OP \$115.00 85083298

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2

ETAS ID: TM361670

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: Release of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TriplePoint Capital LLC		11/05/2015	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Breathe Technologies, Inc.
Street Address:	175 Technology Drive, Suite 100
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92618
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	85083298	ATLAS
Serial Number:	85015112	BREATHE TECHNOLOGIES
Serial Number:	77628448	BREATHE. MOVE. LIVE.
Serial Number:	77967915	NIOV

CORRESPONDENCE DATA

Fax Number:

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.

Email: ipdocket@lw.com

Correspondent Name: Latham & Watkins LLP

Address Line 1: 650 Town Center Drive, Suite 2000 Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	055942-0003
NAME OF SUBMITTER:	Rhonda DeLeon
SIGNATURE:	/Rhonda DeLeon/
DATE SIGNED:	11/09/2015

Total Attachments: 99

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RELEASE OF SECURITY INTEREST

This Release of Security Interest is made as of November 5, 2015 by TriplePoint Capital LLC, a Delaware limited liability company ("Lender") in favor of Breathe Technologies, Inc., a Delaware corporation ("Company").

RECITAL

WHEREAS pursuant to the Plain English Intellectual Property Security Agreement dated as of July 27, 2012, as amended by the First Amendment to Plain English Intellectual Property Security Agreement dated May 30, 2014 (collectively, the "Security Agreement") attached hereto as Exhibit A, Company granted to Lender a security interest in the copyrights, patents and trademarks described on attachments thereto, respectively (collectively, the "Intellectual Property").

WHEREAS pursuant to the Notices of Recordation attached hereto as Exhibit B, Lender recorded its security interest in the Intellectual Property with the US Library of Congress Copyright Office and the US Patent and Trademark Office.

WHEREAS Company has no outstanding obligations to Lender under the terms of the Security Agreement and Lender agrees to release its security interest in the Intellectual Property.

AGREEMENT

Now therefore, Lender agrees that it terminates and releases its security interest in the Intellectual Property and reassigns to Company, without warranty or recourse, all interest of Lender in the Intellectual Property, and Lender hereby authorizes all applicable government officers to record this termination and release.

At the expense of Company, Lender hereby agrees to take all further actions, and provide to Company and any of its designees, all such cooperation and assistance, including, without limitation, the execution and delivery of any and all further documents or other instruments, as Company (or its designees) may reasonably request in order to confirm, effectuate or record this release, and hereby authorizes Company to file and/or record any such documents with all applicable filing/recording offices.

This release shall be construed under and governed by the laws of the State of California and may be executed in any number of counterparts and by different parties on separate counterparts. Delivery of an executed counterpart of this release by telefacsimile or other electronic method of transmission shall be equally effective as delivery of an original executed counterpart of this release.

[Signature on following page]

LENDER:

TRIPLEPOINT CAPITAL LLC

Name: Kevin W. Thorne

Title: SVP Compliance & Legal Administration

2755 Sand Hill Road, Suite 150 Menlo Park, CA 94025

T: (650) 233-2107

EXHIBIT A (Security Agreement)



PLAIN ENGLISH INTELLECTUAL PROPERTY SECURITY AGREEMENT

This is a Plain English Intellectual Property Security Agreement dated as of July 27, 2012 by and between TRIPLEPOINT CAPITAL LLC, a Delaware limited liability company and BREATHE TECHNOLOGIES, INC., a Delaware corporation.

The words "We", "Us", or "Our", refer to the grantee, which is TriplePoint Capital LLC. The words "You" or "Your" refers to the grantor, which is BREATHE TECHNOLOGIES, INC. and not any individual. The words "the Parties" refers to both TRIPLEPOINT CAPITAL LLC and BREATHE TECHNOLOGIES, INC.

The Parties have entered into a Plain English Growth Capital Loan and Security Agreement dated as of July 27, 2012 (together with amendments, supplements, extensions and exhibits, collectively the "Loan Agreement"). Pursuant to the Loan Agreement, You have granted to Us a lien on and a security interest in all the present and future rights, title, and interest that You may now have or hereafter acquire in all Patents, Trademarks, Copyrights, and applications for Patents, Trademarks and Copyrights.

In consideration for the mutual covenants and agreements contained in the Loan Agreement and this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree as follows:

1. GRANT OF SECURITY INTEREST

Subject to the terms of the Loan Agreement, including Our agreement to release Our lien upon the Intellectual Property Collateral upon Your satisfaction of the IP Release Milestone, You grant to Us a lien upon and continuing security interest in all of Your right, title, and interest in, to and under all of the following (all of the following items of property collectively will be referred to as the "Intellectual Property Collateral"), whether now existing or hereafter arising or acquired:

- ⇒ all Patents, Patent Licenses, and Patent applications, including specifically those listed on the attached **Schedule A**, together with any reissues, divisions, continuations, renewals, extensions and continuations thereof;
- ⇒ all Trademarks, Trademark Licenses, and trademark applications, including specifically those listed on the attached **Schedule B** together with any renewals thereof;
- ⇒ all Copyrights, Copyright Licenses, and applications for Copyrights, including specifically those listed on the attached **Schedule** C;
- ⇒ the right to sue for past, present and future infringements of the foregoing and all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof; and
- ⇒ all Proceeds.

You represent and warrant to Us that Schedules A, B, and C attached hereto set forth any and all intellectual property rights in connection to which You have registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

2. LOAN AGREEMENT

This security interest is granted to secure the Secured Obligations, under the Loan Agreement. All the capitalized terms used but not otherwise defined are used in this Agreement with the same meaning as defined in the Loan Agreement.

Breathe Technologies IP Security Agt

3. OUR RIGHT TO SUE

From and after an Event of Default, subject to the terms of the Loan Agreement, We shall have the right, but shall in no way be obligated, to bring suit in Our own name to enforce Your rights in the Intellectual Property Collateral. If We commence any such suit, You shall, at Our request, do all lawful acts and execute and deliver all proper documents or information that may be necessary or desirable to aid Us in such enforcement. You shall promptly, upon demand, reimburse and indemnify Us for all of Our costs and expenses, including reasonable attorney's fees, related to Our exercise of the above mentioned rights.

4. FURTHER ASSURANCES

You will from time to time execute, deliver and file, alone or with Us, any security agreements, or other documents to perfect and give priority to Our lien on the Intellectual Property Collateral. You will from time to time obtain any instruments or documents as We may request, and take all further action that may be reasonably necessary or desirable, or that We may reasonably request, to carry out more effectively the provisions and purposes of this Agreement or any other related agreements or to confirm, perfect, preserve and protect the liens granted to Us.

5. MODIFICATION

This Agreement can only be altered, amended or modified in a writing signed by the Parties. Notwithstanding the foregoing however, You hereby irrevocably appoint Us (and any of Our designated officers, agents or employees) as Your true and lawful attorney to modify, in Our sole discretion, this Agreement without first obtaining Your approval of or signature to such modification by amending Schedules A, B, and C to this Agreement, as appropriate, to include reference to any right, title or interest in any Intellectual Property Collateral acquired by You before or after the execution hereof or to delete any reference to any right, title or interest in any Intellectual Property Collateral in which You no longer have or claim to have any right, title or interest. The appointment of Us as Your attorney in fact, and each and every one of Our rights and powers, being coupled with an interest, is irrevocable until all of the Secured Obligations have been fully repaid and performed and Our obligation to provide credit extensions to You is terminated.

6. BINDING EFFECT; REMEDIES NOT EXCLUSIVE

This Agreement shall be binding upon You and Your respective successors and assigns, and shall inure to the benefit of Us, and Our nominees and assigns.

Our rights and remedies with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Us as a matter of law or equity. Each of Our rights, powers and remedies provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Us of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Us, of any or all other rights, powers or remedies.

7. GOVERNING LAW; COUNTERPARTS

This Agreement shall be deemed made and accepted in and shall be governed by and construed in accordance with the laws of the State of California, and (where applicable) the laws of the United States of America.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

(Signature Page to Follow)

Breathe Technologies IP Security Agt

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IN WITNESS WHEREOF, You have duly executed this Agreement as of the date first set forth above.

Your

BREATHE TECHNOLOGIES, INC.

Signature:

Damen G Yast

Print Name:

Laurence A. Mastronich

Title:

President & CEO

ISIGNATURE PAGE TO PLAIN ENGLISH INTEGLECTUAL PROPERTY SECURITY AGREEMENT!

Breathe Technologies IP Security Agt

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SCHEDULE A

To Plain English Intellectual Property Security Agreement Between Breathe Technologies, Inc., as You (Grantor) and TriplePoint Capital LLC, as Us (Grantee)

PATENTS AND PATENT APPLICATIONS

PATENTS

Patent Name Status and Patent Number

Date Issued

See attached

PATENT APPLICATIONS

Name Status & Date Filed Application Number

See attached

Breathe Technologies IP Security Agt





PATENT LISTING:

Our Ref.	Ref. No.	Status	App. No., Patent No.	Fitle	File Date; Issue Date	Claims	Product Area
BRTHE- 101US1	101PTUS	Issued	10/771803; 7487778	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	2/4/04; 2/10/09	39	Respiratory
BRTHE- 101PTCA (Canada)	101	Pending	2,535,450	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04	15	Respiratory
BRTHE- 101PTCN (China)	101	lssued	200480029872.5 ZL200480029872.5	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 9/7/11	7	Respiratory
BRTHE- 101PTD1CN (China – Divisional)	101	Pending	201110213023.7	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	8/3/11	30	Respiratory
BRTHE- 101PTDE (Germany)	101	Pending	10337138.9-44	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	8/3/11	15	Respiratory
BRTHE- 101PTEP (Europe)	101	Pending	04762494.5	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04	15	Respiratory
BRTHE- 101PTIN (India)	101	lssued	317/KOLNP/2006 236185	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 10/7/09	21	Respiratory
BRTHE- 101PTJP (Japan)	101	Issued	2005-522883 4931586	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 2/24/12	12	Respiratory



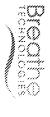
BRTHE- 102PTJP (Japan)	BRTHE- 102PTIN (India)	BRTHE- 102PTEP (Europe)	BRTHE- 102PTCN (China)	BRTHE- 102PTCA (Canada)	BRTHE- 102US1	BRTHE- 101US3	BRTHE- 101US2	OurRef
102	102	102	102	102	102	101N3US	101N2US	Ref No.
Pending	Pending	Pending	Pending	Pending	Issued	Pending	abandoned	Status
2008-532339	1105/KOLNP/2008	06803884.3	200680043298.8	2623756	11/523,519; 7,533,670	13/044,241	12/754,437	App. No.; Patent No.
Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Tracheal Catheter And Prosthesis And Method Of Respiratory Support Of A Patient	Tracheal Catheter And Prosthesis And Method Of Respiratory Support Of A Patient	Title
9/20/06	9/20/06	9/20/06	9/20/06	9/20/06	9/20/06; 05/19/09	3/9/11	4/5/10	File Date: Issue Date
65	65	41	66	61	56	26	15	Claims
Respiratory	Respiratory	Product Area						



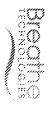
Our Ref. BRTHE- 102US2 BRTHE- 102US3 BRTHE- 103PTUS	Ref. No. 102C2US 102	Status Pending Pending (continuation of 101)	App. No.: Patent No. 12/771,651 12/423,397 11/798,965; 7,631,642	Systems, Methods And Apparatus For Respiratory Support Of A Patient Systems, Methods And Apparatus Systems, Methods And Apparatus For Respiratory Support Of A Patient Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A	File Date; Issue Date 4/30/10 4/14/09 5/18/07; 12/15/09	72 61 55
BRTHE- 102US3 BRTHE-	102	(continuation of 101)	12/423,397 11/798,965;	Systems, Methods And Apparatus For Respiratory Support Of A Patient Tracheostoma Spacer, Tracheotomy Tracheostoma Spacer, Tracheotomy	4/14/09	61
BRTHE- 103PTUS	103	lssued	11/798,965; 7,631,642	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07; 12/15/09	55
BRTHE- 103PTCA (Canada)	103	Abandoned	2652544	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	
BRTHE- 103PTCN (China)	103	Abandoned	Unknown	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	n/a
BRTHE- 103PTDE (Germany)	103	Pending	10-2006 023 637.8	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	51
BRTHE- 103PTEP (Europe)	103	Pending	07809122.0	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	23
BRTHE- 103PTIN (India)	103	Pending	6979/CHENP/2008	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	52



BRTHE- 112N1US	BRTHE- 112PTUS	BRTHE- 111PTJP (Japan)	BRTHE- 111PTIN (India)	BRTHE- 111PTEP (Europe)	BRTHE- 111PTUS	BRTHE- 103N1US	BRTHE- 103N1N1	BRTHE- 103PTJP (Japan)	Our Ref.
112	112	111	111	111	111	103	103N1N1 US	103	Ref. No.
Abandoned	Issued	Pending	Pending	Pending	Pending	Abandoned	Pending	Pending	Status
12/493,677	10/870,849; 7,588,033	209-522894	1209/CHENP/2009	07836502.0	11/882,530	12/578,283	13/399,309	2009-511111	App. No.; Patent No
Methods, Systems And Devices For Improving Ventilation In A Lung Area	Methods, Systems And Devices For Improving Ventilation In A Lung Area	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Title
6/29/09	6/17/04; 09/15/09	8/3/07	8/3/07	8/3/07	8/3/07	10/13/09	2/17/12	5/18/07	File Date; Issue Date
56	87	121	121	43	177	52	17	52	Claims
Platform Extension	Platform Extension	Respiratory	Respiratory	Respiratory	Respiratory	Platform Extension	Platform Extension	Platform Extension	Product Area



Our Ref	Ref. No.	Status	App. No.; Patent No.	Title	File Date; Issue Date	Claims
BRTHE- 114PTUS	114	Pending	12/153,423	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	16
BRTHE- 114P2CA (Canada)	114	Pending	2,688,719	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90
BRTHE- 114P2CN (China)	114	Pending	200880024836.8	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90
BRTHE- 114P2EP (Europe)	114	Pending	08755904.3	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	15
BRTHE- 114P2IN (India)	114	Pending	7348/CHENP/2009	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90
BRTHE- 114P2JP (Japan)	114	Abandoned	2010-509496	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	n/a
BRTHE- 115PTUS	115	Pending	12/239,723	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	100
BRTHE- 115PTCA (Canada)	115	Pending	2,700,878	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15
BRTHE- 115PTCN (China)	115	Pending	200880117611.7	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15



