OP \$265.00 400492

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM301048

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Existing Collateral Agent		04/08/2014	Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Royal Bank of Canada, as Successor Collateral Agent
Street Address:	20 King St., West, 4th Floor
City:	Toronto
State/Country:	ONTARIO
Postal Code:	M5H 1C4
Entity Type:	Bank: CANADA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	4004921	DEFENSIO
Registration Number:	3655136	THREATSEEKER
Registration Number:	2122340	WEBSENSE
Registration Number:	2189713	WEBSENSE
Registration Number:	3638370	WEBSENSE
Registration Number:	3638369	WEBSENSE YES!
Registration Number:	3638371	YES
Registration Number:	4274048	TRITON
Registration Number:	2772306	PORTAUTHORITY
Registration Number:	3178443	PORTAUTHORITY TECHNOLOGIES

CORRESPONDENCE DATA

Fax Number:

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

Email: michael.barys@thomsonreuters.com

Correspondent Name: Ken Tan, Legal Assistant

Address Line 1: c/o Cahill Gordon & Reindel LLP

Address Line 2: 80 Pine Street

Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:	Ken Tan		
SIGNATURE:	/Michael Barys TR/		
DATE SIGNED:	04/10/2014		
Total Attachments: 16			
source=Trademark Security Agreement#page1.tif			
Tradamant Casurity Agreement the age O tif			

source=Trademark Security Agreement#page1.tif
source=Trademark Security Agreement#page2.tif
source=Trademark Security Agreement#page3.tif
source=Trademark Security Agreement#page4.tif
source=Trademark Security Agreement#page5.tif
source=Trademark Security Agreement#page6.tif
source=Trademark Security Agreement#page7.tif
source=Trademark Security Agreement#page8.tif
source=Trademark Security Agreement#page9.tif
source=Trademark Security Agreement#page10.tif
source=Trademark Security Agreement#page11.tif
source=Trademark Security Agreement#page12.tif
source=Trademark Security Agreement#page13.tif
source=Trademark Security Agreement#page14.tif
source=Trademark Security Agreement#page15.tif
source=Trademark Security Agreement#page15.tif
source=Trademark Security Agreement#page15.tif

Form PTO-1594 (Rev. 12-11)
OMB Collection 0651-0027 (exp. 04/30/2015)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.			
Name of conveying party(ies): JPMorgan Chase Bank, N.A., as Existing Collateral Agent	2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? No Name: Royal Bank of Canada, as Successor Collateral Agent		
☐ Individual(s) ☐ Association ☐ Partnership ☐ Limited Partnership ☐ Corporation- State: ☐ Other ☐ Citizenship (see guidelines) USA Additional names of conveying parties attached? ☐ Yes ☒ No. 3. Nature of conveyance/Execution Date(s) :	Street Address: 20 King Street West, 4th Floor City: Toronto State: Ontario Country: Canada Zip: M5H 1C4 Individual(s) Citizenship		
Execution Date(s) April 8, 2014 Assignment Merger Security Agreement Change of Name Other Assignment of Security Interest 4. Application number(s) or registration number(s) and A. Trademark Application No.(s) Text	B. Trademark Registration No.(s) See Schedule A		
C. Identification or Description of Trademark(s) (and Filing	Additional sheet(s) attached?		
5. Name & address of party to whom correspondence concerning document should be mailed: Name: Ken Tan, Legal Assistant	6. Total number of applications and registrations involved:		
Internal Address:	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$		
Street Address: c/o Cahill Gordon & Reindel LLP 80 Pine Street	☐ Authorized to be charged to deposit account ☐ Enclosed		
City: New York	8. Payment Information:		
State: New York Zip: 10005 Phone Number: (212) 701-3804 Docket Number: 57320.0628 Email Address: KTan@cahill.com 9. Signature:	Deposit Account Number Authorized User Name 04/09/2014		
Signature Signature Ken Tan Name of Person Signing	Total number of pages including cover sheet, attachments, and document:		

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

NOTICE OF CHANGE OF COLLATERAL AGENT -SUCCESSION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

This NOTICE OF CHANGE OF COLLATERAL AGENT – SUCCESSION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY, dated as of April 8, 2014, is made by JPMorgan Chase Bank, N.A. and Royal Bank of Canada.

