

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM362750

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	Grant of Security Interest in Intellectual Property Rights
RESUBMIT DOCUMENT ID:	900343366

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
eBay Enterprise, Inc.		11/02/2015	CORPORATION: PENNSYLVANIA
Innotrac, L.P.		11/02/2015	LIMITED PARTNERSHIP: GEORGIA

RECEIVING PARTY DATA

Name:	Morgan Stanley Senior Funding, Inc.
Street Address:	1300 Thames Street Wharf, 4th Floor
City:	Baltimore
State/Country:	MARYLAND
Postal Code:	21231
Entity Type:	Bank: UNITED STATES

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	2958613	DEAL HAVEN
Registration Number:	2414512	FOGDOG
Registration Number:	2527899	FOGDOG
Registration Number:	2590838	FOG DOG
Registration Number:	2587627	FOGDOG
Registration Number:	3233493	
Registration Number:	3190948	VENDORNET
Registration Number:	3596841	STORENET
Registration Number:	3041044	GSI COMMERCE
Serial Number:	75395829	INNOTRAC
Serial Number:	75389180	INNOTRAC
Serial Number:	75448648	
Serial Number:	85064061	SMARTHUB
Serial Number:	86784445	STORENET

CORRESPONDENCE DATA

TRADEMARK

Fax Number: 8004947512

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.

Phone: 202-370-4750

Email: ipteam@nationalcorp.com

Correspondent Name: Joanna McCall

Address Line 1: 1025 Vermont Ave NW, Suite 1130

Address Line 2: National Corporate Research, LTD

Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER:	F159310
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NAME OF SUBMITTER:	Amanda M. Mitchell
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SIGNATURE:	/Amanda M. Mitchell/
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DATE SIGNED:	11/18/2015
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Total Attachments: 10

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GRANT OF SECURITY INTEREST IN INTELLECTUAL PROPERTY RIGHTS

This GRANT OF SECURITY INTEREST IN INTELLECTUAL PROPERTY RIGHTS (“Agreement”), effective as of November 2, 2015 is made by EBAY ENTERPRISE, INC., a Pennsylvania corporation and INNOTRAC, L.P., a Georgia limited partnership (each a “Grantor” and collectively the “Grantors”) in favor of MORGAN STANLEY SENIOR FUNDING, INC., as Collateral Agent for the Secured Parties (in such capacity, together with its successors and assigns, the “Collateral Agent”), parties to the Credit Agreement, dated as of November 2, 2015 (as amended, supplemented or otherwise modified from time to time, the “Credit Agreement”).

WITNESSETH:

WHEREAS, pursuant to the Credit Agreement, the Lenders have severally agreed to make Loans and other extensions of credit to the Borrower upon the terms and subject to the conditions set forth therein; and

WHEREAS, in connection with the Credit Agreement, the Initial Grantors and certain other subsidiaries of the Borrower have executed and delivered a Second Lien Security Agreement, dated as of November 2, 2015, in favor of the Collateral Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the “Security Agreement”);

WHEREAS, pursuant to the Security Agreement, the Initial Grantors pledged and granted to the Collateral Agent for the benefit of the Collateral Agent and the Lenders a continuing security interest in all Intellectual Property; and

WHEREAS, each Grantor has duly authorized the execution, delivery and performance of this Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Lenders to make Loans and other financial accommodations to the Borrower pursuant to the Credit Agreement, each Grantor agrees, for the benefit of the Collateral Agent and the Lenders, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement and the Security Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, including the Guaranty, each Grantor hereby assigns and pledges to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, and hereby grants to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest (the “Security Interest”) in all right, title and interest in and to any and all of the Grantor’s right, title and interest in, to and under the Intellectual Property listed on Schedule A hereto (collectively, the “Collateral”), to the Collateral

Agent for the benefit of the Collateral Agent and the Lenders to secure payment, performance and observance of the Obligations.

SECTION 3. Purpose. This Agreement has been executed and delivered by the Grantors for the purpose of recording the grant of Security Interest herein with the United States Patent and Trademark Office and the United States Copyright Office. The security interest granted hereby has been granted to the Lenders in connection with the Security Agreement and is expressly subject to the terms and conditions thereof. The Security Agreement (and all rights and remedies of the Lenders thereunder) shall remain in full force and effect in accordance with its terms.


SECTION 4. Acknowledgment. Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Lenders with respect to the security interest in the Intellectual Property granted hereby are more fully set forth in the Credit Agreement and the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the terms of the Security Agreement, the terms of the Security Agreement shall govern.

SECTION 5. Counterparts. This Agreement may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

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IN WITNESS WHEREOF, the Grantors and the Collateral Agent have duly executed this Agreement as of the day and year first above written.