Our Ref. BRTHE- 115PTEP	Ref No.	Status	App. No.; Patent No. 08833948.6	Title Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	## e	File Date; Issue Date 9/26/08	Date; Issue Date Claims 9/26/08 14
BRTHE- 115PTIN (India)	115	Pending	2213/CHENP/2010	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08		15
BRTHE- 115PTJP (Japan)	115	Pending	2010-527225	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	ω	8 15
BRTHE- 116PTUS	116	Pending	12/239,719	Methods And Devices For Treating Sleep Apnea	9/26/08	88	80
BRTHE- 116PTAU (Australia)	116	Pending	2008304203	Methods And Devices For Treating Sleep Apnea	9/26/08	Ö Ö	8 27
BRTHE- 116PTCA (Canada)	116	Pending	2,700,869	Methods And Devices For Treating Sleep Apnea	9/26/08) 8)8 27
BRTHE- 116PTCN (China)	116	Pending	200880114969.4	Methods And Devices For Treating Sleep Apnea	9/26/08	38)8 27
BRTHE- 116PTEP (Europe)	116	Pending	08834033.6	Methods And Devices For Treating Sleep Apnea	9/26/08	8)8 15



118PTEP 118 (Europe)	BRTHF-	BRTHE- 118PTUS	BRTHE- 117PTJP 117	BRTHE- 117PTEP 117 (Europe)	BRTHE- 117PTUS	BRTHE- 116PTJP 116 (Japan)	BRTHE- 116PTIN 116 (India)	Our Ref. Ref. No.
Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Status
12/545,708	09732383.6	12/988,469	2011-505241	09763083.4	12/988,477	2010-527224	2264/CHENP/2010	App. No.; Patent No.
Methods And Devices For Providing Mechanical Ventilation With An	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Treating Sleep Apnea	Methods And Devices For Treating Sleep Apnea	Title
8/21/09	4/17/09	10/18/10	4/17/09	4/17/09	10/18/10	9/26/08	9/26/08	File Date; Issue Date
83	14	20	30	10	30	27	27	Claims
Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Sleep	Sleep	Product Area



Our Ref.	Ref. No.	Status	App. No.; Patent No.	Title	File Date: Issue Date	Claims	Product Area
BRTHE- 120PTCA	120	Pending	2734296	Methods And Devices For Providing Mechanical Ventilation With An	8/21/09	24	Respiratory
(Canada)				Open Airway Interface			
BRTHE-			7000001 /1000 O	Methods And Devices For Providing			
120PTCN	120	Pending	200960141966.0	Mechanical Ventilation With An	8/21/09	24	Respiratory
(China)				Open Airway Interface			
BRTHE-			C OOOOOOO	Methods And Devices For Providing			
120PTEP	120	Pending	09608696.2	Mechanical Ventilation With An	8/21/09	14	Respiratory
(Europe)				Open Airway Interface			
BRTHE-				Methods And Devices For Providing			
120PTIN	120	Pending	1811/CHENP/2011	Mechanical Ventilation With An	8/21/09	24	Respiratory
(India)				Open Airway Interface			
BRTHE-			2011-52/0/8	Methods And Devices For Providing			
120PTJP	120	Pending	040476-1107	Mechanical Ventilation With An	8/21/09	24	Respiratory
(Japan)				Open Airway Interface			
חחדטכ				Ventilator With Patient Status			DI ~+f~r
DRIDE-	121	Pending	12/572,033	Intelligence And Automatic	10/1/09	85	Fiduoini
				Adjustment Capability			7
BRTHE-	7	7 1 1 1 1	2,739,435	Ventilator With Patient Status	10/1/00	3	Platform
(Canada)	171	rending		Adjustment Capability	10/1/03	ر	Extension
BRTHE-			09818575 q	Ventilator With Patient Status			Platform
121PTEP (Europe)	121	Pending	09010323.3	Intelligence And Automatic Adjustment Capability	10/1/09	15	Extension
BRTHE- 121PTJP	121	Pending	2011-530250	Ventilator With Patient Status Intelligence And Automatic	10/1/09	33	Platform Extension



BRTHE- 123PTJP (Japan)	BRTHE- 123PTIN (India)	BRTHE- 123PTEP (Europe)	BRTHE- 123PTCN (China)	BRTHE- 123PTCA (Canada)	BRTHE- 123PTAU (Australia)	BRTHE- 123PTUS	Our Ref.
123	123	123	123	123	123	123	Ref No.
Pending	Status						
2012-503761	7969/CHENP/2011	10759518.3	201080024597.3	2,757,588	2010232541	12/753,846	App. No ; Patent No
Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles In A Free Space	Title						
4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	File Date; Issue Date
30	30	16	30	30	30	39	Claims
Respiratory	Product Area						



BRTHE- 123P2JP (Japan)	BRTHE- 123P2IN (India)	BRTHE- 123P2EP (Europe)	BRTHE- 123P2CN (China)	BRTHE- 123P2CA (Canada)	BRTHE- 123P2AU (Australia)	BRTHE- 123P2US	Our Ref
123P2	Ref No.						
Pending	Status						
2012-503763	7981/CHENP/2010	010759520.9	201080024596.9	2,757,591	2010232453	12/753,851	App. No.; Patent No.
Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Title
4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	File Date: Issue Date
128	128	15	64	64	64	38	Claims
Respiratory	Product Area						



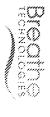
Our Ref.	Ref. No.	Status	Patent No.	Title	File Date: Issue Date	Claims	Area
BRTHE- 123P3US	123P3	Pending	12/753,853	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within Nasal Pillows	4/2/10	42	Respiratory
BRTHE- 123P4US	123P4	Pending	12/753,854	Methods, Systems And Devices For Non-Invasive Open Ventilation For Providing Ventilation Support	4/2/10	41	Respiratory
BRTHE- 123P5US	123P5	Pending	12/753,856	Methods, Systems And Devices For Non-Invasive Open Ventilation For Treating Airway Obstructions	4/2/10	56	Respiratory
BRTHE- 123P6US	123P6	Pending	12/876099	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	83	Respiratory
BRTHE- 123P6CA (Canada)	123P6	Pending	2,773,048	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	43	Respiratory
BRTHE- 123P6CN (China)	123P6	Pending	201080049144.6	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	43	Respiratory
BRTHE- 123P6EP (Europe)	123P6	Pending	10814608.5	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	15	Respiratory
BRTHE- 123P6IN (India)	123P6	Pending	1989/CHENP/2012	Methods, Systems And Devices For Non-Invasive Open Ventilation	9/3/10	43	Respiratory



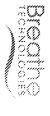
BRTHE- 128PTUS	BRTHE- 128D1US	BRTHE- 123P7JP (Japan)	BRTHE- 123P7IN (India)	BRTHE- 123P7EP (Europe)	BRTHE- 123P7CN (China)	BRTHE- 123P7CA (Canada)	BRTHE- 123P7US	BRHTE- 123P6JP (Japan)	Our Ref.
128	128	123P7	123P7	123P7	123P7	123P7	123P7	123P6	Ref No.
Issued	Issued	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Status
10/922,054; 7,406,966	12/076,062; 8,136,527	Not yet received	2001/CHENP/2012	10814609.3	201080049145.0	2,774,902	12/876,098	Not yet received	App. No.; Patent No.
Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation	Title				
8/18/04; 8/5/08	3/13/08; 3/20/12	9/3/10	9/3/10	9/3/10	9/3/10	9/3/10	4/2/10	9/3/10	File Date: Issue Date
22	10	69	69	15	69	69	130	43	Claims
Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Respiratory	Product Area



Our Ref.	Ref No.	Status	App. No.; Patent No	Title Method And Device For Non-	File Date: Issue Date	Claims
BRTHE- 128PTAU (Australia)	128	Issued	2004266693 2004266693	Method And Device For Non- Invasive Ventilation With Nasal Interface	o &	8/18/04 6/23/11
BRTHE- 128PTCA (Canada)	128	Pending	2,536,090	Method And Device For Non- Invasive Ventilation With Nasal Interface		8/18/04
BRTHE- 128PTCN (China)	128	Issued	200480030480.0 ZL200480030480.0	Method And Device For Non- Invasive Ventilation With Nasal Interface		8/18/04 8/3/11
BRTHE- 128PTEP (Europe)	128	Pending	04781485.0	Method And Device For Non- Invasive Ventilation With Nasal Interface		8/18/04
BRTHE- 128PTIN (India)	128	Issued	484/kolnp/06 228366	Method And Device For Non- Invasive Ventilation With Nasal Interface		8/18/04 2/4/09
BRTHE- 128PTJP (Japan)	128	Pending	2006-524006	Method And Device For Non- Invasive Ventilation With Nasal Interface		8/18/04
BRTHE- 128N2US	128	Pending	13/316,219	Method And Device For Non- Invasive Ventilation With Nasal Interface		12/9/11
BRTHE- 131PTUS	131	Pending	12/355,753	Method And Device For Improving Efficacy Of Non-Invasive Ventilation		1/16/09
BRTHE- 131PTAU (Australia)	131	Pending	2009205945	Method And Device For Improving Efficacy Of Non-Invasive Ventilation		1/16/09



Our Ref. BRTHE- 131PTCA (Canada) BRTHE- 131PTCN (China) BRTHE- 131PTEP (Europe) BRTHE- 131PTIN (India)	Ref. No. 131 131 131	Status Pending Pending Pending	App. No.: Patent No. 2,712,481 20098010954.0 09702153.9 Not yet received	Method And Device For Improving Efficacy Of Non-Invasive Ventilation Method And Device For Improving Efficacy Of Non-Invasive Ventilation Method And Device For Improving Efficacy Of Non-Invasive Ventilation Method And Device For Improving Efficacy Of Non-Invasive Ventilation	For Improving asive Ventilation For Improving asive Ventilation For Improving asive Ventilation For Improving asive Ventilation	File Date; Issue Date For Improving asive Ventilation For Improving 1/16/09	
BRTHE- 131PTCN (China)	131	Pending	20098010954.0	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	ng ion		1/16/09
BRTHE- 131PTEP (Europe)	131	Pending	09702153.9	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	ion		1/16/09
BRTHE- 131PTIN (India)	131	Pending	Not yet received	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	ig on		1/16/09
BRTHE- 131PTJP (Japan)	131	Pending	2010-543296	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	on g	g on 1/16/09	
BRTHE- 142PTUS	142	Pending	13/211,248	Methods, Systems And Devices Using Lox To Provide Ventilatory Support		8/16/11	
BRTHE- 142PTWO (PCT)	142	Pending	PCT/US2011/04799 4	Methods, Systems And Devices Using Lox To Provide Ventilatory Support		8/16/11	8/16/11 44
BRTHE- 143PTUS	143	Pending	13/251,070	Methods, Systems And Devices Humidifying A Respiratory Tract	For	For 9/30/11	
BRTHE- 143PTWO (PCT)	143	Pending	PCT/US2011/05444 6	Methods, Systems And Devices F Humidifying A Respiratory Tract	For	or 9/30/11	



Our Ref.	Ref. No.	Status	App. No.; Patent No.	Title	File Date: Issue Date	Claims	Product Area
BRTHE- 148PTWO (PCT)	148	Pending	PCT/US2012/02339 2	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	1/31/12	35	Respiratory
BRTHE- 148US	148	Expired provisional	61/438,112	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	1/31/11	19	Respiratory
BRTHE- 149DUS	149	Issued	29/388,700 D662,200	Nasal Interface	03/31/11 06/19/12	1	Respiratory
BRTHE- 149DCA (Canada – Design)	149	Pending	142,450	Nasal Interface	9/30/11	1	Respiratory
BRTHE- 149DCN (China – Design)	149	Pending	201130356223.9	Nasal Interface	9/30/11	1	Respiratory
BRTHE- 149DEP (Europe – Design)	149	Issued	001923244-0001	Nasal Interface	09/27/11 01/12/12	1	Respiratory
BRTHE- 149DIN (India – Design)	149	Pending	239849	Nasal Interface	09/28/11	₽	Respiratory



BRTHE-151C	BRTHE- 151PC (PCT)	BRTHE- 151PC1 (PCT)	BRTHE- 151A2	BRTHE- 151A1	BRTHE-151A	BRTHE- 149DJP (Japan – Design)	Our Ref.
151C	151PC	151PC1	151A2	151A1	151A	149	Ref No.
Pending	Pending	Pending	Pending	Pending	Pending	Issued	Status
13/411,407	PCT/US2012/04300 6	PCT/US2012/04301 1	13/431,827	13/431,821	13/411,348	2011-22521 143671	App. No.: Patent No.
Ventilation Mask With Integrated Piloted Exhalation Valve (System)	Ventilation Mask With Integrated Piloted Exhalation Valve (Apparatus & System – Combination Of BRTHE-151A & 151C)	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Apparatus & Method - Combination Of BRTHE-151A1 & 151A2)	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Method)	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Apparatus)	Ventilation Mask With Integrated Piloted Exalation Valve	Nasal Interface	Title
3/2/12	6/18/12	6/18/12	3/27/12	3/27/12	3/2/12	09/30/2011 02/24/12	File Date; Issue Date
20	40	40	20	20	20	Ъ	Claims
Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Respiratory	Product Area



Sleep	1	7/6/12	Tubing Connector	29/426,533	Pending	158D	BRTHE-158D
Sleep			Method For Selective Ramping Of Theraputic Pressure		Draft in progress	157A	BRTHE-157A
Sleep			Ventilation Mask With Improved Heat And Moisture Exchange Device		Draft in progress	156A	BRTHE-156A
Sleep	33	6/15/12	Method And System For Operating A Patient Ventilation Device	13/524,983	Pending	155A	BRTHE-155A
Sleep	21	4/6/12	Mechanical Ventilation Mask Fit Status Indication	13/411,607	Pending	154A	BRTHE-154A
Sleep	26	3/2/12	Dual Pressure Sensor Continuous Positive Airway Pressure (Cpap) Therapy	13/411,257	Pending	153A	BRTHE-153A
Sleep			Ventilation Mask With Integrated Piloted Exhalation Valve (Tubing And Y-Connector)		Draft in progress	151CB	BRTHE- 151CB
Product Area	Claims	File Date: Issue Date	Title	App. No.; Patent No.	Status	Ref. No.	Our Ref.

