

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM326272

| | | | |
|---|-------------------------------------|-----------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Interactions LLC | | 12/15/2014 | LIMITED LIABILITY COMPANY: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | ORIX Ventures, LLC | | |
| Street Address: | 245 Park Avenue | | |
| Internal Address: | 19th Floor | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10167 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3965227 | UNDERSTANDING ENABLED | |
| Registration Number: | 4248289 | HUMANTOUCH | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 8602758299 | | |
| <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: | 8602758285 | | |
| Email: | jscheib@rc.com | | |
| Correspondent Name: | Jacqueline P. Scheib | | |
| Address Line 1: | 280 Trumbull Street | | |
| Address Line 2: | Robinson & Cole LLP | | |
| Address Line 4: | Hartford, CONNECTICUT 06103 | | |
| ATTORNEY DOCKET NUMBER: | 32458.0006 - ORIX/INTERAC | | |
| NAME OF SUBMITTER: | Jacqueline P. Scheib | | |
| SIGNATURE: | /Jacqueline P. Scheib/ | | |
| DATE SIGNED: | 12/16/2014 | | |
| Total Attachments: 4 | | | |
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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:


Please be advised that pursuant to the Amended Intellectual Property Security Agreement dated as of December 15, 2014 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement"), by and between Interactions, LLC (the "Grantor") and ORIX Ventures, LLC (the "Lender"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks shown on Schedule 1 attached hereto to the Lender.

The undersigned Grantor and the Lender hereby acknowledge and agree that the security interest in the foregoing trademarks (a) may only be terminated in accordance with the terms of that certain Loan and Security Agreement between Grantor (as successor by merger to Interactions Corporation) and Lender dated as of June 27, 2014 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time), and (b) is not to be construed as an assignment of any trademark or trademark application.

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Very truly yours,

INTERACTIONS LLC

By: 
Name: Michael Iacobucci
Title: Chief Executive Officer

ORIX VENTURES, LLC

By: _____
Name: _____
Title: _____

[Signature Page to Notice of Grant of Security Interest in Trademarks]

Very truly yours,

INTERACTIONS LLC

By: _____

Name: _____

Title: _____

ORIX VENTURES, LLC

By: *William Bishop*

Name: William Bishop

Title: Managing Director & Co-Head

[Signature Page to Notice of Grant of Security Interest in Trademarks]

Schedule 1

Trademarks

Trademark Registrations

| TRADEMARK | REG. NO. | REG. DATE |
|-----------------------|-----------------|-------------------|
| UNDERSTANDING ENABLED | 3,965,227 | May 24, 2011 |
| HUMANTOUCH | 4,248,289 | November 27, 2012 |