

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
Rafter, Inc.		01/09/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Comerica Bank
Street Address:	39200 Six Mile Road, M/C 7578
Internal Address:	Attn: National Documentation Services
City:	Livonia
State/Country:	MICHIGAN
Postal Code:	48152
Entity Type:	Banking Association: TEXAS

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	85727169	RAFTER COURSE MATERIALS NETWORK
Serial Number:	85727168	RAFTER DISCOVER
Serial Number:	85722120	RAFTER PRICE IQ
Serial Number:	85722122	RAFTER EASYRENT
Serial Number:	85510463	RAFTER
Serial Number:	85542226	EDUCATION UNBOUND
Serial Number:	85556867	R

CORRESPONDENCE DATA

Fax Number: 8586385130
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
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 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:	329034-476
NAME OF SUBMITTER:	Troy Zander
Signature:	/s/ Troy Zander
Date:	02/14/2014

Total Attachments: 4
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FIRST AMENDMENT ("IPSA Amendment 1")

Dated January 9, 2014

to
that certain Intellectual Property Security Agreement
dated as of April 4, 2011 ("*Agreement*"), by and between
COMERICA BANK ("*Bank*") and
RAFTER, INC., a Delaware corporation ("*Borrower*").

RECITALS

WHEREAS, Borrower and Bank have previously entered into that certain Intellectual Property Security Agreement dated as of April 4, 2011 (the "*Agreement*"), in connection with that certain Loan and Security Agreement dated as of September 15, 2010 (the "*Loan Agreement*"); all capitalized terms not otherwise defined herein are defined in the Agreement;

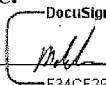
WHEREAS, Borrower has subsequently filed certain applications to register certain Patents and Trademarks with the U.S. Patent & Trademark Office (collectively, the "*New IP*");

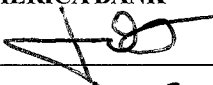
WHEREAS, Borrower wishes to confirm such New IP is subject to the Agreement and that Bank is authorized to perfect its security interest in such New IP by filing against it at the U.S. Patent & Trademark Office, subject to all of the terms and conditions hereof and of the Agreement.

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants herein contained, the parties hereby agree to modify the Agreement as follows:

1. "Exhibit B" attached to this IPSA Amendment 1 identifies additional Patents as Collateral granted to Bank under the Agreement as well as the Collateral constituting the New IP, and hereby amends, restates and replaces the form of Exhibit B currently attached to the Agreement.
2. "Exhibit C" attached to this IPSA Amendment 1 identifies additional Trademarks as Collateral granted to Bank under the Agreement, as well as the Collateral constituting the New IP, and hereby amends, restates and replaces the form of Exhibit C currently attached to the Agreement.
3. Borrower confirms that Bank has all the rights in connection with the Collateral constituting the New IP, including without limitation, rights to file and record its interest in the proper filing places in the United States pursuant to Section 6.12 and Section 9.2 of the Loan Agreement, as it has with respect to the Collateral assigned under the Agreement.
4. Except as amended hereby, the Agreement remains unmodified and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

RAFTER, INC.
 DocuSigned by:
 By: 
 Name: Mehdi Maghsoodnia
 Title: CEO

COMERICA BANK
 By: 
 Name: J. Bennett
 Title: VP

Attachments
 Exhibit B U.S. Patents and Patent Applications
 Exhibit C U.S. Trademarks and Trademark Applications

Exhibit B**U.S. PATENTS AND PATENT APPLICATIONS**

(List titles below or indicate "None")

None

Patent No.	Pending Application No.	Title	Issue Date	Filing Date
	U.S. Patent Provisional Appl. Serial No.: 61/510,929 61521703	SYSTEMS FOR AND METHOD OF MANAGING BOOK SALES AND RENTALS		July 22, 2011
	U.S. Patent Appl. Serial No.: 13/547,969	SYSTEM FOR AND METHOD OF MANAGING BOOK SALES AND RENTALS		July 12, 2012
	PCT Patent Appl. Serial No.: PCT/US2012/045626	SYSTEM FOR AND METHOD OF MANAGING BOOK SALES AND RENTALS		July 12, 2012
	U.S. Patent Appl. Serial No.: 13/570,126	SYSTEMS AND METHOD FOR ACQUIRING AND GENERATING COMPARISON INFORMATION FOR ALL COURSE BOOKS, IN MULTICOURSE STUDENT SCHEDULES		August 8, 2012
	PCT Patent Appl. Serial No.: PCT/US2012/050019	SYSTEMS AND METHOD FOR ACQUIRING AND GENERATING COMPARISON INFORMATION FOR ALL COURSE BOOKS, IN MULTICOURSE STUDENT SCHEDULES		August 8, 2012

EXHIBIT C

U.S. TRADEMARKS AND TRADEMARK APPLICATIONS

(List marks below or indicate "None")

REGISTRATION NO.	PENDING APPLICATION NO.	MARK	REGISTRATION DATE	FILING DATE
3605182		 BookRenter.com	April 14, 2009	March 11, 2008
3276364		 BookRenter.com	August 7, 2007	October 5, 2004
3426295		MAKING EDUCATION MORE AFFORDABLE	May 13, 2008-	August 29, 2007
3787019	77-794314	TIKIMAN	May 11, 2010	July 31, 2009
3078839		WHY BUY WHEN YOU CAN RENT?	April 11, 2006	October 13, 2004
N/A	77/909007	BOOKRENTOR.COM	N/A	January 11, 2010
4088888	85/168328	RAPIDRETURN	January 17, 2012	November 3, 2010
N/A	1614451	RAFTER PRICE IQ	N/A	February 15, 2013
N/A	1614452	RAFTER EASYRENT	N/A	February 15, 2013
N/A	85-727169	RAFTER COURSE MATERIALS NETWORK	N/A	September 12, 2012
N/A	85-727168	RAFTER DISCOVER	N/A	September 12, 2012
N/A	85-722120	RAFTER PRICE IQ	N/A	September 6, 2012
N/A	85-722122	RAFTER EASYRENT	N/A	September 6, 2012
4388875	85-510463	RAFTER	August 20, 2013	January 6, 2012
4388937	85-542226	Education Unbound	August 20, 2013	February 14, 2012
4388952	85-556867	Stylized R	August 20, 2013	February 29, 2012
1372587	1372587	BOOKRENTOR.COM and Design	July 16, 2010	July 16, 2010
009296609	009296609	BOOKRENTOR.COM and Design	January 17, 2011	August 5, 2010
010762251	010762251	RAFTER	August 27, 2012	March 27, 2012
010762375	010762375	Stylized R	August 27, 2012	March 27, 2012

REGISTRATION No.	PENDING APPLICATION No.	MARK	REGISTRATION DATE	FILING DATE
11581394	11581394	RAFTER PRICE IQ	August 15, 2013	February 18, 2013
11580958	11580958	RAFTER EASYRENT	August 15, 2013	February 18, 2013
820373	1488890	BOOKRENTER.COM and Design	March 21, 2012	July 15, 2010
N/A	1570034	Stylized R	N/A	March 22, 2012
N/A	1570033	RAFTER	N/A	March 22, 2012
N/A	N/A	RAFTER IQ	N/A	N/A
N/A	85-861728	STUDENT UNDERGROUND	N/A	February 27, 2013

UNREGISTERED TRADEMARKS: List marks below or indicate "None."

NONE