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SCHEDULE B

To Plain English Intellecutal Property Security Agreement Between Breathe Technologies, Inc., as You (Grantor) and TriplePoint Capital LLC, as Us (Grantee)

TRADEMARKS AND TRADEMARK APPLICATIONS

TRADEMARKS

Name Date Filed or Serial Number Status

See attached

TRADEMARK APPLICATIONS

Name Date Filed Serial Number Status

See attached

Breathe Technologies IP Security Agt

TRADEMARK
REEL: 005663 FRAME: 0876

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No	
actions	Status
00000	

Breathe Technologies, Inc.

		•
Trademark Name Country Name Class App. No. App. Date	Date Reg No.	Reg No. Reg Date TM Status
85083298 7/13/	2010	Allowed
85015112 4/15/	2010 3969045	5/31/2011 Registered
77628448 12/8/	2008	Allowed
77967915 3/24/	2010 4154573	6/5/2012 Registered
a a	App. No. App. App. 85083298 7/13/ 85015112 4/15/ 77628448 12/8/ 77967915 3/24/	7/13/2010 4/15/2010 12/8/2008 3/24/2010

SCHEDULE C

TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

Between Breathe Technologies, Inc., as You (Grantor) And TriplePoint Capital LLC, as Us (Grantee)

COPYRIGHT REGISTRATIONS

Registration Number Title Registration Date V&A No.

See attached

APPLICATIONS FOR COPYRIGHT REGISTRATIONS

Title Date Filed V&A No.

See attached

Breathe Technologies IP Security Agt

Breathe Technologies, Inc. – Copyrights

The Breathe NIOV System – Clinician Instructions for Use Part Number PL-50-0036 Copyright 2011

The Breathe NIOV System – Patient Instructions for Use Part Number PL-50-0037 Copyright 2011

FIRST AMENDMENT TO PLAIN ENGLISH INTELLECTUAL PROPERTY SECURITY AGREEMENT

This is a First Amendment to Plain English Intellectual Property Security Agreement dated May 30, 2014 by and between TriplePoint Capital LLC, a Delaware limited liability company and Breathe Technologies, Inc., a Delaware corporation (the "Amendment").

RECITALS

- A. The words "We", "Us", or "Our", refer to the Grantee, which is TriplePoint Capital LLC. The words "You" or "Your" refers to the Grantor, which is Breathe Technologies, Inc. and not any individual. The words "the Parties" refers to both TriplePoint Capital LLC and Breathe Technologies, Inc.
- B. The Parties entered into a Plain English Growth Capital Loan and Security Agreement dated July 27, 2012 (together with amendments, supplements, extensions and exhibits, collectively the "Loan Agreement"). Pursuant to the Loan Agreement, We agreed to extend certain financial accommodations to or for the direct or indirect benefit of You.
- C. The Parties are also parties to that certain Plain English Intellectual Property Security Agreement dated as of July 27, 2012 (together with amendments, supplements, extensions and exhibits, collectively the "IP Security Agreement"), pursuant to which, among other things, You granted to Us a security interest in Your intellectual property to secure Your obligations to Us under the Loan Agreement. All term capitalized but not defined in this Amendment shall have the respective meanings set forth in the IP Security Agreement.
- D. The Parties are entering into this Amendment in order to reaffirm and continue in effect the Liens granted by You under the IP Security Agreement and, to the extent not granted in the IP Security Agreement, to grant the Liens contemplated by this Amendment.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained in this Amendment, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree as follows:

AGREEMENT

1. SUPPLEMENT TO IP SECURITY AGREEMENT

⇒ **Schedule A** to the IP Security Agreement is hereby supplemented by Supplement A attached to this Amendment and made a part of this Amendment.

2. MISCELLANEOUS

Acknowledgment and Confirmation of Security Interest. You confirm and ratify Your prior assignment and grant, and assigns and grants to Us a continuing, first priority security interest in all of Your right, title and interest in, to and under the Intellectual Property Collateral.

Conditions to Effectiveness. This Amendment shall become effective as of the date hereof when We have received executed counterparts of this Amendment.

Ratification. Except as specifically modified by this Amendment, the Parties acknowledge the IP Security Agreement shall remain binding upon the Parties, and all provisions of the IP Security Agreement shall remain in full force and effect. You expressly ratify and affirm Your obligations to Us under the IP Security Agreement, the Loan Agreement and the other Loan Documents.

Complete Agreement. This Amendment, together with the IP Security Agreement, is the entire agreement between the Parties with respect to the subject matter of this Amendment. This Amendment supersedes all prior and contemporaneous oral and written agreements and discussions with respect to the subject matter of this Amendment.

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Except as otherwise expressly modified in this Amendment, the IP Security Agreement shall remain in full force and effect.

Recitals. The recitals to this Amendment shall constitute a part of the agreement of the Parties in this Amendment.

Governing Law. THIS AMENDMENT SHALL BE GOVERNED BY AND INTERPRETED, CONSTRUED AND ENFORCED IN ACCORDANCE WITH THE LAWS OF THE STATE OF CALIFORNIA.

No Novation. Except as specifically set forth in this Amendment, the execution, delivery and effectiveness of this Amendment shall not (a) limit, impair, constitute a waiver by, or otherwise affect any right, power or remedy of, Us under the Loan Agreement or any other Loan Document, (b) constitute a waiver of any provision in the Loan Agreement or in any of the other Loan Documents, or (c) alter, modify, amend or in any way affect any of the terms, conditions, obligations, covenants or agreements contained in the Loan Agreement or in any of the other Loan Documents, all of which are ratified and affirmed in all respects and shall continue in full force and effect.

Counterparts. This Amendment may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so delivered shall be deemed an original, but all of which counterparts shall constitute but one and the same instrument. Delivery of an executed counterpart of a signature page to this Amendment by facsimile transmission shall be effective as delivery of a manually executed counterpart thereof.

|Signature page follows|

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IN WITNESS WHEREOF, the Parties have caused this First Amendment to Plain English Intellectual Property Security Agreement to be duly executed and delivered as of the date first written above.

You: BREATE TECHNOLOGIES, INC.

Signature: Aurence A MASTrox

Print Name: Awrence A MASTrox

Breathe_Amend_IP_Agt

3

SUPPLEMENT TO SCHEDULE A

To Plain English Intellectual Property Security Agreement Between Breathe Technologies, Inc., as You (Grantor) and TriplePoint Capital LLC, as Us (Grantee)

PATENTS AND PATENT APPLICATIONS

PATENTS

Patent Name Status and Patent Number

Date Issued

See attached

PATENT APPLICATIONS

Name Status & Date Filed Application Number

See attached

Breathe_Amend_IP_Agt 4





PATENT LISTING:

BRTHE- 153PC	BRTHE-153B	BRTHE- 151CB1	BRTHE- 151CB	BRTHE-151B	BRTHE- 148PTUS	BRTHE- 143USG	BRTHE- 112N1N1US	Our Ref.
153PC	153B	151CB1	151CB	1518 (CIP of 151A)	148	143	112	Ref. No.
Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Status
PCT/US2013/028062	13/657,439	13/798,931	13/572,368	13/784,561	13/363,149	14/066,490	13/365,917	App. No.; Patent No.
Dual Pressure Sensor Continuous Positive Airway Pressure (CPAP)	Dual Pressure Sensor Continuous Positive Airway Pressure (CPAP)	Tubing for Ventilation Mask with Integrated Piloted Exhalation Valve	Ventilation Mask With Integrated Piloted Exhalation Valve (Tubing And Y-Connector)	Ventilation Mask With Integrated Piloted Exhalation Valve and Method of Ventilating a Patient Using the Same	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	Methods, Systems And Devices For Humidifying A Respiratory Tract	Methods, Systems And Devices For Improving Ventilation In A Lung Area	Title
2/27/13	10/22/12	3/13/13	8/10/12	3/4/13	1/31/12		2/3/12	File Date; Issue Date
26	20	20	20	20	51	28	56	Claims
Sleep (Algorithm)	Sleep (Algorithm)	Sleep (Mask and System)	Sleep (Mask and System)	Sleep (Mask)	Ventilation (Mask)	Sleep (Humidifier System)	Ventilation (Tracheal Prostheses)	Product Area



CLIENT MATRIX – SBGB CASE FILES – Updated April 7, 2014

Our Ref.	Ref. No.	Status	App. No.; Patent No	Title	File Date: Issue Date	Claims	Product Area
BRTHE- 153BPC	153BPC	Pending	PCT/US2013/028069	Dual Pressure Sensor Continuous Positive Airway Pressure (CPAP)	2/27/13	26	Sleep (Algorithm)
BRTHE- 154PC	154PC	Pending	PCT/US2013/034850	Mechanical Ventilation Mask Fit Status Indication	4/1/13	21	Sleep (User Interface)
BRTHE- 155BPC	155PC	Pending	PCT/US2013/039019	Method And System For Operating A Patient Ventilation Device	5/1/13	33	Sleep (User Interface)
BRTHE-156A	156A	Pending	13/800,156	Ventilation Mask With Improved Heat And Moisture Exchange Device	3/13/13	20	Sleep (Mask)
BRTHE-157A	157A	Pending	13/566,902	Selective Ramping of Therapeutic Pressure in a Patient	8/3/12	23	Sleep (Algorithm)
BRTHE- 157PC	157PC	Pending	PCT/US2013/053066	Selective Ramping Of Therapeutic Pressure in a Patient Breathing Apparatus	7/31/2013	23	Sleep (Algorithm)
BRTHE-160A	160A	Pending	13/841,189	Patient And Device Pressure Differential Based Non-Invasive Ventilation	3/15/13	20	Hybrid (Algorithm)
BRTHE-161A	161A	Pending	13/849,443	Portable Ventilator Secretion Management System	3/22/13	27	Ventilation (Algorithm)
BRTHE-162A	162A	Pending	13/927,016	Ventilator With Integrated Cooling System	6/25/13	20	Ventilation
BRTHE-164A	164A	Pending	14/020,032	Jet Pump Adaptor For Ventilation Interface	9/6/13	20	Hybrid (System)
BRTHE-165A	165A	Pending	13/927,008	Delivery Adaptor for Ventilation	6/25/13	20	Sleep (System)
BRTHE-168A	168A	Pending	13/935,362	Respiratory Cycle Patient Ventilation Flow Limitation Detection	7/3/13	16	Hybrid (Algorithm/ User Interface)



CLIENT MATRIX – SBGB CASE FILES – Updated April 7, 2014

BRTHE-179D	BRTHE-178N	BRTHE-176A	BRTHE-175A	BRTHE-174A	BRTHE- 173N1	BRTHE-173N	BRTHE-172N	BRTHE-171A	Our Ref.
179D	178N	176A	175A	174A	173N1	173N	172N	171A	Ref. No.
Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Status
29/486,429	61/928,110	14/181,435	14/181,431	14/104,842	61/881,360	61/876,127	61/876,135	14/020,729	App. No.; Patent No
Small Profile Headgear Assembly	Oxygen Concentrator for High Pressure Oxygen Delivery with Oxygen Circulation Loop and Improved Portability	Method For Detecting Patient Disconnect	Method for Sleep Detection	Continuous Positive Airway Pressure Therapy Auto-Titration	Zero Pressure Start Continuous Positive Airway Pressure Therapy	Zero Pressure Start Continuous Positive Airway Pressure Therapy	Continuous Positive Airway Pressure Therapy Target Pressure Comfort Signature	Apnea and Hypopnea Detection	Title
3/28/14	1/16/14	2/14/14	2/14/14	12/12/13	9/23/13	9/10/13	9/10/13	9/6/13	File Date; Issue Date
		20	20	20	2	22	Þ	21	Claims
Hybrid (User Interface)	Hybrid (System)	Sleep (Algorithm)	Sleep (Algorithm)	Sleep (Algorithm)	Sleep (Algorithm)	Sleep (Algorithm)	Sleep (Algorithm)	Sleep (Algorithm)	Product Area

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EXHIBIT B (Notices of Recordation)



UNITED STATES PATENT AND TRADEMARK OFFICE

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

AUGUST 7, 2012

PTAS

TED SIEN 101 CALIFORNIA STREET, SUITE 3900 WINSTON & STRAWN LLP SAN FRANCISCO, CA 94111

502014752

UNITED STATES PATENT AND TRADEMARK OFFICE NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT RECORDATION BRANCH OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

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REEL/FRAME: 028729/0374 RECORDATION DATE: 08/06/2012

NUMBER OF PAGES: 28

BRIEF: SECURITY AGREEMENT

DOCKET NUMBER: 250121.1 (BREATHE TECH)

ASSIGNOR:

BREATHE TECHNOLOGIES, INC. DOC DATE: 07/27/2012

ASSIGNEE:

TRIPLEPOINT CAPITAL LLC 2755 SAND HILL ROAD

MENLO PARK, CALIFORNIA 94025

APPLICATION NUMBER: 10771803 FILING DATE: 02/04/2004 PATENT NUMBER: 7487778 ISSUE DATE: 02/10/2009 TITLE: TRACHEAL CATHETER AND PROSTHESIS AND METHOD OF RESPIRATORY

SUPPORT OF A PATIENT

APPLICATION NUMBER: 10870849 FILING DATE: Ub/1//2009
ISSUE DATE: 09/15/2009 FILING DATE: 06/17/2004

TITLE: METHODS, SYSTEMS AND DEVICES FOR IMPROVING VENTILATION IN A LUNG

APPLICATION NUMBER: 10922054 FILING DATE: 08/18/2004 PATENT NUMBER: 7406966 FILING DATE: 08/05/2008 TITLE: METHOD AND DEVICE FOR NON-INVASIVE VENTILATION WITH NASAL INTERFACE

APPLICATION NUMBER: 11523519 FILING DATE: 09/20/2006 PATENT NUMBER: 7533670 FILING DATE: 05/19/2009 TITLE: SYSTEMS, METHODS AND APPARATUS FOR RESPIRATORY SUPPORT OF A PATIENT

APPLICATION NUMBER: 11798965 FILING DATE: 05/18/2007 PATENT NUMBER: 7631642 FILING DATE: 12/15/2009 TITLE: TRACHEOSTOMA SPACER, TRACHEOTOMY METHOD, AND DEVICE FOR INSERTING A TRACHEOSTOMA SPACER