WHEREAS, Websense, Inc. (successor by merger to Tomahawk Merger Sub, Inc.) (the "Borrower") and PortAuthority Technologies, Inc. (the "Subsidiary Guarantor", and together with Borrower, the "Pledgors" under the Intellectual Property Security Agreements (as defined below)) own all right, title and interest in and to the Trademarks, Copyrights and Patents listed on Schedule A hereto (the "Intellectual Property");

WHEREAS, Borrower, Tomahawk Acquisition, Inc. (formerly known as Tomahawk Acquisition, LLC) ("Holdings"), the Lenders, JPMorgan Chase Bank, N.A., as Administrative Agent, Collateral Agent, Swing Line Lender and an Issuing Bank (the "Existing Agent") and each other party named therein have entered into that certain Credit Agreement dated as of June 25, 2013 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), pursuant to which the Lenders have severally agreed to make Loans and the Issuing Bank to issue Letters of Credit to the Borrower upon the terms and subject to the conditions therein;

WHEREAS, in connection with the Credit Agreement, the Pledgors have entered into a First Lien Security Agreement of even date with the Credit Agreement (as amended, amended and restated, supplemented, waived or otherwise modified from time to time, the "Security Agreement") in favor of the Existing Agent as Collateral Agent, pursuant to which the Pledgors were required to execute and deliver the Patent Security Agreement dated June 25, 2013 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Patent Security Agreement"), which was recorded with the United States Patent and Trademark Office on June 26, 2013, at Reel/Frame 030694/0615, the Trademark Security Agreement dated June 25, 2013 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Trademark Security Agreement"), which was recorded with the United States Patent and Trademark Office on June 26, 2013, at Reel/Frame 05057/0521, and the Copyright Security Agreement dated June 25, 2013, which was recorded with the United States Copyright Office on June 28, 2013, at Volume 3617, Document 740 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Copyright Security Agreement" and, together with the Patent Security Agreement and the Trademark Security Agreement, the "Intellectual Property Security Agreements") in order to induce the Lenders to make Loans and the Issuing Bank to issue Letters of Credit;

WHEREAS, pursuant to the Intellectual Property Security Agreements, the Pledgors have granted to the Existing Agent, for the ratable benefit of the Secured Parties, a security interest in certain intellectual property of the Pledgors, including the Intellectual Property, and such security interests were recorded in the United States Patent and Trademark Office and the United States Copyright Office, as applicable; and

WHEREAS, Borrower, Holdings, the Subsidiary Guarantor, the Existing Agent and Royal Bank of Canada, have entered into the First Lien Resignation, Waiver, Consent, Appointment and Amendment No. 1 to First Lien Credit Agreement dated as of April 8, 2014 (the "Resignation Agreement") whereby the Existing Agent resigned as Administrative Agent, Collateral Agent and Swing Line Lender and was replaced by Royal Bank of Canada, as successor Administrative Agent, successor Collateral Agent and successor Swing Line Lender under the Credit Agreement and other Loan Documents, including as successor Collateral Agent under the Intellectual Property Security Agreements;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each party, the parties hereby agree and confirm that:

- 1. Existing Agent has ceased to be the Administrative Agent, Collateral Agent and Swing Line Lender under the Credit Agreement and other Loan Documents, and as such has ceased to be Collateral Agent under the Intellectual Property Security Agreements;
- 2. Royal Bank of Canada is now the Administrative Agent, Collateral Agent and Swing Line Lender under the Credit Agreement and other Loan Documents, and as such is Collateral Agent under the Intellectual Property Security Agreements;
- 3. Existing Agent hereby acknowledges the succession by, and transfer to, Royal Bank of Canada all of Existing Agent's security interests under the Intellectual Property Security Agreements; and
- 4. Nothing herein shall be deemed to terminate or impair the continuity of the security interest in the Intellectual Property originally granted to the Existing Agent, which security interest is now succeeded by and transferred to Royal Bank of Canada.

All other terms and conditions are more fully set out in the Resignation Agreement. Unless otherwise defined herein or the context otherwise requires, the terms used in this agreement shall have the meanings provided or provided by reference in the Resignation Agreement or other Loan Documents.

IN WITNESS WHEREOF, the parties hereto have caused this agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

ROYAL BANK OF CANADA, as successor Collateral Agent

By:

.

le/

JPMORGAN CHASE BANK, N.A., as existing Collateral Agent

By:

Name: Title:

ROBERTD. BRYANT VICE PRESIDENT

[Signature Page to Notice of Change of Collateral Agent - Succession of Security Interest in Intellectual Property]

AGREED AND ACKNOWLEDGED:

WEBSENSE, INC., as Borrower and Grantor

Name: James Hagan

Title: Chief Financial Officer, Secretary

and Treasurer

PORTAUTHORITY TECHNOLOGIES,

INC.,

as Grantor

Name: James Hagan

Title: Chieffinancial Officer and Treasurer

SCHEDULE A

TO NOTICE OF CHANGE OF COLLATERAL AGENT - SUCCESSION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

UNITED STATES PATENTS AND PATENT APPLICATIONS

United States Patents:

Owner	Title	Date	Patent No.
Websense, Inc.	METHOD AND APPARATUS FOR MANAGING INTERNETWORK AND INTRANETWORK ACTIVITY	3/25/2008	RE40187
Websense, Inc.	METHOD AND APPARATUS FOR MANAGING INTERNETWORK AND INTRANETWORK ACTIVITY	11/09/1999	5983270
Websense, Inc.	SYSTEM AND METHOD FOR CONTROLLING ACCESS TO INTERNET	8/12/2003	6606659
Websense, Inc.	FILTERING TECHNIQUES FOR MANAGING ACCESS TO INTERNET SITES OR OTHER SOFTWARE APPLICATIONS	9/20/2005	6947985
Websense, Inc.	SYSTEM AND METHOD OF MONITORING AND CONTROLLING APPLICATION FILES	2/27/2007	7185015
Websense, Inc.	SYSTEM AND METHOD FOR ADAPTING AN INTERNET FILTER	3/20/2007	7194464
Websense, Inc.	FILTERING TECHNIQUES FOR MANAGING ACCESS TO INTERNET SITES OR OTHER SOFTWARE APPLICATIONS	1/27/2009	7483982
Websense, Inc.	SYSTEM AND METHOD OF MONITORING AND CONTROLLING APPLICATION FILES	5/5/2009	7529754
Websense, Inc.	SYSTEM AND METHOD OF MONITORING AND CONTROLLING APPLICATION FILES	9/14/2010	7797270
Websense, Inc.	SYSTEM AND METHOD OF ANALYZING WEB CONTENT	9/13/2011	8020206

Owner	Title	Date	Patent No.
Websense, Inc.	SYSTEM AND METHOD FOR ADAPTING AN INTERNET FILTER	8/30/2011	8010552
Websense, Inc.	SYSTEM AND METHOD OF CONTROLLING ACCESS TO THE INTERNET	9/6/2011	8015174
Websense, Inc.	SYSTEM AND METHOD OF MONITORING AND CONTROLLING APPLICATION FILES	9/13/2011	8020209
Websense, Inc.	SYSTEM AND METHOD OF MONITORING AND CONTROLLING APPLICATION FILES	4/3/2012	8150817
Websense, Inc.	REAL-TIME LOCKDOWN	5/8/2013	8453243
Websense, Inc.	METHOD AND SYSTEM FOR PROTECTION AGAINST INFORMATION STEALING SOFTWARE	3/26/13	8407784
Websense, Inc.	SYSTEM AND METHOD FOR ANALYSIS OF ELECTRONIC INFORMATION DISSEMINATION EVENTS	2/5/2013	8370948
PortAuthority Technologies, Inc.	METHOD FOR ENCRYPTION IN AN UNTRUSTED ENVIRONMENT	8/21/2007	7260215
PortAuthority Technologies, Inc.	A SYSTEM AND METHOD FOR MONITORING UNAUTHORIZED DISSEMINATION OF DOCUMENTS AND PORTABLE MEDIA	2/19/2008	7331725
PortAuthority Technologies, Inc.	METHOD FOR SECURING DIGITAL CONTENT	3/25/2008	7350228
PortAuthority Technologies, Inc.	APPARATUS AND METHOD FOR ENSURING COMPLIANCE WITH A DISTRIBUTION POLICY	2/17/2009	7493650
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR ROBUST EMBEDDING OF WATERMARKS AND STEGOGRAMS IN DIGITAL VIDEO CONTENT	2/24/2009	7496197