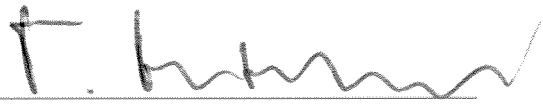
EBAY ENTERPRISE, INC.
as a Grantor

By: 
Name: Tobias Hartmann
Title: President

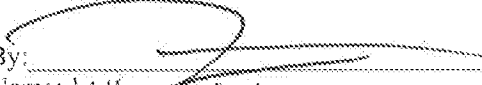
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INNOTRAC, L.P.
as a Grantor

By: 
Name: Tobias Hartmann
Title: President

MORGAN STANLEY SENIOR FUNDING, INC.
as Collateral Agent

By: 
Name: William Graham
Title: Managing Director

[Signature Page to Second Lien Intellectual Property Security Agreement]

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SCHEDULE A

Patents and Patent Applications

Issued Patents:

Owner	Jurisdiction	Patent No.	Title
eBay Enterprise, Inc.	U.S.	9,053,511	SWIPABLE PRODUCT SWATCHING
eBay Enterprise, Inc.	U.S.	6,263,317	WEB SALES CHANNEL CONFLICT RESOLUTION SYSTEM

Patent Applications:

Owner	Jurisdiction	Application Number	Title
eBay Enterprise, Inc..	U.S.	13/721,754	SYSTEMS AND METHODS FOR QUALITY ASSURANCE AUTOMATION
eBay Enterprise, Inc.	U.S.	13/608,200	INFORMATION AND ACTION BAR FOR A USER INTERFACE
eBay Enterprise, Inc.	U.S.	14/100,216	INFORMATION AND ACTION BAR FOR A USER INTERFACE
eBay Enterprise, Inc.	U.S.	13/946,435	METHODS AND APPARATUS FOR CHARACTER SET CONTROL, VERIFICATION AND REPORTING
eBay Enterprise, Inc.	U.S.	14/541,761	METHODS, SYSTEMS, AND APPARATUS FOR DYNAMIC CONSUMER SEGMENTATION
eBay Enterprise, Inc..	U.S.	14/698,741	SWIPABLE PRODUCT SWATCHING
eBay Enterprise, Inc.	U.S.	14/076,905	SYSTEMS AND METHODS FOR MULTI-LEVEL RETAILING
eBay Enterprise, Inc.	U.S.	14/133,539	CACHING WEB CONTENT USING MULTIPLE KEYS
eBay Enterprise, Inc.	U.S.	14/523,498	IDENTIFYING VERSIONS OF AN ASSET THAT MATCH A SEARCH
eBay Enterprise, Inc.	U.S.	14/190,994	PRIVACY RESTRICTED PHOTO GALLERY NAVIGATION FOR MOBILE DEVICES
eBay Enterprise, Inc.	U.S.	62/049,734	TEMPORARY WAREHOUSES
eBay Enterprise, Inc.	U.S.	14/587,649	DISTRIBUTED AUTHENTICATION FOR MOBILE DEVICES
eBay Enterprise, Inc.	U.S.	14/587,764	TEMPORARY WAREHOUSE MARKETPLACE
eBay Enterprise, Inc.	U.S.	14/587,789	TEMPORARY WAREHOUSE RECRUITER

Owner	Jurisdiction	Application Number	Title
eBay Enterprise, Inc.	U.S.	14/587,815	TEMPORARY WAREHOUSE LOCATOR
eBay Enterprise, Inc.	U.S.	14/582,026	PREVENTING PHOTOGRAPHS OF UNINTENDED SUBJECTS
eBay Enterprise, Inc.	U.S.	14/559,849	MANAGING AND CONTROLLING TRAVEL FOR A CONVOY OF VEHICLES
eBay Enterprise, Inc.	U.S.	14/555,107	SYSTEMS AND METHODS TO DISPLAY CONTEXTUAL INFORMATION

Trademarks and Trademark Applications

Trademark Registrations:

Registered Owner	Jurisdiction	Trademark Description	Registration Number	Registration Date
eBay Enterprise, Inc.	U.S.	DEAL HAVEN	2958613	May 31, 2005
eBay Enterprise, Inc.	U.S.	FOGDOG	2414512	December 19, 2000
eBay Enterprise, Inc.	U.S.	FOGDOG	2527899	January 8, 2002
eBay Enterprise, Inc.	U.S.	FOGDOG & Design	2590838	July 9, 2002
eBay Enterprise, Inc.	U.S.	FOGDOG (Stylized)	2587627	July 2, 2002
eBay Enterprise, Inc.	U.S.	Miscellaneous (Globe) Design	3233493	April 24, 2007
eBay Enterprise, Inc.	U.S.	VENDORNET	3190948	January 2, 2007
eBay Enterprise, Inc.	U.S.	STORENET	3596841	March 24, 2009
eBay Enterprise, Inc.	U.S.	GSI COMMERCE	3041044	January 10, 2006
Innotrac, L.P.	U.S.	INNOTRAC	75395829	November 14, 2000
Innotrac, L.P.	U.S.	INNOTRAC	75389180	November 7, 2000
Innotrac, L.P.	U.S.	Design Only	75448648	November 21, 2000
Innotrac, L.P.	U.S.	SMARTHUB	85064061	October 25, 2011