APPLICATION NUMBER: 11882530 FILING DATE: 08/03/2007

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS AND DEVICES FOR MINIMALLY INVASIVE RESPIRATORY SUPPORT

APPLICATION NUMBER: 12076062 FILING DATE: 03/13/2008 PATENT NUMBER: 8136527 FILING DATE: 03/20/2012 TITLE: METHOD AND DEVICE FOR NON-INVASIVE VENTILATION WITH NASAL INTERFACE

APPLICATION NUMBER: 12153423 FILING DATE: 05/19/2008

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS AND DEVICES FOR SENSING RESPIRATION AND PROVIDING VENTILATION THERAPY

APPLICATION NUMBER: 12239719 FILING DATE: 09/26/2008 ISSUE DATE:

PATENT NUMBER: TITLE: METHODS AND DEVICES FOR TREATING SLEEP APNEA

APPLICATION NUMBER: 12239723 FILING DATE: 09/26/2008

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS AND DEVICES FOR PROVIDING INSPIRATORY AND EXPIRATORY FLOW RELIEF DURING VENTILATION THERAPY

APPLICATION NUMBER: 12355753 FILING DATE: 01/16/2009 PATENT NUMBER: ISSUE DATE:

TITLE: METHODS AND DEVICES FOR IMPROVING EFFICACY OF NON-INVASIVE VENTILATION

APPLICATION NUMBER: 12423397 FILING DATE: 04/14/2009

ISSUE DATE: PATENT NUMBER:

TITLE: SYSTEMS, METHODS AND APPARATUS FOR RESPIRATORY SUPPORT OF A PATIENT

APPLICATION NUMBER: 12493677 FILING DATE: 06/29/2009

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR IMPROVING VENTILATION IN A LUNG

APPLICATION NUMBER: 12545708 FILING DATE: 08/21/2009

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS AND DEVICES FOR PROVIDING MECHANICAL VENTILATION WITH AN OPEN AIRWAY INTERFACE

APPLICATION NUMBER: 12572033 FILING DATE: 10/01/2009

PATENT NUMBER: ISSUE DATE:

TITLE: VENTILATOR WITH BIOFEEDBACK MONITORING AND CONTROL FOR IMPROVING

PATIENT ACTIVITY AND HEALTH

APPLICATION NUMBER: 12578283 FILING DATE: 11/05/2009

PATENT NUMBER: ISSUE DATE:

TITLE: TRACHEOSTOMA SPACER, TRACHEOTOMY METHOD, AND DEVICE FOR

INSERTING A TRACHEOSTOMA SPACER

APPLICATION NUMBER: 12753846 FILING DATE: 04/02/2010

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR NON-INVASIVE OPEN VENTILATION

WITH GAS DELIVERY NOZZLES IN FREE SPACE

APPLICATION NUMBER: 12753851 FILING DATE: 04/02/2010

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR NON-INVASIVE OPEN VENTILATION

WITH GAS DELIVERY NOZZLES WITHIN AN OUTER TUBE

APPLICATION NUMBER: 12753853 FILING DATE: 04/02/2010

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR NON-INVASIVE OPEN VENTILATION

WITH GAS DELIVERY NOZZLES WITHIN NASAL PILLOWS

APPLICATION NUMBER: 12753854 FILING DATE: 04/02/2010

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR NON-INVASIVE OPEN VENTILATION

FOR PROVIDING VENTILATION SUPPORT

APPLICATION NUMBER: 12753856 FILING DATE: 04/02/2010

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR NON-INVASIVE OPEN VENTILATION

FOR TREATING AIRWAY OBSTRUCTIONS

APPLICATION NUMBER: 12771651 FILING DATE: 04/30/2010

PATENT NUMBER: ISSUE DATE:

TITLE: SYSTEMS, METHODS AND APPARATUS FOR RESPIRATORY SUPPORT OF A

PATIENT

APPLICATION NUMBER: 12876098 FILING DATE: 09/03/2010

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR NON-INVASIVE VENTILATION

INCLUDING A NON-SEALING VENTILATION INTERFACE WITH AN

ENTRAINMENT PORT AND/OR PRESSURE FEATURE

APPLICATION NUMBER: 12876099 FILING DATE: 09/03/2010

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR NON-INVASIVE VENTILATION

INCLUDING A NON-SEALING VENTILATION INTERFACE WITH A FREE SPACE

NOZZLE FEATURE

APPLICATION NUMBER: 12988469 FILING DATE: 05/06/2011

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS AND DEVICES FOR SENSING RESPIRATION AND CONTROLLING

VENTILATOR FUNCTIONS

APPLICATION NUMBER: 12988477 FILING DATE: 05/04/2011

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS AND DEVICES FOR SENSING RESPIRATION AND CONTROLLING

VENTILATOR FUNCTIONS

APPLICATION NUMBER: 13044241 FILING DATE: 03/09/2011

PATENT NUMBER: ISSUE DATE:

TITLE: TRACHEAL CATHETER AND PROSTHESIS AND METHOD OF RESPIRATORY

SUPPORT OF A PATIENT

APPLICATION NUMBER: 13211248
PATENT NUMBER: FILING DATE: 08/16/2011

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES USING LOX TO PROVIDE VENTILATORY

SUPPORT

APPLICATION NUMBER: 13251070 FILING DATE: 09/30/2011

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR HUMIDIFYING A RESPIRATORY TRACT

APPLICATION NUMBER: 13316219 FILING DATE: 12/09/2011

PATENT NUMBER: ISSUE DATE:

TITLE: METHOD AND DEVICE FOR NON-INVASIVE VENTILATION WITH NASAL

INTERFACE

APPLICATION NUMBER: 13399309 FILING DATE: 02/17/2012
PATENT NUMBER: TSSUE DATE:

PATENT NUMBER: ISSUE DATE:

TITLE: TRACHEOSTOMA SPACER, TRACHEOTOMY METHOD, AND DEVICE FOR

INSERTING A TRACHEOSTOMA SPACER

APPLICATION NUMBER: 13411257 FILING DATE: 03/02/2012

PATENT NUMBER: ISSUE DATE:

TITLE: DUAL PRESSURE SENSOR CONTINUOUS POSITIVE AIRWAY PRESSURE (CPAP)

THERAPY

APPLICATION NUMBER: 13411348 FILING DATE: 03/02/2012

PATENT NUMBER: ISSUE DATE:

TITLE: VENTILATION MASK WITH INTEGRATED PILOTED EXALATION VALVE

APPLICATION NUMBER: 13411407 FILING DATE: 03/02/2012

PATENT NUMBER: ISSUE DATE:

TITLE: VENTILATION MASK WITH INTEGRATED PILOTED EXHALATION VALVE

APPLICATION NUMBER: 13411607 FILING DATE: 03/04/2012

PATENT NUMBER: ISSUE DATE:

TITLE: BALL INJECTING APPARATUS FOR WELLBORE OPERATIONS WITH EXTERNAL

LOADING PORT

APPLICATION NUMBER: 13431821 FILING DATE: 03/27/2012

PATENT NUMBER: ISSUE DATE:

TITLE: VENTILATION MASK WITH INTEGRATED PILOTED EXHALATION VALVE AND

METHOD OF VENTILATING A PATIENT USING THE SAME

APPLICATION NUMBER: 13431827 FILING DATE: 03/27/2012

PATENT NUMBER: ISSUE DATE:

TITLE: VENTILATION MASK WITH INTEGRATED PILOTED EXHALATION VALVE AND

METHOD OF VENTILATING A PATIENT USING THE SAME

APPLICATION NUMBER: 13524983 FILING DATE: 06/15/2012

PATENT NUMBER: ISSUE DATE:

TITLE: METHOD AND SYSTEM FOR OPERATING A PATIENT VENTILATION DEVICE

APPLICATION NUMBER: 29388700 FILING DATE: 03/31/2011 PATENT NUMBER: D662200 ISSUE DATE: 06/19/2012

TITLE: NASAL INTERFACE

APPLICATION NUMBER: 29388700 FILING DATE: 03/31/2011 PATENT NUMBER: D662200 FILING DATE: 06/19/2012

TITLE: NASAL INTERFACE

APPLICATION NUMBER: 29426533 FILING DATE: 07/06/2012

PATENT NUMBER: ISSUE DATE:

TITLE: TUBING CONNECTOR

APPLICATION NUMBER: 61438112 FILING DATE: 01/31/2011

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR VENTILATION USING A NASAL

VENTILATION MASK WITH A MANIFOLD AND INTERNAL COMPLIANT TUBE AND

NASAL SEALING CUSHION ASSEMBLY

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2012043006

TITLE:

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2011047994

TITLE:

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2011054446

TITLE:

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2012023392

TITLE:

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2012043011

TITLE:

ASSIGNMENT RECORDATION BRANCH PUBLIC RECORDS DIVISION

PATENT ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
BREATHE TECHNOLOGIES, INC.	07/27/2012

RECEIVING PARTY DATA

Name:	TRIPLEPOINT CAPITAL LLC
Street Address:	2755 SAND HILL ROAD
City:	MENLO PARK
State/Country:	CALIFORNIA
Postal Code:	94025

PROPERTY NUMBERS Total: 47

Property Type	Number
Patent Number:	7487778
Application Number:	13044241
Patent Number:	7533670
Application Number:	12771651
Application Number:	12423397
Patent Number:	7631642
Application Number:	13399309
Application Number:	12578283
Application Number:	11882530
Patent Number:	7588033
Application Number:	12493677
Application Number:	12153423
Application Number:	12239723
Application Number:	12239719
Application Number:	12988477
	TRADEMARK

REEL: 005663 FRAME: 0893

7487778

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PLAIN ENGLISH INTELLECTUAL PROPERTY SECURITY AGREEMENT

This is a Plain English Intellectual Property Security Agreement dated as of July 27, 2012 by and between TRIPLEPOINT CAPITAL LLC, a Delaware limited liability company and BREATHE TECHNOLOGIES, INC., a Delaware corporation.

The words "We", "Us", or "Our", refer to the grantee, which is TriplePoint Capital LLC. The words "You" or "Your" refers to the grantor, which is BREATHE TECHNOLOGIES, INC. and not any individual. The words "the Parties" refers to both TRIPLEPOINT CAPITAL LLC and BREATHE TECHNOLOGIES, INC.

The Parties have entered into a Plain English Growth Capital Loan and Security Agreement dated as of July 27, 2012 (together with amendments, supplements, extensions and exhibits, collectively the "Loan Agreement"). Pursuant to the Loan Agreement, You have granted to Us a lien on and a security interest in all the present and future rights, title, and interest that You may now have or hereafter acquire in all Patents, Trademarks, Copyrights, and applications for Patents, Trademarks and Copyrights.

In consideration for the mutual covenants and agreements contained in the Loan Agreement and this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree as follows:

1. GRANT OF SECURITY INTEREST

Subject to the terms of the Loan Agreement, including Our agreement to release Our lien upon the Intellectual Property Collateral upon Your satisfaction of the IP Release Milestone, You grant to Us a lien upon and continuing security interest in all of Your right, title, and interest in, to and under all of the following (all of the following items of property collectively will be referred to as the "Intellectual Property Collateral"), whether now existing or hereafter arising or acquired:

- ⇒ all Patents, Patent Licenses, and Patent applications, including specifically those listed on the attached **Schedule A**, together with any reissues, divisions, continuations, renewals, extensions and continuations thereof;
- ⇒ all Trademarks, Trademark Licenses, and trademark applications, including specifically those listed on the attached **Schedule B** together with any renewals thereof;
- ⇒ all Copyrights, Copyright Licenses, and applications for Copyrights, including specifically those listed on the attached **Schedule** C;
- ⇒ the right to sue for past, present and future infringements of the foregoing and all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof; and
- ⇒ all Proceeds.

You represent and warrant to Us that Schedules A, B, and C attached hereto set forth any and all intellectual property rights in connection to which You have registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

2. LOAN AGREEMENT

This security interest is granted to secure the Secured Obligations, under the Loan Agreement. All the capitalized terms used but not otherwise defined are used in this Agreement with the same meaning as defined in the Loan Agreement.

Breathe Technologies IP Security Agt

3. OUR RIGHT TO SUE

From and after an Event of Default, subject to the terms of the Loan Agreement, We shall have the right, but shall in no way be obligated, to bring suit in Our own name to enforce Your rights in the Intellectual Property Collateral. If We commence any such suit, You shall, at Our request, do all lawful acts and execute and deliver all proper documents or information that may be necessary or desirable to aid Us in such enforcement. You shall promptly, upon demand, reimburse and indemnify Us for all of Our costs and expenses, including reasonable attorney's fees, related to Our exercise of the above mentioned rights.

4. FURTHER ASSURANCES

You will from time to time execute, deliver and file, alone or with Us, any security agreements, or other documents to perfect and give priority to Our lien on the Intellectual Property Collateral. You will from time to time obtain any instruments or documents as We may request, and take all further action that may be reasonably necessary or desirable, or that We may reasonably request, to carry out more effectively the provisions and purposes of this Agreement or any other related agreements or to confirm, perfect, preserve and protect the liens granted to Us.

5. MODIFICATION

This Agreement can only be altered, amended or modified in a writing signed by the Parties. Notwithstanding the foregoing however, You hereby irrevocably appoint Us (and any of Our designated officers, agents or employees) as Your true and lawful attorney to modify, in Our sole discretion, this Agreement without first obtaining Your approval of or signature to such modification by amending Schedules A, B, and C to this Agreement, as appropriate, to include reference to any right, title or interest in any Intellectual Property Collateral acquired by You before or after the execution hereof or to delete any reference to any right, title or interest in any Intellectual Property Collateral in which You no longer have or claim to have any right, title or interest. The appointment of Us as Your attorney in fact, and each and every one of Our rights and powers, being coupled with an interest, is irrevocable until all of the Secured Obligations have been fully repaid and performed and Our obligation to provide credit extensions to You is terminated.

6. BINDING EFFECT; REMEDIES NOT EXCLUSIVE

This Agreement shall be binding upon You and Your respective successors and assigns, and shall inure to the benefit of Us, and Our nominees and assigns.

Our rights and remedies with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Us as a matter of law or equity. Each of Our rights, powers and remedies provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Us of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Us, of any or all other rights, powers or remedies.

7. GOVERNING LAW; COUNTERPARTS

This Agreement shall be deemed made and accepted in and shall be governed by and construed in accordance with the laws of the State of California, and (where applicable) the laws of the United States of America.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

(Signature Page to Follow)

Breathe Technologies IP Security Agt

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IN WITNESS WHEREOF, You have duly executed this Agreement as of the date first set forth above.

