

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM309869

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TRUEVISION SYSTEMS, INC.		07/07/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	AGILITY CAPITAL II, LLC		
Street Address:	812 Anacapa Street, Suite A		
City:	Santa Barbara		
State/Country:	CALIFORNIA		
Postal Code:	93101		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86140163	TRUECAPTURE	
Serial Number:	85958224	TRUEGUIDE	
CORRESPONDENCE DATA			
Fax Number:	6506440520		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	patty@pattycheng.com		
Correspondent Name:	PATTY CHENG		
Address Line 1:	2625 MIDDLEFIELD ROAD, #215		
Address Line 4:	PALO ALTO, CALIFORNIA 94306		
ATTORNEY DOCKET NUMBER:	4-1003		
NAME OF SUBMITTER:	Patty Cheng		
SIGNATURE:	/s/ Patty Cheng		
DATE SIGNED:	07/07/2014		
Total Attachments: 5			
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**AMENDED AND RESTATED
INTELLECTUAL PROPERTY SECURITY AGREEMENT**

This **AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT** is entered into as of July 7, 2014 by and between **AGILITY CAPITAL II, LLC** (“Lender”) and **TRUEVISION SYSTEMS, INC.**, a Delaware corporation (“Grantor”).

RECITALS

Lender and Grantor are parties to that certain Intellectual Property Security Agreement dated as of July 7, 2013 (the “Original Agreement”). In connection with that certain Amended and Restated Loan Agreement between Lender and Grantor dated as of the date hereof (the “Loan Agreement”), Lender and Grantor desire to amend and restate the Original Agreement as set forth herein.

NOW, THEREFORE, Grantor agrees as follows:

AGREEMENT

. 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 performance of Grantor’s obligations under the Loan Agreement. In connection herewith, 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.

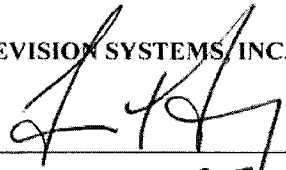
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have caused this Amended and Restated 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: _____

TRUEVISION SYSTEMS, INC.

By: 

Title: CEO

Address of Lender:

812 Anacapa Street, Suite A
Santa Barbara, CA 93101

AGILITY CAPITAL II, LLC

By: 

Title: Managing Member

EXHIBIT A

Copyrights

Title	Registration Number	Registration Date
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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	8,784,443 (12/582,671)	7/22/14
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>
TRUECAPTURE	86/140,163	04/29/14
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
DYNAMICOPTIMIZATION	SUBMITTED	12/10/213
TRUEPLAN	SUBMITTED	6/24/14