Owner	Title	Date	Patent No.
PortAuthority Technologies, Inc.	APPARATUS AND METHOD FOR ELECTRONIC MAIL FILTERING	12/22/2009	7636947
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR DISTRIBUTION POLICY ENFORCEMENT ON FAX	1/5/2010	7643164
PortAuthority Technologies, Inc.	APPARATUS AND METHOD FOR ASSURING COMPLIANCE WITH DISTRIBUTION AND USAGE POLICY	2/23/2010	7669225
PortAuthority Technologies, Inc.	SYSTEM AND METHOD FOR MONITORING UNAUTHORIZED TRANSPORT OF DIGITAL CONTENT	3/16/2010	7681032
PortAuthority Technologies, Inc.	NETWORK CONTENT ACCESS CONTROL	8/9/2005	6928545
PortAuthority Technologies, Inc.	SECURE DISTRIBUTION OF DIGITAL CONTENT	2/20/2007	7181625
PortAuthority Technologies, Inc.	METHOD AND A SYSTEM FOR INFORMATION IDENTIFICATION	8/2/2011	7991751
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR DISTRIBUTION POLICY ENFORCEMENT ON FAX	4/5/2011	7920298
PortAuthority Technologies, Inc.	SYSTEM AND METHOD FOR MONITORING UNAUTHORIZED DISSEMINATION OF DOCUMENTS AND PORTABLE MEDIA	12/28/2010	7859725
PortAuthority Technologies, Inc.	A METHOD AND APPLICATION FOR A REACTIVE DEFENSE AGAINST ILLEGAL DISTRIBUTION OF MULTIMEDIA CONTENT IN FILE SHARING NETWORKS	12/1/2009	7627897
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR PROTECTING CONFIDENTIAL INFORMATION	3/20/2012	8141159
PortAuthority Technologies, Inc.	SYSTEM AND METHOD FOR MONITORING UNAUTHORIZED TRANSPORT OF DIGITAL CONTENT	10/2/2012	8281139

Owner	Title	Date	Patent No.
PortAuthority Technologies, Inc.	METHOD AND APPLICATION FOR A REACTIVE DEFENSE AGAINST ILLEGAL DISTRIBUTION OF MULTIMEDIA CONTENT IN FILE SHARING NETWORKS	9/18/2012	8271555
PortAuthority Technologies, Inc.	A METHOD AND SYSTEM FOR MANAGING CONFIDENTIAL INFORMATION	1/8/2013	8352535

United States Patent Applications:

Owner	Title	Filing Date	Application No.
Websense, Inc.	SYSTEM AND METHOD OF ANALYZING WEB CONTENT	6/20/2011	13/164,688
Websense, Inc.	SYSTEM AND METHOD FOR DYNAMIC AND REAL-TIME CATEGORIZATION OF WEBPAGES	6/29/2009	12/494,052
Websense, Inc.	SYSTEM AND METHODS FOR EFFICIENT DETECTION OF FINGERPRINTED INFORMATION	5/24/2010	12/786,284
Websense, Inc.	SYSTEM AND METHOD FOR CONTROLLING ACCESS TO INTERNET SITES	7/8/2003	10/616,420
Websense, Inc.	SYSTEM AND METHOD OF MONITORING AND CONTROLLING APPLICATION FILES	6/1/2005	11/146,318
Websense, Inc.	SYSTEM AND METHOD OF ANALYZING WEB CONTENT	7/10/2006	11/484,335
Websense, Inc.	SYSTEM AND METHOD OF ANALYZING WEB ADDRESSES	2/28/2007	11/680,494
Websense, Inc.	SYSTEM AND METHOD OF IDENTIFYING INFECTION OF UNWANTED SOFTWARE ON AN ELECTRONIC DEVICE	3/19/2008	12/051,579
Websense, Inc.	SYSTEM AND METHOD FOR DETERMINING WHETHER PASSWORDS THAT MAY LEAVE A COMPUTER NETWORK ARE OF HIGH VALUE	3/22/13	13/849,377
Websense, Inc.	SYSTEM AND METHOD FOR ADDING CONTEXT TO PREVENT DATA LEAKAGE OVER A COMPUTER NETWORK	1/30/2008	12/022,838
Websense, Inc.	METHOD AND SYSTEM FOR PROTECTION AGAINST INFORMATION STEALING SOFTWARE	3/19/2008	12/051,616

Owner	Title	Filing Date	Application No.
Websense, Inc.	SYSTEM AND METHOD OF MONITORING AND CONTROLLING APPLICATION FILES	4/2/2012	13/437,885
Websense, Inc.	SYSTEM AND METHOD FOR ADAPTING AN INTERNET FILTER	8/26/2011	13/219,415
Websense, Inc.	SYSTEM AND METHOD OF MONITORING AND CONTROLLING APPLICATION FILES	9/12/2011	13/230,661
Websense, Inc.	SYSTEM AND METHOD FOR NETWORK PENETRATION TESTING	2/22/2013	61/768,220
Websense, Inc.	METHOD AND APARATUS FOR MANAGING THE TRANSFER OF SENSITIVE INFORMATION TO MOBILE DEVICES	11/30/2012	13/691,544
Websense, Inc.	METHOD AND APPARATUS FOR PRESENCE BASED RESOURCE MANAGEMENT	12/21/2012	13/724,990
PortAuthority Technologies Inc.	METHOD AND APPLICATION FOR A REACTIVE DEFENSE AGAINST ILLEGAL DISTRIBUTION OF MULTIMEDIA CONTENT IN FILE SHARING NETWORKS	7/25/2012	13/557,420
PortAuthority Technologies, Inc.	SYSTEM AND METHOD FOR MONITORING UNAUTHORIZED TRANSPORT OF DIGITAL CONTENT	8/21/2012	13/590,291
PortAuthority Technologies, Inc.	METHOD FOR THE CUSTOMIZATION OF COMMERCIAL PRODUCT PLACEMENT ADVERTISEMENTS IN DIGITAL MEDIA	8/1/2002	10/208,866
PortAuthority Technologies, Inc.	APPARATUS AND METHOD FOR CONTROLLING UNAUTHORIZED DISSEMINATION OF ELECTRONIC MAIL	2/4/2003	10/357,201
PortAuthority Technologies, Inc.	METHOD AND APPARATUS FOR SUPPORTING ELECTRONIC CONTENT DISTRIBUTION	4/14/2003	10/398,514