Trademark Applications:

Registered Owner	Jurisdiction	Trademark Description	Serial Number	Filing Date
eBay Enterprise, Inc.	U.S.	STORENET	86784445	October 11, 2015

Copyright Registrations

Registered Owner	Jurisdiction	Copyright Title	Registration Number	Filing Date
eBay Enterprise, Inc.	U.S.	Group registration for automated database titled "Sporting goods database" : printed updates from January 1, 2000 to March 31, 2005.	TX0006219545	May 13, 2015
eBay Enterprise, Inc.	U.S.	Group registration for automated database titled Sporting goods database : pub. updates from April 1, 2005 to June 30, 2005.	TX0006223601	August 16, 2005
eBay Enterprise, Inc.	U.S.	Group registration for automated database titled, Sporting goods database : pub. updates from October 1, 2005 to December 31, 2005.	TX0006332524	January 23, 2006
eBay Enterprise, Inc.	U.S.	Group registration for automated database titled : Sporting goods database : published updates from April 1, 2006 to June 30, 2006.	TX0006566483	December 22, 2006
eBay Enterprise, Inc.	U.S.	Group registration for automated database titled Sporting goods database, published updates from January 1, 2006 to March 31, 2006.	TX0006372671	April 26, 2006
eBay Enterprise, Inc.	U.S.	Group registration for automated database titled "Sporting goods database" : published updates from January 1, 2007 to March 31, 2007.	TX0006574519	April 30, 2007
eBay Enterprise, Inc.	U.S.	Group registration for automated database titled "Sporting goods database," published updates from July 1, 2005 to September 30, 2005.	TX0006273021	December 9, 2005
eBay Enterprise, Inc.	U.S.	Group registration for automated database titled Sporting goods database : published updates from July 1, 2006 to September 30, 2006.	TX0006486791	December 11, 2006
eBay Enterprise, Inc.	U.S.	Group Registration for automated database titled Sporting Goods Database; published updates from 4/1/2009 to 6/24/2009; updated weekly.	VA0001746078	November 11, 2009

Registered Owner	Jurisdiction	Copyright Title	Registration Number	Filing Date
eBay Enterprise, Inc.	U.S.	Group Registration for automated database titled Sporting Goods Database; published updates from 7/6/2009 to 9/29/2009; updated weekly.	VA0001746087	February 25, 2010
eBay Enterprise, Inc.	U.S.	Group Registration for automated database titled Sporting Goods Database; published updates from 10/13/2009 to 12/16/2009; updated weekly.	VA0001746083	February 26, 2010
eBay Enterprise, Inc.	U.S.	Sporting goods database & 1 other title.	V3599D180	August 12, 2011
eBay Enterprise, Inc.	U.S.	Sporting goods database & 1 other title.	V3594 D441 P1-24	March 16, 2011
eBay Enterprise, Inc.	U.S.	"Sporting Goods Database" published updates from April 1, 2007 to June 30, 2007; June 10, 2007; updated weekly.	TX0007190650	August 12, 2010
eBay Enterprise, Inc.	U.S.	"Sporting Goods Database"; published updates from January 1, 2008 to March 31, 2008. Representative publication date January 1, 2008; updated weekly.	TX0007233660	July 7, 2008
eBay Enterprise, Inc.	U.S.	"Sporting Goods Database"; published updates from January 1, 2009 to March 31, 2009; Representative date March 1, 2009; updated weekly.	TX0007271571	December 24, 2009
eBay Enterprise, Inc.	U.S.	Sporting Goods Database; published updates from July 1, 2008 to September 30, 2008. July 1, 2008; updated weekly.	TX0007362219	December 19, 2008
eBay Enterprise, Inc.	U.S.	Sporting Goods Database"; published updates from October 1, 2007 to December 31, 2007; October 1, 2007; updated weekly.	TX0007215811	March 25, 2008
eBay Enterprise, Inc.	U.S.	Sporting Goods Database; published updates from October 1, 2008 to December 31, 2008. October 1, 2008; updated weekly.	TX0007418329	May 4, 2009
eBay Enterprise, Inc.	U.S.	Product Overview.	TX0007275050	July 1, 2010

Registered Owner	Jurisdiction	Copyright Title	Registration Number	Filing Date
eBay Enterprise, Inc.	U.S.	Dropship Manager.	TX0007275226	July 1, 2010
eBay Enterprise, Inc.	U.S.	Sporting goods database & 1 other title.	V3593 D033 P1-14	March 18, 2011
eBay Enterprise, Inc.	U.S.	Stock PO Manager.	TX0007275262	July 1, 2010