:	77928941	VERICALL	
Serial Number:	78605942	VERICALL EDGE	
Serial Number:	85903196	AUTOCAL	
Serial Number:	85903202	CLOUDGEO	
Serial Number:	85903203	CLOUD GEO	
CORRESPONDENCE DATA			
Fax Number:	2022937860		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	2022937060		
Email:	sughrue@sughrue.com, jmartin@sughrue.com		

CH \$240.00 3002865

900269770

**TRADEMARK
 REEL: 005136 FRAME: 0301**

Correspondent Name: Sughrue Mion PLLC
Address Line 1: 2100 Pennsylvania Avenue, NW
Address Line 4: Washington, DISTRICT OF COLUMBIA 20037

ATTORNEY DOCKET NUMBER: 038713

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER: Jennifer Martin Sec to Susan Perng Pan

Signature: /Jennifer Martin/

Date: 10/23/2013

Total Attachments: 9
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into with effect as of August 9, 2013 by and between Bishopsgate Holdings Corporation, a British Virgin Islands company ("Lender"), and GEO SEMICONDUCTOR INC., a Delaware corporation ("Borrower").

RECITALS

Lender has agreed to make certain advances of money and to extend certain financial accommodations to Borrower under that certain Bridge Loan Agreement by and between Lender and Borrower dated of even date herewith (as amended from time to time, the "Bridge Loan Agreement") and has made the First Advance as defined in the Bridge Loan Agreement. Capitalized terms used herein are used as defined in the Bridge Loan Agreement. Pursuant to the terms of the Bridge Loan Agreement, Borrower has granted to Lender a security interest in its personal property.

NOW, THEREFORE, Borrower agrees as follows:

AGREEMENT

To secure its obligations under the Bridge Loan Agreement and under any other agreement now existing or hereafter arising between Borrower and Lender, Borrower grants mortgages and charges to Lender a security interest in all of Borrower's right, title and interest in, its intellectual property now owned or hereafter acquired or arising (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto) and 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. Borrower represents and warrants that Exhibits A, B, and C attached hereto set forth any and all intellectual property rights in connection to which Borrower has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

This Agreement may be executed in two or more counterparts, and delivered by facsimile or by electronic transmission in portable document format (PDF), 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 by its officers thereunto duly authorized as of the first date written above.

BORROWER:

Address of Borrower:

100 Metro Drive, Suite 620
San Jose, CA 95110
Attn: Paul Russo, Chairman & CEO

GEO SEMICONDUCTOR INC.


By: 
Name: ERIC ERDMAN
Title: CFO

LENDER:

Address of Lender:

Fresh'N New, 5 Devil's Hole Hill
Smiths Parish HS01
Bermuda
Attn: Rocco Schiralli

BISHOPSGATE HOLDINGS
CORPORATION

By: 
Name: ROCCO SCHIRALLI
Title: PRESIDENT

*Signature Page to Intellectual Property Security Agreement
Between Bishopsgate Holdings And Geo Semiconductor
August 9, 2013*

EXHIBIT A

Copyrights

<u>Description</u>	<u>Registration Number</u>	<u>Registration Date</u>
Nil		

EXHIBIT B

Patents

US Patent #	OWNED BY GEO SEMICONDUCTOR
<u>7,126,616</u>	Method and system for processing a non-linear two dimensional spatial transformation
<u>6,917,363</u>	Method and system for processing two-dimensional image data
<u>7,352,913</u>	System and method for correcting multiple axis displacement distortion
<u>7,324,706</u>	System and method for representing a general two dimensional spatial transformation
<u>7,474,799</u>	Image projection system and method for electronic correction of optical anomalies
<u>7,576,767</u>	Panoramic vision system and method
<u>7,239,360</u>	Short throw projection system and method
<u>6,877,863</u>	Automatic keystone correction system and method
<u>7,384,158</u>	Image projection system and method
<u>7,359,575</u>	Dynamic warp map generation system and method
<u>7,714,943</u>	Ultra-thin image projection system
<u>8,055,070</u>	Color and Brightness Distortion Correction System and Method
<u>8,116,008</u>	Lens Optimization Using Electronic Aberration Correction
<u>8,406,562</u>	System and Method for Automatic Calibration and Correction
<u>8,442,316</u>	System and Method for Improving Color and Brightness Uniformity of Backlit LCD Displays (13/098,221)
APPLICATIONS	
<u>13/281,149</u>	Method and System for Folding a SIMD Array
<u>PCT US12/027189</u>	Method and System for Adaptive Perspective Correction of Ultra Wide-Angle Lens Images
<u>13/440,031</u>	System and Method for Calibrating Ultra Wide-Angle Lenses
<u>13/755,592</u>	System and Method for Automatic Calibration and Correction

