

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM347466

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GreenWave Reality Inc.		07/08/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Business Development Corporation of America		
Street Address:	405 Park Avenue, 3rd Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	CORPORATION: MARYLAND		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4746904	AXON PLATFORM	
Registration Number:	4335433	GREENWAVE REALITY	
Registration Number:	4150732	GREENWAVE REALITY	
Serial Number:	86460680	GREENWAVE360°	
Serial Number:	86366793	GREENWAVE SYSTEMS	
Serial Number:	86364607	GREENWAVE SYSTEMS	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<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:	919 286-8000		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	3015 CARRINGTON MILL BOULEVARD		
Address Line 2:	SUITE 400		
Address Line 4:	MORRISVILLE, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	036889.119		
NAME OF SUBMITTER:	John E. Slaughter, III		
SIGNATURE:	/jes/		
DATE SIGNED:	07/09/2015		

OP \$165.00 4746904

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

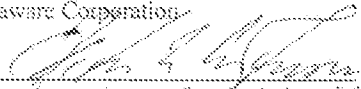
Please be advised that pursuant to the Loan and Security Agreement, dated as of July 8, 2015 (as the same may be amended, modified, restated or supplemented from time to time, the "Loan and Security Agreement"), by and among the Borrowers party thereto (each a "Grantor" and collectively, the "Grantors") and Business Development Corporation of America, as Administrative Agent (the "Administrative Agent") for the Lenders referenced therein as secured parties, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Lenders.

The undersigned Grantor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Loan and Security Agreement and (ii) is not to be construed as an assignment of any trademark, trademark license or trademark application.

[Signature pages follow]

Very truly yours,

GREENWAVE REALTY INC.,
a Delaware Corporation

By: 
Name: Terak W. Christensen
Title: CEO

Address: 133 Technology Drive, Suite 200
Irvine, CA 92618

BUSINESS DEVELOPMENT CORPORATION OF AMERICA

By: _____
Name:
Title:

Address: 405 Park Avenue, 3rd Floor
New York, NY 10022

TRADEMARK NOTICE

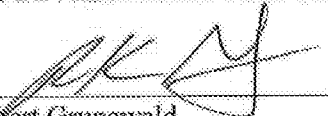
Very truly yours,

GREENWAVE REALITY INC.,
a Delaware Corporation

By: _____
Name:
Title:

Address: 133 Technology Drive, Suite 200
Irvine, CA 92618

BUSINESS DEVELOPMENT CORPORATION OF AMERICA

By: 
Name: Robert Grunewald
Title: President and Chief Investment Officer

Address: 405 Park Avenue, 3rd Floor
New York, NY 10022

TRADEMARK NOTICE

TRADEMARK
REEL: 005573 FRAME: 0193

Schedule 1

**GreenWave Realty Inc.
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
AXON PLATFORM	4746904	06/02/15
GREENWAVE REALITY and Design	4335433	05/14/13
GREENWAVE REALITY	4150732	05/29/12

Pending Applications

Mark	Appl. No.	Filing Date
GREENWAVE360°	86460680	11/20/14
GREENWAVE SYSTEMS and Design	86366793	08/14/14
GREENWAVE SYSTEMS	86364607	08/12/14