

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM357452

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|---|--|-----------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest in Intellectual Property | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| CPX Interactive LLC | | 10/02/2015 | LIMITED LIABILITY COMPANY: NEW YORK |
| RECEIVING PARTY DATA | | | |
| Name: | Business Development Corporation of America, as Administrative Agent | | |
| Street Address: | 405 Park Avenue, 3rd Floor | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10022 | | |
| Entity Type: | CORPORATION: MARYLAND | | |
| PROPERTY NUMBERS Total: 14 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4510229 | CPXI | |
| Registration Number: | 4571499 | CPXI | |
| Registration Number: | 4795312 | BREALTIME | |
| Registration Number: | 4781947 | CONSUMED MEDIA | |
| Registration Number: | 4781949 | PRESSROOMVIP | |
| Registration Number: | 3404533 | CPXINTERACTIVE | |
| Registration Number: | 3368611 | CPX INTERACTIVE | |
| Serial Number: | 86700830 | ADREADY | |
| Serial Number: | 86657843 | ZESTVIP | |
| Serial Number: | 86657477 | GEEKVIP | |
| Serial Number: | 86596772 | THE FARCE REPORT | |
| Serial Number: | 86479000 | KNOWHOWVIP | |
| Serial Number: | 86478887 | LOCKERROOMVIP | |
| Serial Number: | 86033646 | SIMPLIXITY | |
| 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> | | | |

OP \$365.00 4510229

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: 036889.017

NAME OF SUBMITTER: John E. Slaughter, III

SIGNATURE: /jes/

DATE SIGNED: 10/05/2015

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
INTELLECTUAL PROPERTY

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of March 26, 2014 (as the same may be amended, modified, extended, supplemented or restated from time to time, the "Security Agreement") by and among the Grantors party thereto and Business Development Corporation of America, in its capacity as administrative agent (the "Agent") for the Lenders referenced therein, the undersigned Grantors have granted a continuing security interest in and continuing lien upon intellectual property shown on Schedule 1 hereto to the Agent for the ratable benefit of the Lenders referenced in the Security Agreement. Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Security Agreement.

The Grantors and the Agent, on behalf of the Lenders referenced in the Security Agreement, hereby acknowledge and agree that the security interest in the intellectual property shown on Schedule 1 hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any such item of intellectual property or any application therefor.

Dated: October 2, 2015.

[Remainder of page intentionally left blank – Signature page to follow]

Very truly yours,

CPX Interactive LLC
a New York limited liability company

By: Michael Fleischman
Name: Michael Fleischman
Title: Chief Financial Officer

CPX INTERACTIVE LLC
NOTICE OF GRANT OF SECURITY INTEREST

TRADEMARK
REEL: 005637 FRAME: 0783

Acknowledged and Accepted:

ADMINISTRATIVE
AGENT:

BUSINESS DEVELOPMENT CORPORATION OF
AMERICA, as Administrative Agent

By: 

Name: Robert K. Grunewald

Title: President & Chief Investment Officer

CPX INTERACTIVE LLC
NOTICE OF GRANT OF SECURITY INTEREST

TRADEMARK
REEL: 005637 FRAME: 0784

Schedule 1

**CPX Interactive LLC
(New York Limited Liability Company)**

U.S. Trademark

Registered Marks

| Mark | Reg. No. | Reg. Date |
|-----------------|-----------------|------------------|
| CPXI | 4510229 | 04/08/14 |
| CPXI | 4571499 | 07/22/14 |
| BREAL TIME | 4795312 | 08/18/15 |
| CONSUMED MEDIA | 4781947 | 07/28/15 |
| PRESSROOMVIP | 4781949 | 07/28/15 |
| CPXINTERACTIVE | 3404533 | 04/01/08 |
| CPX INTERACTIVE | 3368611 | 01/15/08 |

Pending Applications

| Mark | Appl. No. | Filing Date |
|------------------|------------------|--------------------|
| ADREADY | 86700830 | 07/22/15 |
| ZESTVIP | 86657843 | 06/10/15 |
| GEEKVIP | 86657477 | 06/10/15 |
| THE FARCE REPORT | 86596772 | 04/14/15 |
| KNOWHOWVIP | 86479000 | 12/12/14 |
| LOCKERROOMVIP | 86478887 | 12/12/14 |
| SIMPLIXITY | 86033646 | 08/09/13 |