Owner	Title	Filing Date	Application No.
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR CREATION, MANAGEMENT AND ANALYSIS OF DISTRIBUTION SYNDICATES	9/24/2003	10/471,605
PortAuthority Technologies, Inc.	METHOD AND A SYSTEM FOR EMBEDDING TEXTUAL FORENSIC INFORMATION	7/21/2011	13/187,560
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR INFORMATION DISTRIBUTION MANAGEMENT	8/27/2004	10/927,044
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR INFORMATION LEAK PREVENTION	7/13/2006	11/485,537
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR INFORMATION IDENTIFICATION	6/30/2011	13/172,998
PortAuthority Technologies, Inc.	METHOD AND SYSTEM FOR PROTECTING CONFIDENTIAL INFORMATION	2/13/2012	13/371,590
Websense, Inc.	AUTOMATED SECURITY CLASSIFICATION OF MOBILE APPLICATIONS	TBD	TBD
Websense, Inc.	DYNAMIC INTERNET USAGE POLICY BASED ON USER PRESENCE OR LOCATION	7/1/2012	TBD
Websense, Inc.	EFFECTIVE AND USER TRANSPARENT DATA LOSS PREVENTION SYSTEM FOR MOBILE DEVICES	7/1/2012	TBD
Websense, Inc.	JAVASCRIPT ENDPOINT GUARD	TBD	TBD
Websense, Inc.	METHOD AND SYSTEM FOR PROTECTION AGAINST INFORMATION STEALING	3/22/2013	TBD
Websense, Inc.	SANDBOXING	TBD	TBD
Websense, Inc.	SYSTEM AND METHOD FOR MONITORING AND CONTROLLING APPLICATION FILES	4/2/2012	TBD
Websense, Inc.	SYSTEM AND METHOD FOR NETWORK PENETRATION TESTING	2/22/2013	TBD
Websense, Inc.	SYSTEM AND METHOD OF DETECTING WEB BROWSER ATTACKS	2/5/2011	TBD

Owner	Title	Filing Date	Application No.
Websense, Inc.	VPN	TBD	TBD
PortAuthority	METHOD AND SYSTEM FOR	12/12/12	13/711,682
Technologies, Inc.	MANAGING CONFIDENTIAL		
	INFORMATION		

UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

United States Trademark Registrations:

Owner	Trademark	Registration Date	Registration No.
Websense, Inc.	DEFENSIO	8/2/11	4004921
Websense, Inc.	THREATSEEKER	7/14/2009	3655136
Websense, Inc.	WEBSENSE	12/16/97	2122340
Websense, Inc.	WEBSENSE	9/15/98	2189713
Websense, Inc.	WEBSENSE (Design)	6/16/09	3638370
Websense, Inc.	WEBSENSE YES!	6/16/09	3638369
Websense, Inc.	YES (Design)	6/16/09	3638371
Websense, Inc.	TRITON	1/15/13	4274048
PortAuthority Technologies, Inc.	PORTAUTHORITY	10/07/03	2772306
PortAuthority Technologies, Inc.	PORTAUTHORITY TECHNOLOGIES	11/28/06	3178443

United States Trademark Applications:

None.

UNITED STATES COPYRIGHT REGISTRATIONS AND COPYRIGHT APPLICATIONS

United States Copyright Registrations:

None.

RECORDED: 04/10/2014

Owner	Title	Registration Date	Registration Number
WebSense, Inc.	WebSense.	10/18/1999	Txu-923-588
Websense, Inc.	iQ2 Internet quick connect software.	1/8/1997	TXu-777-765

United States Copyright Applications:	
None.	
Exclusive Copyright Licenses:	