	OWNED BY GEO SEMI (ACQUIRED FROM MAXIM)
8,483,268	Method And Apparatus For Frame, Field And Macroblock Adaptive Progressive/Interlace Coding Selection
7,715,652	Method And/Or Apparatus For Detecting Homogeneity Of Blocks In Image Processing System
7,199,735	Method And Apparatus For Entropy Coding
7,281,771	Method And Apparatus For Entropy Coding
8,094,716	Method And Apparatus Of Adaptive Lambda Estimation In Lagrangian Rate-Distortion Optimization For Video Coding
7,734,106	Method And Apparatus For Dependent Coding In Low-Delay Compression
7,684,626	Method And Apparatus For Image Decoder Post-Processing Using Image Pre-Processing And Image Encoding Information
7,590,288	Methods And/Or Apparatus For Detecting Edges Of Blocks In Image Processing
7,859,574	Integrated Camera Image Signal Processor And Video Encoder
7,953,147	Iteration Based Method And/Or Apparatus For Offline High Quality Encoding Of Multimedia Content
8,306,118	High Quality Low Bitrate Video Coding By Enabling And Disabling A Non-Residual Mode
8,135,062	Method And Apparatus For Qp Modulation Based On Perceptual Models For Picture Encoding
8,031,768	System And Method For Performing Optimized Quantization Via Quantization Re-Scaling
8,325,797	System And Method Of Reduced-Temporal-Resolution Update For Video Coding And Quality Control
7,657,589	System And Method For Generating A Fixed Point Approximation To Nonlinear Functions
8,356,066	System And Method For Generating A Fixed Point Approximation To Nonlinear Functions
8,218,655	Method, System And Device For Improving Video Quality Through In-Loop Temporal Pre-Filtering
7,778,476	System And Method For Transform Coding Randomization

<u>8,326,068</u>	Method And Apparatus For Modeling Quantization Matrices For Image/Video Encoding
<u>7,733,380</u>	Method And/Or Architecture For Controlling Encoding Parameters Using Integrated Information From Camera Isp
<u>8,135,068</u>	Method And/Or Architecture For Motion Estimation Using Integrated Information From Camera Isp
<u>8,149,911</u>	Method And/Or Apparatus For Multiple Pass Digital Image Stabilization
<u>8,253,856</u>	Method And/Or Architecture For Interlaced Video Resampling And Color Format Conversion Using Combined Vertical-Temporal Resolution Extensions
<u>8,175,150</u>	Methods And/Or Apparatus For Implementing Rate Distortion Optimization In Video Compression
<u>8,270,483</u>	Method & Apparatus For Applying Accurate Parameter Estimation And Efficient Fade Detection In Weighted Prediction For Video Compression
<u>6,145,073</u>	Data Flow Integrated Circuit Architecture
<u>6,996,799</u>	Automatic Code Generation For Integrated Circuit Design
<u>6,889,310</u>	Multithreaded Data/Context Flow Processing Architecture
<u>7,093,094</u>	Random Access Memory Controller With Out Of Order Execution
<u>7,281,110</u>	Random Access Memory Controller With Out Of Order Execution
<u>8,165,219</u>	Memory Word Array Organization And Prediction Combination For Memory Access
<u>7,765,547</u>	Hardware Multithreading Systems And Methods
<u>8,149,909</u>	Encoding Control Using Non-Exclusive Content Categories
<u>8,126,283</u>	Video Encoding Statistics Extraction Using Non-Exclusive Content Categories
<u>8,081,682</u>	Video Encoding Mode Decisions According To Content Categories
<u>8,325,798</u>	Adaptive Motion Estimation Cache Organization
<u>6,985,480</u>	System, Software And Method For Implementing An Integrated, Device Independent, Packet Telephony Framework Software Solution
<u>8,326,349</u>	Multi-Service Cellular Phone Network Access To Device
<u>8,175,261</u>	Systems And Methods For Adaptive Echo Cancellation