Y 0000

BREATHE TECHNOLOGIES, INC.

Signature:

Damen a Yast

Print Name:

Laurence A. Mastronich

Title:

President & CEO

ISIGNATURE PAGE TO PLAIN ENGLISH INTECLECTUAL PROPERTY SECURITY AGREEMENT!

Breathe Technologies IP Security Agt

3

SCHEDULE A

To Plain English Intellectual Property Security Agreement Between Breathe Technologies, Inc., as You (Grantor) and TriplePoint Capital LLC, as Us (Grantee)

PATENTS AND PATENT APPLICATIONS

PATENTS

Patent Name Status and Patent Number Date Issued

See attached

PATENT APPLICATIONS

Name Status & Date Filed Application Number

See attached

Breathe Technologies IP Security Agt





PATENT LISTING:

Our Ref.	Ref. No.	Status	App. No., Patent No.	Fitle	File Date; Issue Date	Claims	Product Area
BRTHE- 101US1	101PTUS	Issued	10/771803; 7487778	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	2/4/04; 2/10/09	39	Respiratory
BRTHE- 101PTCA (Canada)	101	Pending	2,535,450	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04	15	Respiratory
BRTHE- 101PTCN (China)	101	lssued	200480029872.5 ZL200480029872.5	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 9/7/11	7	Respiratory
BRTHE- 101PTD1CN (China – Divisional)	101	Pending	201110213023.7	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	8/3/11	30	Respiratory
BRTHE- 101PTDE (Germany)	101	Pending	10337138.9-44	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	8/3/11	15	Respiratory
BRTHE- 101PTEP (Europe)	101	Pending	04762494.5	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04	15	Respiratory
BRTHE- 101PTIN (India)	101	lssued	317/KOLNP/2006 236185	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 10/7/09	21	Respiratory
BRTHE- 101PTJP (Japan)	101	Issued	2005-522883 4931586	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 2/24/12	12	Respiratory



BRTHE- 102PTJP (Japan)	BRTHE- 102PTIN (India)	BRTHE- 102PTEP (Europe)	BRTHE- 102PTCN (China)	BRTHE- 102PTCA (Canada)	BRTHE- 102US1	BRTHE- 101US3	BRTHE- 101US2	OurRef
102	102	102	102	102	102	101N3US	101N2US	Ref No.
Pending	Pending	Pending	Pending	Pending	Issued	Pending	abandoned	Status
2008-532339	1105/KOLNP/2008	06803884.3	200680043298.8	2623756	11/523,519; 7,533,670	13/044,241	12/754,437	App. No.; Patent No.
Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Tracheal Catheter And Prosthesis And Method Of Respiratory Support Of A Patient	Tracheal Catheter And Prosthesis And Method Of Respiratory Support Of A Patient	Title
9/20/06	9/20/06	9/20/06	9/20/06	9/20/06	9/20/06; 05/19/09	3/9/11	4/5/10	File Date: Issue Date
65	65	41	66	61	56	26	15	Claims
Respiratory	Respiratory	Product Area						



BRTHE- 103PTIN (India)	BRTHE- 103PTEP (Europe)	BRTHE- 103PTDE (Germany)	BRTHE- 103PTCN (China)	BRTHE- 103PTCA (Canada)	BRTHE- 103PTUS	BRTHE- 102US3	BRTHE- 102US2	OurRef
103	103	103	103	103	103	102	102C2US	Ref. No.
Pending	Pending	Pending	Abandoned	Abandoned	Issued	Pending (continuation of 101)	Pending	Status
6979/CHENP/2008	07809122.0	10-2006 023 637.8	Unknown	2652544	11/798,965; 7,631,642	12/423,397	12/771,651	App. No.; Patent No.
Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Title
5/18/07	5/18/07	5/18/07	5/18/07	5/18/07	5/18/07; 12/15/09	4/14/09	4/30/10	File Date: Issue Date
52	23	51	n/a		55	61	72	Claims
Platform Extension	Platform Extension	Platform Extension	Platform Extension	Platform Extension	Platform Extension	Respiratory	Respiratory	Product Area



BRTHE- 112N1US	BRTHE- 112PTUS	BRTHE- 111PTJP (Japan)	BRTHE- 111PTIN (India)	BRTHE- 111PTEP (Europe)	BRTHE- 111PTUS	BRTHE- 103N1US	BRTHE- 103N1N1	BRTHE- 103PTJP (Japan)	Our Ref.
112	112	111	111	111	111	103	103N1N1 US	103	Ref. No.
Abandoned	Issued	Pending	Pending	Pending	Pending	Abandoned	Pending	Pending	Status
12/493,677	10/870,849; 7,588,033	209-522894	1209/CHENP/2009	07836502.0	11/882,530	12/578,283	13/399,309	2009-511111	App. No.; Patent No
Methods, Systems And Devices For Improving Ventilation In A Lung Area	Methods, Systems And Devices For Improving Ventilation In A Lung Area	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Title
6/29/09	6/17/04; 09/15/09	8/3/07	8/3/07	8/3/07	8/3/07	10/13/09	2/17/12	5/18/07	File Date; Issue Date
56	87	121	121	43	177	52	17	52	Claims
Platform Extension	Platform Extension	Respiratory	Respiratory	Respiratory	Respiratory	Platform Extension	Platform Extension	Platform Extension	Product Area



Our Ref.	Ref No.	Status	App. No : Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE- 114PTUS	114	Pending	12/153,423	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	16	Respiratory
BRTHE- 114P2CA (Canada)	114	Pending	2,688,719	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE- 114P2CN (China)	114	Pending	200880024836.8	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE- 114P2EP (Europe)	114	Pending	08755904.3	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	15	Respiratory
BRTHE- 114P2IN (India)	114	Pending	7348/CHENP/2009	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE- 114P2JP (Japan)	114	Abandoned	2010-509496	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	n/a	Respiratory
BRTHE- 115PTUS	115	Pending	12/239,723	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	100	Respiratory
BRTHE- 115PTCA (Canada)	115	Pending	2,700,878	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15	Respiratory
BRTHE- 115PTCN (China)	115	Pending	200880117611.7	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15	Respiratory



Our Ref. BRTHE- 115PTEP	Ref. No.	Status	App. No.; Patent No. 08833948.6	Title Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	## e	File Date; Issue Date 9/26/08	Date; Issue Date Claims 9/26/08 14
BRTHE- 115PTIN (India)	115	Pending	2213/CHENP/2010	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08		15
BRTHE- 115PTJP (Japan)	115	Pending	2010-527225	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	ω	8 15
BRTHE- 116PTUS	116	Pending	12/239,719	Methods And Devices For Treating Sleep Apnea	9/26/08	88	80
BRTHE- 116PTAU (Australia)	116	Pending	2008304203	Methods And Devices For Treating Sleep Apnea	9/26/08	Ö Ö	8 27
BRTHE- 116PTCA (Canada)	116	Pending	2,700,869	Methods And Devices For Treating Sleep Apnea	9/26/08) 8)8 27
BRTHE- 116PTCN (China)	116	Pending	200880114969.4	Methods And Devices For Treating Sleep Apnea	9/26/08	38)8 27
BRTHE- 116PTEP (Europe)	116	Pending	08834033.6	Methods And Devices For Treating Sleep Apnea	9/26/08	8)8 15



BRTHE- 120PTUS	BRTHE- 118PTEP (Europe)	BRTHE- 118PTUS	BRTHE- 117PTJP	BRTHE- 117PTEP (Europe)	BRTHE- 117PTUS	BRTHE- 116PTJP (Japan)	BRTHE- 116PTIN (India)	Our Ref.
120	118	118	117	117	117	116	116	Ref. No.
Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Status
12/545,708	09732383.6	12/988,469	2011-505241	09763083.4	12/988,477	2010-527224	2264/CHENP/2010	App. No.; Patent No.
Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Treating Sleep Apnea	Methods And Devices For Treating Sleep Apnea	Title
8/21/09	4/17/09	10/18/10	4/17/09	4/17/09	10/18/10	9/26/08	9/26/08	File Date: Issue Date
83	14	20	30	10	30	27	27	Claims
Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Sleep	Sleep	Product Area

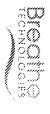




Our Ref.	Ref No.	Status	App. No.: Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE- 120PTCA (Canada)	120	Pending	2734296	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	24	Respiratory
BRTHE- 120PTCN (China)	120	Pending	200980141988.0	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	24	Respiratory
BRTHE- 120PTEP (Europe)	120	Pending	09808898.2	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	14	Respiratory
BRTHE- 120PTIN (India)	120	Pending	1811/CHENP/2011	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	24	Respiratory
BRTHE- 120PTJP (Japan)	120	Pending	2011-524048	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	8/21/09	24	Respiratory
BRTHE- 121PTUS	121	Pending	12/572,033	Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	10/1/09	85	Platform Extension
BRTHE- 121PTCA (Canada)	121	Pending	2,739,435	Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	10/1/09	33	Platform Extension
BRTHE- 121PTEP (Europe)	121	Pending	09818525.9	Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	10/1/09	15	Platform Extension
BRTHE- 121PTJP (Japan)	121	Pending	2011-530250	Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	10/1/09	33	Platform Extension



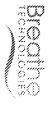
BRTHE- 123PTJP (Japan)	BRTHE- 123PTIN (India)	BRTHE- 123PTEP (Europe)	BRTHE- 123PTCN (China)	BRTHE- 123PTCA (Canada)	BRTHE- 123PTAU (Australia)	BRTHE- 123PTUS	Our Ref.
123	123	123	123	123	123	123	Ref. No.
Pending	Status						
2012-503761	7969/CHENP/2011	10759518.3	201080024597.3	2,757,588	2010232541	12/753,846	App. No.; Patent No.
Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles In A Free Space	Title						
4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	File Date: Issue Date
30	30	16	30	30	30	39	Claims
Respiratory	Product Area						



BRTHE- 123P2JP (Japan)	BRTHE- 123P2IN (India)	BRTHE- 123P2EP (Europe)	BRTHE- 123P2CN (China)	BRTHE- 123P2CA (Canada)	BRTHE- 123P2AU (Australia)	BRTHE- 123P2US	Our Ref.
123P2	Ref. No.						
Pending	Status						
2012-503763	7981/CHENP/2010	010759520.9	201080024596.9	2,757,591	2010232453	12/753,851	App. No.; Patent No
Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Title
4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	File Date: Issue Date
128	128	15	64	64	64	38	Claims
Respiratory	Product Area						



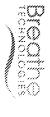
(Europe)	BRTHE- 123P6EP 123P6	BRTHE- 123P6CN 123P6 (China)	BRTHE- 123P6CA 123P6 (Canada)	BRTHE- 123P6US	BRTHE- 123P5US	BRTHE- 123P4US	BRTHE- 123P3US	Our Ref. Ref. No.
Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	o. Status
1989/CHFNP/2012	10814608.5	201080049144.6	2,773,048	12/876099	12/753,856	12/753,854	12/753,853	App. No.: Patent No
Methods, Systems And Devices For	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation For Treating Airway Obstructions	Methods, Systems And Devices For Non-Invasive Open Ventilation For Providing Ventilation Support	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within Nasal Pillows	Title
9/3/10	9/3/10	9/3/10	9/3/10	9/3/10	4/2/10	4/2/10	4/2/10	File Date; Issue Date
43	15	43	43	83	56	41	42	Claims
Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Product Area



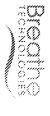
BRTHE- 128PTUS	BRTHE- 128D1US	BRTHE- 123P7JP 1 (Japan)	BRTHE- 1 123P7IN 1 (India)	BRTHE- 123P7EP 1 (Europe)	BRTHE- 123P7CN 1 (China)	BRTHE- 123P7CA 1 (Canada)	BRTHE- 123P7US	BRHTE- 123P6JP 1 (Japan)	Our Ref.
128	128	123P7	123P7	123P7	123P7	123P7	123P7	123P6	Ref No.
Issued	Issued	Pending	Status						
10/922,054; 7,406,966	12/076,062; 8,136,527	Not yet received	2001/CHENP/2012	10814609.3	201080049145.0	2,774,902	12/876,098	Not yet received	App. No.; Patent No
Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Methods, Systems And Devices For Non-Invasive Open Ventilation	Title						
8/18/04; 8/5/08	3/13/08; 3/20/12	9/3/10	9/3/10	9/3/10	9/3/10	9/3/10	4/2/10	9/3/10	File Date; Issue Date
22	10	69	69	15	69	69	130	43	Claims
Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Respiratory	Product Area



BRTHE- 131PTAU (Australia)	BRTHE- 131PTUS	BRTHE- 128N2US	BRTHE- 128PTJP (Japan)	BRTHE- 128PTIN (India)	BRTHE- 128PTEP (Europe)	BRTHE- 128PTCN (China)	BRTHE- 128PTCA (Canada)	BRTHE- 128PTAU (Australia)	Our Ref.
131	131	128	128	128	128	128	128	128	Ref. No.
Pending	Pending	Pending	Pending	Issued	Pending	Issued	Pending	Issued	Status
2009205945	12/355,753	13/316,219	2006-524006	484/kolnp/06 228366	04781485.0	200480030480.0 ZL200480030480.0	2,536,090	2004266693 2004266693	App. No.; Patent No.
Method And Device For Improving Efficacy Of Non-Invasive Ventilation	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Title
1/16/09	1/16/09	12/9/11	8/18/04	8/18/04 2/4/09	8/18/04	8/18/04 8/3/11	8/18/04	8/18/04 6/23/11	File Date, Issue Date
30	38	17	72	69	55	42	72	20	Claims
Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Product Area



OurRef	Ref No.	Status	App. No.; Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE- 131PTCA (Canada)	131	Pending	2,712,481	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep
BRTHE- 131PTCN (China)	131	Pending	20098010954.0	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep
BRTHE- 131PTEP (Europe)	131	Pending	09702153.9	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	15	Sleep
BRTHE- 131PTIN (India)	131	Pending	Not yet received	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep
BRTHE- 131PTJP (Japan)	131	Pending	2010-543296	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	1/16/09	30	Sleep
BRTHE- 142PTUS	142	Pending	13/211,248	Methods, Systems And Devices Using Lox To Provide Ventilatory Support	8/16/11	44	Platform Extension
BRTHE- 142PTWO (PCT)	142	Pending	PCT/US2011/04799 4	Methods, Systems And Devices Using Lox To Provide Ventilatory Support	8/16/11	44	Platform Extension
BRTHE- 143PTUS	143	Pending	13/251,070	Methods, Systems And Devices For Humidifying A Respiratory Tract	9/30/11	48	Sleep
BRTHE- 143PTWO (PCT)	143	Pending	PCT/US2011/05444 6	Methods, Systems And Devices For Humidifying A Respiratory Tract	9/30/11	48	Sleep



