

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM317616

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CPX Interactive, LLC		09/05/2014	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	MediaMath, Inc.		
Street Address:	1440 Broadway		
Internal Address:	21st Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3848919	CPX ADROIT	
CORRESPONDENCE DATA			
Fax Number:	6179372400		
<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>			
Phone:	6179372418		
Email:	aanderson@cooley.com		
Correspondent Name:	Anna Anderson c/o Cooley LLP		
Address Line 1:	1299 Pennsylvania Ave., NW		
Address Line 2:	Suite 700		
Address Line 4:	Washington, D.C. 20004		
ATTORNEY DOCKET NUMBER:	316101-20000		
NAME OF SUBMITTER:	Anna Anderson		
SIGNATURE:	/Anna Anderson/		
DATE SIGNED:	09/22/2014		
Total Attachments: 1			
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Exhibit A

CONFIRMATORY TRADEMARK ASSIGNMENT AGREEMENT

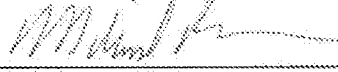
This Confirmatory Trademark Assignment Agreement ("Agreement") is entered into as of the last date of signature below by and between **CPX Interactive, LLC**, a New York limited liability company with a principal address of 1441 Broadway, 18th Floor, New York, New York 10018 (the "Assignor"), and **MediaMath, Inc.**, a Delaware corporation with a principal address of 1440 Broadway, 21st Floor, New York, New York 10018 (the "Assignee") (collectively referred to herein as the "Parties").

WHEREAS, Assignor, for good and valuable consideration, the receipt and sufficiency of which has been acknowledged, has assigned to Assignee all right, title and interest in and to the "CPX adROI" trademark (the "Trademark") in the United States and throughout the world, and all goodwill associated with and symbolized by the Trademark, as well as all rights in and to U.S. Trademark Registration No. 3,848,919 (the "Assigned Registration"), by means of a Trademark Assignment Agreement executed contemporaneously herewith; and

NOW, THEREFORE, the Parties wish to confirm, reaffirm and record the assignment of the Trademark and Assigned Registration.

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement on the dates specified below.

CPX INTERACTIVE, LLC

By: 

Name: Michaela Plesch

Title: CEO

Date: 9/4/2014

MEDIAMATH, INC.

By: 

Name: Brian Hillen

Title: General Counsel

Date: 9/5/2014