APPLICATIONS	
12/979,550	Integrated Camera Image Signal Processor And Video Encoder
13/419,294	Method And Apparatus For Qp Modulation Based On Perceptual Models For Picture Encoding
11/434,953	Method And Or Apparatus For Optimized Video Coding
11/430,127	Methods And/Or Apparatus For Controlling Zero-Residual Coding In Predictive Image/Video Coding
11/496,410	Method And Apparatus For Selecting Optimal Video Encoding Parameter Configurations
13/419,281	Method And/Or Architecture For Motion Estimation Using Integrated Information From Camera Isp
11/512,684	Block And Mode Reordering
11/939,715	Method And/Or Apparatus For Multiple Pass Digital Image Stabilization
12/112,062	System And/Or Method For Measurement And/Or Control Of Video Noise Reduction
13/454,922	Memory Word Array Organization And Prediction Combination For Memory Access
12/818,006	Hardware Multithreading Systems And Methods
11/182,164	Video Quality By Controlling Inter Frame Encoding According To Frame Position In Gop
11/671,816	Skipped Video Data Recovery Using Multiple Alternative Recovery Modes
11/671,838	Motion Search Skipped Video Data Recovery
11/452,118	Presence And/Or Capability Based Communication
12/904,005	I-Frame Size Estimation Based On Edge Strength

	LICENSED FROM IDT
<u>7,589,738</u>	Cache Memory Management System and Method
<u>7,064,770</u>	Single-Pass Image Resampling System And Method With Anisotropic Filtering
<u>6,532,264</u>	Processing Sequential Video Images To Detect Image Motion Among Interlaced Video Fields Or Progressive Video Images
<u>6,563,550</u>	Detection Of Progressive Frames In A Video Field Sequence
	CO-OWNED BY GEO SEMI AND JUPITER
<u>5,421,019</u>	Parallel Data Processor
<u>5,606,707</u>	Real-Time Image Processor
<u>5,966,085</u>	Methods And Apparatus For Performing Fast Floating Point Operations
<u>6,067,609</u>	Pattern Generation And Shift Plane Operations For A Mesh Connected Computer
<u>6,073,185</u>	Parallel Data Processor
<u>6,085,304</u>	Interface For Processing Element Array
<u>6,138,137</u>	Methods And Apparatus For Performing Fast Division Operations In Bit-Serial Processors
<u>6,167,421</u>	Methods And Apparatus For Performing Fast Multiplication Operations In Bit-Serial Processors
<u>6,173,388</u>	Directly Accessing Local Memories Of Array Processors For Improved Real-Time Corner Turning
<u>6,185,667</u>	Input/Output Support For Processing In A Mesh Connected Computer
<u>6,212,628</u>	Mesh Connected Computer
<u>6,275,920</u>	Mesh Connected Computer
<u>6,425,026</u>	Distribution, Processing, And Reconstruction Of Variable-Sized Images Using Multiple Processor
<u>6,577,764</u>	Method For Measuring And Analyzing Digital Video Quality

<u>7,593,016</u>	Method And Apparatus For High Density Storage And Handling Of Bit-Plane Data
<u>7,573,481</u>	Method And Apparatus For Management Of Bit Plane Resources
<u>7,564,462</u>	Method And Apparatus For Reading And Writing Pixel-Aligned Subframes In A Frame Buffer

EXHIBIT C

Trademarks

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
REALTA	3,002,865	09/27/05
GEO and Design	4,125,415	04/10/2012
GEO and Design	4,125,410	04/10/2012
EWARP	SN 85-391047	8/5/2011
GEO and Design	CDN APP 1562733	2/3/2012
VERICALL	77928941	2/5/10
VERICALL EDGE	78605942	4/11/05
AUTOCAL	85903196	4/12/13
CLOUDGEO	85903202	4/12/13
CLOUDGEO (Design)	85903203	4/12/13

END