O Daf	Daf NA	Chattin	App. No.;	TI+I)A	THA DARA TRALA DARA	7	Product
Gal net.	nel. No.	Status	Patent No.	itor	File Date, 1550e Date	Clattic	Area
BRTHE- 148PTWO (PCT)	148	Pending	PCT/US2012/02339 2	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	1/31/12	35	Respiratory
BRTHE- 148US	148	Expired provisional	61/438,112	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	1/31/11	19	Respiratory
BRTHE- 149DUS	149	Issued	29/388,700 D662,200	Nasal Interface	03/31/11 06/19/12	Ь	Respiratory
BRTHE- 149DCA (Canada – Design)	149	Pending	142,450	Nasal Interface	9/30/11	1	Respiratory
BRTHE- 149DCN (China – Design)	149	Pending	201130356223.9	Nasal Interface	9/30/11	н	Respiratory
BRTHE- 149DEP (Europe – Design)	149	Issued	001923244-0001	Nasal Interface	09/27/11 01/12/12	н	Respiratory
BRTHE- 149DIN (India – Design)	149	Pending	239849	Nasal Interface	09/28/11	ь	Respiratory



Our Ref.	Ref. No.	Status	App. No.; Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE- 149DJP (Japan – Design)	149	Issued	2011-22521 143671	Nasal Interface	09/30/2011 02/24/12	1	Respiratory
BRTHE-151A	151A	Pending	13/411,348	Ventilation Mask With Integrated Piloted Exalation Valve	3/2/12	20	Sleep
BRTHE- 151A1	151A1	Pending	13/431,821	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Apparatus)	3/27/12	20	Sleep
BRTHE- 151A2	151A2	Pending	13/431,827	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Method)	3/27/12	20	Sleep
BRTHE- 151PC1 (PCT)	151PC1	Pending	PCT/US2012/04301 1	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Apparatus & Method - Combination Of BRTHE-151A1 & 151A2)	6/18/12	40	Sleep
BRTHE- 151PC (PCT)	151PC	Pending	PCT/US2012/04300 6	Ventilation Mask With Integrated Piloted Exhalation Valve (Apparatus & System – Combination Of BRTHE-151A & 151C)	6/18/12	40	Sleep
BRTHE-151C	151C	Pending	13/411,407	Ventilation Mask With Integrated Piloted Exhalation Valve (System)	3/2/12	20	Sleep



Sleep	1	7/6/12	Tubing Connector	29/426,533	Pending	158D	BRTHE-158D
Sleep			Method For Selective Ramping Of Theraputic Pressure		Draft in progress	157A	BRTHE-157A
Sleep			Ventilation Mask With Improved Heat And Moisture Exchange Device		Draft in progress	156A	BRTHE-156A
Sleep	33	6/15/12	Method And System For Operating A Patient Ventilation Device	13/524,983	Pending	155A	BRTHE-155A
Sleep	21	4/6/12	Mechanical Ventilation Mask Fit Status Indication	13/411,607	Pending	154A	BRTHE-154A
Sleep	26	3/2/12	Dual Pressure Sensor Continuous Positive Airway Pressure (Cpap) Therapy	13/411,257	Pending	153A	BRTHE-153A
Sleep			Ventilation Mask With Integrated Piloted Exhalation Valve (Tubing And Y-Connector)		Draft in progress	151CB	BRTHE- 151CB
Product Area	Claims	File Date: Issue Date	Title	App. No.; Patent No.	Status	Ref. No.	Our Ref.

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SCHEDULE B

To Plain English Intellecutal Property Security Agreement Between Breathe Technologies, Inc., as You (Grantor) and TriplePoint Capital LLC, as Us (Grantee)

TRADEMARKS AND TRADEMARK APPLICATIONS

TRADEMARKS

Name Date Filed or Serial Number Status

See attached

TRADEMARK APPLICATIONS

Name Date Filed Serial Number Status

See attached

TRADEMARK
REEL: 005663 FRAME: 0915

5

Status
By Mark

Breathe Technologies, Inc.

						_	
Trademark Name Country Name Class App. No. App. Date	Country Name	Class	App. No.	App. Date	Reg No.	Reg No. Reg Date TM Status	Reg No. Reg Date TM Status
ATLAS	United States	10	85083298	7/13/2010			Allowed
BREATHE TECHNOLOGIES	United States	10	85015112	4/15/2010	3969045	5/31/2011	5/31/2011 Registered
BREATHE. MOVE. LIVE.	United States	10	77628448	12/8/2008			Allowed
NIOV	United States	10	77967915	3/24/2010	4154573	6/5/2012	6/5/2012 Registered

SCHEDULE C

TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

Between Breathe Technologies, Inc., as You (Grantor) And TriplePoint Capital LLC, as Us (Grantee)

COPYRIGHT REGISTRATIONS

Registration Number Title Registration Date V&A No.

See attached

APPLICATIONS FOR COPYRIGHT REGISTRATIONS

Title Date Filed V&A No.

See attached

Breathe Technologies IP Security Agt

Breathe Technologies, Inc. – Copyrights

The Breathe NIOV System – Clinician Instructions for Use Part Number PL-50-0036 Copyright 2011

The Breathe NIOV System – Patient Instructions for Use Part Number PL-50-0037 Copyright 2011



UNITED STATES PATENT AND TRADEMARK OFFICE

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

AUGUST 8, 2012

PTAS

TED SIEN 101 CALIFORNIA STREET, SUITE 3900 WINSTON & STRAWN LLP SAN FRANCISCO, CA 94111

900230302

UNITED STATES PATENT AND TRADEMARK OFFICE NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT RECORDATION BRANCH OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE ASSIGNMENT RECORDATION BRANCH AT 571-272-3350. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, MAIL STOP: ASSIGNMENT RECORDATION BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.

RECORDATION DATE: 08/06/2012 REEL/FRAME: 4836/0427 NUMBER OF PAGES: 27

BRIEF: SECURITY INTEREST

DOCKET NUMBER: 250121.1 (BREATHE TECH)

ASSIGNOR:

BREATHE TECHNOLOGIES, INC. DOC DATE: 07/27/2012 CITIZENSHIP: DELAWARE ENTITY: CORPORATION

ASSIGNEE:

TRIPLEPOINT CAPITAL LLC CITIZENSHIP: DELAWARE

ENTITY: LIMITED LIABILITY COMPANY

2755 SAND HILL ROAD

MENLO PARK, CALIFORNIA 94025

SERIAL NUMBER: 77628448 FILING DATE: 12/08/2008 REGISTRATION DATE: REGISTRATION NUMBER:

MARK: BREATHE. MOVE. LIVE.

DRAWING TYPE: STANDARD CHARACTER MARK

SERIAL NUMBER: 77967915 FILING DATE: 03/24/2010

REGISTRATION NUMBER: 4154573 REGISTRATION DATE: 06/05/2012

MARK: NIOV

DRAWING TYPE: STANDARD CHARACTER MARK

P.O. Box 1450, Alexandria, Virginia 22313-1450 - WWW.USPTO.GOV TRADEMARK REEL: 005663 FRAME: 0919

SERIAL NUMBER: 85015112 REGISTRATION NUMBER: 3969045 FILING DATE: 04/15/2010 REGISTRATION DATE: 05/31/2011

MARK: BREATHE TECHNOLOGIES

DRAWING TYPE: STANDARD CHARACTER MARK

SERIAL NUMBER: 85083298 FILING DATE: 07/13/2010

REGISTRATION NUMBER: REGISTRATION DATE:

MARK: ATLAS

DRAWING TYPE: STANDARD CHARACTER MARK

ASSIGNMENT RECORDATION BRANCH PUBLIC RECORDS DIVISION

TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONT. (E) (ANOE	OF OUR DITY (IN TEREST

NATURE OF CONVEYANCE: SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BREATHE TECHNOLOGIES, INC.		07/27/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	TRIPLEPOINT CAPITAL LLC
Street Address:	2755 SAND HILL ROAD
City:	MENLO PARK
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	85083298	ATLAS
Registration Number:	3969045	BREATHE TECHNOLOGIES
Serial Number:	77628448	BREATHE. MOVE. LIVE.
Registration Number:	4154573	NIOV

CORRESPONDENCE DATA

Fax Number: 4155911400

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

via US Mail.

Phone: (415) 591-1000 Email: tsien@winston.com

Correspondent Name: Ted Sien

Address Line 1: 101 California Street, Suite 3900

Address Line 2: Winston & Strawn LLP

Address Line 4: San Francisco, CALIFORNIA 94111

ATTORNEY DOCKET NUMBER: 250121.1 (BREATHE TECH)	ATTORNEY DOCKET NUMBER:	250121.1 (BREATHE TECH)
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TRADEMARK
REEL: 005663 FRAME: 0921

85083238

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PLAIN ENGLISH INTELLECTUAL PROPERTY SECURITY AGREEMENT

This is a Plain English Intellectual Property Security Agreement dated as of July 27, 2012 by and between TRIPLEPOINT CAPITAL LLC, a Delaware limited liability company and BREATHE TECHNOLOGIES, INC., a Delaware corporation.

The words "We", "Us", or "Our", refer to the grantee, which is TriplePoint Capital LLC. The words "You" or "Your" refers to the grantor, which is BREATHE TECHNOLOGIES, INC. and not any individual. The words "the Parties" refers to both TRIPLEPOINT CAPITAL LLC and BREATHE TECHNOLOGIES, INC.

The Parties have entered into a Plain English Growth Capital Loan and Security Agreement dated as of July 27, 2012 (together with amendments, supplements, extensions and exhibits, collectively the "Loan Agreement"). Pursuant to the Loan Agreement, You have granted to Us a lien on and a security interest in all the present and future rights, title, and interest that You may now have or hereafter acquire in all Patents, Trademarks, Copyrights, and applications for Patents, Trademarks and Copyrights.

In consideration for the mutual covenants and agreements contained in the Loan Agreement and this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Parties agree as follows:

1. GRANT OF SECURITY INTEREST

Subject to the terms of the Loan Agreement, including Our agreement to release Our lien upon the Intellectual Property Collateral upon Your satisfaction of the IP Release Milestone, You grant to Us a lien upon and continuing security interest in all of Your right, title, and interest in, to and under all of the following (all of the following items of property collectively will be referred to as the "Intellectual Property Collateral"), whether now existing or hereafter arising or acquired:

- ⇒ all Patents, Patent Licenses, and Patent applications, including specifically those listed on the attached **Schedule A**, together with any reissues, divisions, continuations, renewals, extensions and continuations thereof;
- ⇒ all Trademarks, Trademark Licenses, and trademark applications, including specifically those listed on the attached **Schedule B** together with any renewals thereof;
- ⇒ all Copyrights, Copyright Licenses, and applications for Copyrights, including specifically those listed on the attached **Schedule** C;
- ⇒ the right to sue for past, present and future infringements of the foregoing and all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof; and
- ⇒ all Proceeds.

You represent and warrant to Us that Schedules A, B, and C attached hereto set forth any and all intellectual property rights in connection to which You have registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

2. LOAN AGREEMENT

This security interest is granted to secure the Secured Obligations, under the Loan Agreement. All the capitalized terms used but not otherwise defined are used in this Agreement with the same meaning as defined in the Loan Agreement.

Breathe Technologies IP Security Agt

3. OUR RIGHT TO SUE

From and after an Event of Default, subject to the terms of the Loan Agreement, We shall have the right, but shall in no way be obligated, to bring suit in Our own name to enforce Your rights in the Intellectual Property Collateral. If We commence any such suit, You shall, at Our request, do all lawful acts and execute and deliver all proper documents or information that may be necessary or desirable to aid Us in such enforcement. You shall promptly, upon demand, reimburse and indemnify Us for all of Our costs and expenses, including reasonable attorney's fees, related to Our exercise of the above mentioned rights.

4. FURTHER ASSURANCES

You will from time to time execute, deliver and file, alone or with Us, any security agreements, or other documents to perfect and give priority to Our lien on the Intellectual Property Collateral. You will from time to time obtain any instruments or documents as We may request, and take all further action that may be reasonably necessary or desirable, or that We may reasonably request, to carry out more effectively the provisions and purposes of this Agreement or any other related agreements or to confirm, perfect, preserve and protect the liens granted to Us.

5. MODIFICATION

This Agreement can only be altered, amended or modified in a writing signed by the Parties. Notwithstanding the foregoing however, You hereby irrevocably appoint Us (and any of Our designated officers, agents or employees) as Your true and lawful attorney to modify, in Our sole discretion, this Agreement without first obtaining Your approval of or signature to such modification by amending Schedules A, B, and C to this Agreement, as appropriate, to include reference to any right, title or interest in any Intellectual Property Collateral acquired by You before or after the execution hereof or to delete any reference to any right, title or interest in any Intellectual Property Collateral in which You no longer have or claim to have any right, title or interest. The appointment of Us as Your attorney in fact, and each and every one of Our rights and powers, being coupled with an interest, is irrevocable until all of the Secured Obligations have been fully repaid and performed and Our obligation to provide credit extensions to You is terminated.

6. BINDING EFFECT; REMEDIES NOT EXCLUSIVE

This Agreement shall be binding upon You and Your respective successors and assigns, and shall inure to the benefit of Us, and Our nominees and assigns.

Our rights and remedies with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Us as a matter of law or equity. Each of Our rights, powers and remedies provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Us of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Us, of any or all other rights, powers or remedies.

7. GOVERNING LAW; COUNTERPARTS

This Agreement shall be deemed made and accepted in and shall be governed by and construed in accordance with the laws of the State of California, and (where applicable) the laws of the United States of America.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

(Signature Page to Follow)

Breathe Technologies IP Security Agt

2

IN WITNESS WHEREOF, You have duly executed this Agreement as of the date first set forth above.

Your

BREATHE TECHNOLOGIES, INC.

Signature:

Drawen L' Yast

Print Name:

<u>Lawrence A. Mastronich</u>

Title:

President & CEO

ISIGNATURE PAGE TO PLAIN ENGLISH INTEGLECTUAL PROPERTY SECURITY AGREEMENT!

Breathe Technologies IP Security Agt

3

SCHEDULE A

To Plain English Intellectual Property Security Agreement Between Breathe Technologies, Inc., as You (Grantor) and TriplePoint Capital LLC, as Us (Grantee)

PATENTS AND PATENT APPLICATIONS

PATENTS

Patent Name Status and Patent Number

Date Issued

See attached

PATENT APPLICATIONS

Name Status & Date Filed Application Number

See attached

Breathe Technologies IP Security Agt





PATENT LISTING:

Our Ref.	Ref. No.	Status	App. No., Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE- 101US1	101PTUS	Issued	10/771803; 7487778	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	2/4/04; 2/10/09	39	Respiratory
BRTHE- 101PTCA (Canada)	101	Pending	2,535,450	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04	15	Respiratory
BRTHE- 101PTCN (China)	101	Issued	200480029872.5 ZL200480029872.5	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 9/7/11	7	Respiratory
BRTHE- 101PTD1CN (China – Divisional)	101	Pending	201110213023.7	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	8/3/11	30	Respiratory
BRTHE- 101PTDE (Germany)	101	Pending	10337138.9-44	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	8/3/11	15	Respiratory
BRTHE- 101PTEP (Europe)	101	Pending	04762494.5	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04	15	Respiratory
BRTHE- 101PTIN (India)	101	Issued	317/KOLNP/2006 236185	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 10/7/09	21	Respiratory
BRTHE- 101PTJP (Japan)	101	Issued	2005-522883 4931586	Method And Arrangement For Respiratory Support For A Patient Airway Prosthesis And Catheter	7/23/04 2/24/12	12	Respiratory



BRTHE- 102PTJP (Japan)	BRTHE- 102PTIN (India)	BRTHE- 102PTEP (Europe)	BRTHE- 102PTCN (China)	BRTHE- 102PTCA (Canada)	BRTHE- 102US1	BRTHE- 101US3	BRTHE- 101US2	OurRef
102	102	102	102	102	102	101N3US	101N2US	Ref No.
Pending	Pending	Pending	Pending	Pending	Issued	Pending	abandoned	Status
2008-532339	1105/KOLNP/2008	06803884.3	200680043298.8	2623756	11/523,519; 7,533,670	13/044,241	12/754,437	App. No ; Patent No.
Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Systems, Methods And Apparatus For Respiratory Support Of A Patient	Tracheal Catheter And Prosthesis And Method Of Respiratory Support Of A Patient	Tracheal Catheter And Prosthesis And Method Of Respiratory Support Of A Patient	Title
9/20/06	9/20/06	9/20/06	9/20/06	9/20/06	9/20/06; 05/19/09	3/9/11	4/5/10	File Date: Issue Date
65	65	41	66	61	56	26	15	Claims
Respiratory	Respiratory	Product Area						



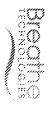
Our Ref. BRTHE- 102US2 BRTHE- 102US3 BRTHE- 103PTUS	Ref. No. 102C2US 102	Status Pending Pending (continuation of 101)	App. No.: Patent No. 12/771,651 12/423,397 11/798,965; 7,631,642	Systems, Methods And Apparatus For Respiratory Support Of A Patient Systems, Methods And Apparatus Systems, Methods And Apparatus For Respiratory Support Of A Patient Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A	File Date; Issue Date 4/30/10 4/14/09 5/18/07; 12/15/09	72 61 55
BRTHE- 102US3 BRTHE-	102	(continuation of 101)	12/423,397 11/798,965;	Systems, Methods And Apparatus For Respiratory Support Of A Patient Tracheostoma Spacer, Tracheotomy Tracheostoma Spacer, Tracheotomy	4/14/09	61
BRTHE- 103PTUS	103	lssued	11/798,965; 7,631,642	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07; 12/15/09	55
BRTHE- 103PTCA (Canada)	103	Abandoned	2652544	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	
BRTHE- 103PTCN (China)	103	Abandoned	Unknown	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	n/a
BRTHE- 103PTDE (Germany)	103	Pending	10-2006 023 637.8	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	51
BRTHE- 103PTEP (Europe)	103	Pending	07809122.0	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	23
BRTHE- 103PTIN (India)	103	Pending	6979/CHENP/2008	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	5/18/07	52



BRTHE- 112N1US	BRTHE- 112PTUS	BRTHE- 111PTJP (Japan)	BRTHE- 111PTIN (India)	BRTHE- 111PTEP (Europe)	BRTHE- 111PTUS	BRTHE- 103N1US	BRTHE- 103N1N1	BRTHE- 103PTJP (Japan)	Our Ref.
112	112	111	111	111	111	103	103N1N1 US	103	Ref. No.
Abandoned	Issued	Pending	Pending	Pending	Pending	Abandoned	Pending	Pending	Status
12/493,677	10/870,849; 7,588,033	209-522894	1209/CHENP/2009	07836502.0	11/882,530	12/578,283	13/399,309	2009-511111	App. No.: Patent No.
Methods, Systems And Devices For Improving Ventilation In A Lung Area	Methods, Systems And Devices For Improving Ventilation In A Lung Area	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Methods And Devices For Minimally Invasive Respiratory Support	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Tracheostoma Spacer, Tracheotomy Method, And Device For Inserting A Tracheostoma Spacer	Title
6/29/09	6/17/04; 09/15/09	8/3/07	8/3/07	8/3/07	8/3/07	10/13/09	2/17/12	5/18/07	File Date: Issue Date
56	87	121	121	43	177	52	17	52	Claims
Platform Extension	Platform Extension	Respiratory	Respiratory	Respiratory	Respiratory	Platform Extension	Platform Extension	Platform Extension	Product Area



Our Ref.	Ref. No.	Status	App. No.; Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE- 114PTUS	114	Pending	12/153,423	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	16	Respiratory
BRTHE- 114P2CA (Canada)	114	Pending	2,688,719	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE- 114P2CN (China)	114	Pending	200880024836.8	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE- 114P2EP (Europe)	114	Pending	08755904.3	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	15	Respiratory
BRTHE- 114P2IN (India)	114	Pending	7348/CHENP/2009	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	90	Respiratory
BRTHE- 114P2JP (Japan)	114	Abandoned	2010-509496	Methods And Devices For Sensing Respiration And Providing Ventilation Therapy	5/19/08	n/a	Respiratory
BRTHE- 115PTUS	115	Pending	12/239,723	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	100	Respiratory
BRTHE- 115PTCA (Canada)	115	Pending	2,700,878	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15	Respiratory
BRTHE- 115PTCN (China)	115	Pending	200880117611.7	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	9/26/08	15	Respiratory



Our Ref. Ref. No. Status	BRTHE- 115PTEP 115 Pen (Europe)	BRTHE- 115PTIN 115 Pending (India)	BRTHE- 115PTJP 115 Pen (Japan)	BRTHE- 116PTUS 116 Pen	BRTHE- 116PTAU 116 Pending (Australia)	BRTHE- 116PTCA 116 Pending (Canada)		BRTHE- 116PTCN 116 Pen (China)
fus	Pending	ding	Pending	Pending	ding	ding	Pending	
App. No.; Patent No.	08833948.6	2213/CHENP/2010	2010-527225	12/239,719	2008304203	2,700,869	200880114969.4	
Title	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	Methods And Devices For Providing Inspiratory And Expiratory Flow Relief During Ventilation Therapy	Methods And Devices For Treating Sleep Apnea	Methods And Devices For Treating Sleep Apnea	Methods And Devices For Treating Sleep Apnea	Methods And Devices For Treating Sleep Apnea	
File Date; Issue Date	9/26/08	9/26/08	9/26/08	9/26/08	9/26/08	9/26/08	9/26/08	
Claims	14	15	15	80	27	27	27	۵ د
Product Area	Respiratory	Respiratory	Respiratory	Sleep	Sleep	Sleep	Sleep	<u> </u>



BRTHE- 120PTUS	BRTHE- 118PTEP (Europe)	BRTHE- 118PTUS	BRTHE- 117PTJP	BRTHE- 117PTEP (Europe)	BRTHE- 117PTUS	BRTHE- 116PTJP (Japan)	BRTHE- 116PTIN (India)	Our Ref.
120	118	118	117	117	117	116	116	Ref No.
Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Status
12/545,708	09732383.6	12/988,469	2011-505241	09763083.4	12/988,477	2010-527224	2264/CHENP/2010	App. No.: Patent No.
Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	New Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Sensing Respiration And Controlling Ventilator Functions	Methods And Devices For Treating Sleep Apnea	Methods And Devices For Treating Sleep Apnea	Title
8/21/09	4/17/09	10/18/10	4/17/09	4/17/09	10/18/10	9/26/08	9/26/08	File Date; Issue Date
83	14	20	30	10	30	27	27	Claims
Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Sleep	Sleep	Product Area





BRTHE- 121PTJP (Japan)	BRTHE- 121PTEP (Europe)	BRTHE- 121PTCA (Canada)	BRTHE- 121PTUS	BRTHE- 120PTJP (Japan)	BRTHE- 120PTIN (India)	BRTHE- 120PTEP (Europe)	BRTHE- 120PTCN (China)	BRTHE- 120PTCA (Canada)	Our Ref.
121	121	121	121	120	120	120	120	120	Ref. No.
Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Status
2011-530250	09818525.9	2,739,435	12/572,033	2011-524048	1811/CHENP/2011	09808898.2	200980141988.0	2734296	App. No.: Patent No.
Ventilator With Patient Status Intelligence And Automatic Adjustment Capability	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	Methods And Devices For Providing Mechanical Ventilation With An Open Airway Interface	Title			
10/1/09	10/1/09	10/1/09	10/1/09	8/21/09	8/21/09	8/21/09	8/21/09	8/21/09	File Date; Issue Date
33	15	33	85	24	24	14	24	24	Claims
Platform Extension	Platform Extension	Platform Extension	Platform Extension	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Product Area



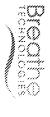
BRTHE- 123PTJP (Japan)	BRTHE- 123PTIN (India)	BRTHE- 123PTEP (Europe)	BRTHE- 123PTCN (China)	BRTHE- 123PTCA (Canada)	BRTHE- 123PTAU (Australia)	BRTHE- 123PTUS	Our Ref.
123	123	123	123	123	123	123	Ref No.
Pending	Status						
2012-503761	7969/CHENP/2011	10759518.3	201080024597.3	2,757,588	2010232541	12/753,846	App. No.; Patent No.
Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles In A Free Space	Title						
4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	File Date; Issue Date
30	30	16	30	30	30	39	Claims
Respiratory	Product Area						



BRTHE- 123P2JP (Japan)	BRTHE- 123P2IN (India)	BRTHE- 123P2EP (Europe)	BRTHE- 123P2CN (China)	BRTHE- 123P2CA (Canada)	BRTHE- 123P2AU (Australia)	BRTHE- 123P2US	Our Ref
123P2	Ref No.						
Pending	Status						
2012-503763	7981/CHENP/2010	010759520.9	201080024596.9	2,757,591	2010232453	12/753,851	App. No.; Patent No.
Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within An Outer Tube	Title
4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	4/2/10	File Date: Issue Date
128	128	15	64	64	64	38	Claims
Respiratory	Product Area						



	BRTHE- 123P6EP 123P6	BRTHE- 123P6CN 123P6 (China)	BRTHE- 123P6CA 123P6 (Canada)	BRTHE- 123P6US	BRTHE- 123P5US	BRTHE- 123P4US	BRTHE- 123P3US	Our Ref. Ref. No.
Dending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Status
	10814608.5	201080049144.6	2,773,048	12/876099	12/753,856	12/753,854	12/753,853	App. No.; Patent No
Methods, Systems And Devices For	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation	Methods, Systems And Devices For Non-Invasive Open Ventilation For Treating Airway Obstructions	Methods, Systems And Devices For Non-Invasive Open Ventilation For Providing Ventilation Support	Methods, Systems And Devices For Non-Invasive Open Ventilation With Gas Delivery Nozzles Within Nasal Pillows	Title
01/5/0	9/3/10	9/3/10	9/3/10	9/3/10	4/2/10	4/2/10	4/2/10	File Date; Issue Date
43	15	43	43	83	56	41	42	Claims
Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Product Area

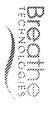


BRTHE- 128PTUS	BRTHE- 128D1US	BRTHE- 123P7JP (Japan)	BRTHE- 123P7IN (India)	BRTHE- 123P7EP (Europe)	BRTHE- 123P7CN (China)	BRTHE- 123P7CA (Canada)	BRTHE- 123P7US	BRHTE- 123P6JP (Japan)	Our Ref.
128	128	123P7	123P7	123P7	123P7	123P7	123P7	123P6	Ref No.
Issued	Issued	Pending	Status						
10/922,054; 7,406,966	12/076,062; 8,136,527	Not yet received	2001/CHENP/2012	10814609.3	201080049145.0	2,774,902	12/876,098	Not yet received	App. No.; Patent No.
Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Methods, Systems And Devices For Non-Invasive Open Ventilation	Title						
8/18/04; 8/5/08	3/13/08; 3/20/12	9/3/10	9/3/10	9/3/10	9/3/10	9/3/10	4/2/10	9/3/10	File Date; Issue Date
22	10	69	69	15	69	69	130	43	Claims
Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Respiratory	Product Area

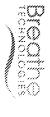




BRTHE- 131PTAU (Australia)	BRTHE- 131PTUS	BRTHE- 128N2US	BRTHE- 128PTJP (Japan)	BRTHE- 128PTIN (India)	BRTHE- 128PTEP (Europe)	BRTHE- 128PTCN (China)	BRTHE- 128PTCA (Canada)	BRTHE- 128PTAU (Australia)	Our Ref.
131	131	128	128	128	128	128	128	128	Ref. No.
Pending	Pending	Pending	Pending	Issued	Pending	Issued	Pending	Issued	Status
2009205945	12/355,753	13/316,219	2006-524006	484/kolnp/06 228366	04781485.0	200480030480.0 ZL200480030480.0	2,536,090	2004266693 2004266693	App. No ; Patent No
Method And Device For Improving Efficacy Of Non-Invasive Ventilation	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Method And Device For Non- Invasive Ventilation With Nasal Interface	Title
1/16/09	1/16/09	12/9/11	8/18/04	8/18/04 2/4/09	8/18/04	8/18/04 8/3/11	8/18/04	8/18/04 6/23/11	File Date: Issue Date
30	38	17	72	69	55	42	72	20	Claims
Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Sleep	Product Area



Our Ref. BRTHE- 131PTCA (Canada) BRTHE- 131PTCN (China) BRTHE- 131PTEP (Europe) BRTHE- 131PTIN (India)	Ref. No. 131 131 131	Status Pending Pending Pending	App. No.: Patent No. 2,712,481 20098010954.0 09702153.9 Not yet received	Method And Device For Improving Efficacy Of Non-Invasive Ventilation Method And Device For Improving Efficacy Of Non-Invasive Ventilation Method And Device For Improving Efficacy Of Non-Invasive Ventilation Method And Device For Improving Efficacy Of Non-Invasive Ventilation	For Improving asive Ventilation For Improving asive Ventilation For Improving asive Ventilation For Improving asive Ventilation	File Date; Issue Date For Improving asive Ventilation For Improving 1/16/09	
BRTHE- 131PTCN (China)	131	Pending	20098010954.0	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	ng ion		1/16/09
BRTHE- 131PTEP (Europe)	131	Pending	09702153.9	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	ion		1/16/09
BRTHE- 131PTIN (India)	131	Pending	Not yet received	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	ig on		1/16/09
BRTHE- 131PTJP (Japan)	131	Pending	2010-543296	Method And Device For Improving Efficacy Of Non-Invasive Ventilation	on g	g on 1/16/09	
BRTHE- 142PTUS	142	Pending	13/211,248	Methods, Systems And Devices Using Lox To Provide Ventilatory Support		8/16/11	
BRTHE- 142PTWO (PCT)	142	Pending	PCT/US2011/04799 4	Methods, Systems And Devices Using Lox To Provide Ventilatory Support		8/16/11	8/16/11 44
BRTHE- 143PTUS	143	Pending	13/251,070	Methods, Systems And Devices Humidifying A Respiratory Tract	For	For 9/30/11	
BRTHE- 143PTWO (PCT)	143	Pending	PCT/US2011/05444 6	Methods, Systems And Devices F Humidifying A Respiratory Tract	For	or 9/30/11	



BRTHE- 149DIN (India – Design)	BRTHE- 149DEP (Europe – Design)	BRTHE- 149DCN (China – Design)	BRTHE- 149DCA (Canada – Design)	BRTHE- 149DUS	BRTHE- 148US	BRTHE- 148PTWO (PCT)	Our Ref.
149	149	149	149	149	148	148	Ref No.
Pending	Issued	Pending	Pending	Issued	Expired provisional	Pending	Status
239849	001923244-0001	201130356223.9	142,450	29/388,700 D662,200	61/438,112	PCT/US2012/02339 2	App. No.; Patent No.
Nasal Interface	Nasal Interface	Nasal Interface	Nasal Interface	Nasal Interface	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	Methods, Systems And Devices For Ventilation Using A Nasal Ventilation Mask With A Manifold And Internal Compliant Tube And Nasal Sealing Cushion Assembly	Title
09/28/11	09/27/11 01/12/12	9/30/11	9/30/11	03/31/11 06/19/12	1/31/11	1/31/12	File Date; Issue Date
1	1	1	1	1	19	35	Claims
Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Respiratory	Product Area



Our Ref.	Ref. No.	Status	App. No.; Patent No.	Title	File Date; Issue Date	Claims	Product Area
BRTHE- 149DJP (Japan – Design)	149	Issued	2011-22521 143671	Nasal Interface	09/30/2011 02/24/12	1	Respiratory
BRTHE-151A	151A	Pending	13/411,348	Ventilation Mask With Integrated Piloted Exalation Valve	3/2/12	20	Sleep
BRTHE- 151A1	151A1	Pending	13/431,821	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Apparatus)	3/27/12	20	Sleep
BRTHE- 151A2	151A2	Pending	13/431,827	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Method)	3/27/12	20	Sleep
BRTHE- 151PC1 (PCT)	151PC1	Pending	PCT/US2012/04301 1	Ventilation Mask With Integrated Piloted Exhalation Valve And Method Of Ventilating A Patient Using The Same (Apparatus & Method - Combination Of BRTHE-151A1 & 151A2)	6/18/12	40	Sleep
BRTHE- 151PC (PCT)	151PC	Pending	PCT/US2012/04300 6	Ventilation Mask With Integrated Piloted Exhalation Valve (Apparatus & System – Combination Of BRTHE-151A & 151C)	6/18/12	40	Sleep
BRTHE-151C	151C	Pending	13/411,407	Ventilation Mask With Integrated Piloted Exhalation Valve (System)	3/2/12	20	Sleep



Sleep	1	7/6/12	Tubing Connector	29/426,533	Pending	158D	BRTHE-158D
Sleep			Method For Selective Ramping Of Theraputic Pressure		Draft in progress	157A	BRTHE-157A
Sleep			Ventilation Mask With Improved Heat And Moisture Exchange Device		Draft in progress	156A	BRTHE-156A
Sleep	33	6/15/12	Method And System For Operating A Patient Ventilation Device	13/524,983	Pending	155A	BRTHE-155A
Sleep	21	4/6/12	Mechanical Ventilation Mask Fit Status Indication	13/411,607	Pending	154A	BRTHE-154A
Sleep	26	3/2/12	Dual Pressure Sensor Continuous Positive Airway Pressure (Cpap) Therapy	13/411,257	Pending	153A	BRTHE-153A
Sleep			Ventilation Mask With Integrated Piloted Exhalation Valve (Tubing And Y-Connector)		Draft in progress	151CB	BRTHE- 151CB
Product Area	Claims	File Date: Issue Date	Title	App. No.; Patent No.	Status	Ref. No.	Our Ref.

 $T:\Client\ Documents\BRTHE\000\Matrix\patent\ matrix_BRTHE.doc$

SCHEDULE B

To Plain English Intellecutal Property Security Agreement Between Breathe Technologies, Inc., as You (Grantor) and TriplePoint Capital LLC, as Us (Grantee)

TRADEMARKS AND TRADEMARK APPLICATIONS

TRADEMARKS

Name Date Filed or Serial Number Status

See attached

TRADEMARK APPLICATIONS

Name Date Filed Serial Number Status

See attached

Breathe Technologies IP Security Agt

No actions	TM Status
S (active)	s by Mark

Freune Lecunousies, Inc.	ices, iic.				No.	SEELES D	IN SHEELS BY WEEK
					Noa	ctions (No actions (active)
Trademark Name	Country Name	Class	App. No. App. Date	App. Date	Reg No.	Reg Date	Reg Date TM Status
ATLAS	United States	10	85083298	7/13/2010			Allowed
BREATHE TECHNOLOGIES	United States	10	85015112	4/15/2010	3969045	5/31/2011	5/31/2011 Registered
BREATHE. MOVE. LIVE.	United States	10	77628448	12/8/2008			Allowed
NIOV	United States	10	77967915	3/24/2010	4154573	6/5/2012	6/5/2012 Registered

SCHEDULE C

TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

Between Breathe Technologies, Inc., as You (Grantor) And TriplePoint Capital LLC, as Us (Grantee)

COPYRIGHT REGISTRATIONS

Registration Number Title Registration Date V&A No.

See attached

APPLICATIONS FOR COPYRIGHT REGISTRATIONS

Title Date Filed V&A No.

See attached

Breathe Technologies IP Security Agt

TRADEMARK
REEL: 005663 FRAME: 0945

6

Breathe Technologies, Inc. – Copyrights

The Breathe NIOV System – Clinician Instructions for Use Part Number PL-50-0036 Copyright 2011

The Breathe NIOV System – Patient Instructions for Use Part Number PL-50-0037 Copyright 2011



UNITED STATES PATENT AND TRADEMARK OFFICE

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

AUGUST 5, 2014

PTAS

GARY B. ROSENBAUM MCDERMOTT WILL & EMERY LLP 2049 CENTURY PARK EAST, SUITE 3800 LOS ANGELES, CA 90067 502917039

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RECORDATION DATE: 07/31/2014 REEL/FRAME: 033453/0074

NUMBER OF PAGES: 9

BRIEF: SECURITY INTEREST

DOCKET NUMBER: 082853-0010

ASSIGNOR:

BREATHE TECHNOLOGIES, INC. DOC DATE: 05/30/2014

ASSIGNEE:

TRIPLEPOINTCAPITAL LLC 2755 SAND HILL ROAD MENLO PARK, CALIFORNIA 94025

APPLICATION NUMBER: 13363149 FILING DATE: 01/31/2012

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR VENTILATION USING A NASAL

VENTILATION MASK WITH A MANIFOLD AND INTERNAL COMPLIANT TUBE AND

NASAL SEALING CUSHION ASSEMBLY

APPLICATION NUMBER: 13365917 FILING DATE: 02/03/2012

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR IMPROVING VENTILATION IN A LUNG

AREA

APPLICATION NUMBER: 13566902 FILING DATE: 08/03/2012

PATENT NUMBER: ISSUE DATE:

TITLE: SELECTIVE RAMPING OF THERAPEUTIC PRESSURE IN A PATIENT BREATHING

APPARATUS

APPLICATION NUMBER: 13572368 FILING DATE: 08/10/2012

ISSUE DATE: PATENT NUMBER:

TITLE: VENTILATION MASK WITH INTEGRATED PILOTED EXHALATION VALVE

APPLICATION NUMBER: 13657439 FILING DATE: 10/22/2012

PATENT NUMBER: ISSUE DATE:

TITLE: CONTINUOUS POSITIVE AIRWAY PRESSURE (CPAP) THERAPY USING

MEASUREMENTS OF SPEED AND PRESSURE

APPLICATION NUMBER: 13784561 FILING DATE: 03/04/2013

PATENT NUMBER: ISSUE DATE:

TITLE: VENTILATION MASK WITH INTEGRATED PILOTED EXHALATION VALVE

APPLICATION NUMBER: 13798931 FILING DATE: 03/13/2013

ISSUE DATE: PATENT NUMBER:

TITLE: VENTILATION MASK WITH INTEGRATED PILOTED EXHALATION VALVE

APPLICATION NUMBER: 13800156 FILING DATE: 03/13/2013

PATENT NUMBER: ISSUE DATE:

TITLE: VENTILATION MASK WITH HEAT AND MOISTURE EXCHANGE DEVICE

APPLICATION NUMBER: 13841189 FILING DATE: 03/15/2013

PATENT NUMBER: ISSUE DATE:

TITLE: DUAL PRESSURE SENSOR PATIENT VENTILATOR

APPLICATION NUMBER: 13849443 FILING DATE: 03/22/2013

PATENT NUMBER: ISSUE DATE: TITLE: PORTABLE VENTILATOR SECRETION MANAGEMENT SYSTEM

APPLICATION NUMBER: 13927008 FILING DATE: 06/25/2013

PATENT NUMBER: ISSUE DATE:

TITLE: DELIVERY ADAPTOR FOR VENTILATION SYSTEM

APPLICATION NUMBER: 13927016 FILING DATE: 06/25/2013

PATENT NUMBER: ISSUE DATE: TITLE: VENTILATOR WITH INTEGRATED COOLING SYSTEM

APPLICATION NUMBER: 13935362 FILING DATE: 07/03/2013

PATENT NUMBER: ISSUE DATE:

TITLE: RESPIRATORY CYCLE PATIENT VENTILATION FLOW LIMITATION DETECTION

APPLICATION NUMBER: 14020032 FILING DATE: 09/06/2013

PATENT NUMBER: ISSUE DATE:

TITLE: JET PUMP ADAPTOR FOR VENTILATION SYSTEM

APPLICATION NUMBER: 14020729 FILING DATE: 09/06/2013

PATENT NUMBER: ISSUE DATE:

TITLE: APNEA AND HYPOPNEA DETECTION

APPLICATION NUMBER: 14066490 FILING DATE: 10/29/2013

PATENT NUMBER: ISSUE DATE:

TITLE: METHODS, SYSTEMS AND DEVICES FOR HUMIDIFYING A RESPIRATORY TRACT

APPLICATION NUMBER: 14104842 FILING DATE: 12/12/2013

PATENT NUMBER: ISSUE DATE:

TITLE: CONTINUOUS POSITIVE AIRWAY PRESSURE THERAPY AUTO-TITRATION

APPLICATION NUMBER: 14181431 FILING DATE: 02/14/2014

PATENT NUMBER: ISSUE DATE:

TITLE: SLEEP DETECTION FOR CONTROLLING CONTINUOUS POSITIVE AIRWAY

PRESSURE THERAPY

APPLICATION NUMBER: 14181435 FILING DATE: 02/14/2014

PATENT NUMBER: ISSUE DATE:

TITLE: DETECTION OF PATIENT INTERFACE DISCONNECT FOR CONTROLLING

CONTINUOUS POSITIVE AIRWAY PRESSURE THERAPY

APPLICATION NUMBER: 29486429 FILING DATE: 03/28/2014

PATENT NUMBER: ISSUE DATE:

TITLE: SMALL PROFILE HEADGEAR ASSEMBLY

APPLICATION NUMBER: 61876127 FILING DATE: 09/10/2013

PATENT NUMBER: ISSUE DATE:

TITLE: ZERO PRESSURE START CONTINUOUS POSITIVE AIRWAY PRESSURE THERAPY

APPLICATION NUMBER: 61876135 FILING DATE: 09/10/2013

PATENT NUMBER: ISSUE DATE:

TITLE: CONTINUOUS POSITIVE AIRWAY PRESSURE THERAPY TARGET PRESSURE

COMFORT SIGNATURE

APPLICATION NUMBER: 61881360 FILING DATE: 09/23/2013

ISSUE DATE: PATENT NUMBER:

TITLE: ZERO PRESSURE START CONTINUOUS POSITIVE AIRWAY PRESSURE THERAPY

APPLICATION NUMBER: 61928110 FILING DATE: 01/16/2014

PATENT NUMBER: ISSUE DATE: TITLE: OXYGEN CONCENTRATOR WITH INTEGRATED ACCUMULATOR

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2013028062

TITLE:

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2013028069

TITLE:

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2013034850

TITLE:

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2013039019

TITLE:

APPLICATION NUMBER: FILING DATE: PATENT NUMBER: ISSUE DATE:

PCT NUMBER: US2013053066

TITLE:

ASSIGNMENT RECORDATION BRANCH PUBLIC RECORDS DIVISION

RECORDED: 11/09/2015