

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM370519

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest In Trademarks Previously Recorded At Reel/Frame (5036/0526)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of Montreal, as Administrative Agent (acting through its Chicago Branch, BMO Harris Bank)		01/25/2016	a Canadian Chartered Bank: CANADA

RECEIVING PARTY DATA

Name:	ShopperTrak RCT Corporation
Street Address:	233 S. Wacker Drive
Internal Address:	41st Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	4529752	FASTLANE
Registration Number:	4238172	FLASH TRAFFIC
Registration Number:	2813161	ORBIT
Registration Number:	1674091	SHOPPERTRAK
Registration Number:	2815087	SHOPPERTRAK
Registration Number:	4459740	SHOPPERTRAK POWER HOURS
Registration Number:	3236400	SHOPPERTRAK RETAIL TRAFFIC INDEX
Registration Number:	3990910	SHOPPERTRAK VANTAGEPOINT
Serial Number:	77896668	INSIDETRAK
Serial Number:	85253253	SHOPPERTRAK STAR

CORRESPONDENCE DATA

Fax Number: 6502515002

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: 6502515106

Email: jnull@stblaw.com

TRADEMARK

Correspondent Name: Amber Harezlak
Address Line 1: 2475 Hanover Street
Address Line 4: Palo Alto, CALIFORNIA 94304

ATTORNEY DOCKET NUMBER: 094371/0047

NAME OF SUBMITTER: J. Jason Mull

SIGNATURE: /J. Jason Mull/

DATE SIGNED: 01/26/2016

Total Attachments: 4

source=Trademark Release - BMO signed#page1.tif
source=Trademark Release - BMO signed#page2.tif
source=Trademark Release - BMO signed#page3.tif
source=Trademark Release - BMO signed#page4.tif

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "**Release**") is made as of January 25, 2016 ("**Effective Date**") from Bank of Montreal, a Canadian chartered bank acting through its Chicago branch, as Administrative Agent for the benefit of the Lenders (in such capacity, the "**Administrative Agent**") to ShopperTrak RCT Corporation, an Illinois corporation (the "**Debtor**").

WHEREAS, the Debtor and the Administrative Agent have entered into that certain Amended and Restated Security Agreement dated May 28, 2013 (as the same may be amended, modified or restated from time to time, the "**Security Agreement**") in favor of the Administrative Agent;

WHEREAS, pursuant to the terms and conditions of the Security Agreement, the Debtor and its direct and indirect domestic subsidiaries (each a "**Guarantor**") pledged and granted to the Administrative Agent, for the benefit of the Lenders, a continuing security interest in all right, title and interest of each Guarantor in (i) each trademark, trademark registration and trademark application listed on Schedule I hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration and trademark application, and (ii) all proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any trademark, trademark registration or trademark application listed on Schedule I hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right to sue for and collect said damages (the "**Trademark Collateral**"); and

WHEREAS, pursuant to the Security Agreement, each Guarantor and the Administrative Agent entered into that certain Trademark Collateral Agreement dated May 28, 2013 (the "**Trademark Security Agreement**"), recorded with the United States Patent and Trademark Office on May 29, 2013 at Reel 005036, Frame 0526;

NOW, THEREFORE, without recourse and without representation and warranty and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby (i) terminates, cancels and releases any and all security interests it has against the Trademark Collateral, and (ii) terminates the Trademark Security Agreement with respect to such Trademark Collateral, and any right, title or interest of the Administrative Agent in such Trademark Collateral shall hereby cease and become void.

The Administrative Agent shall take all further actions, and provide to each Guarantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by each Guarantor to more fully and effectively effectuate the purposes of this Release.

This Release and the rights and obligations of the parties hereunder shall be construed in accordance with and be governed by the law of the State of New York, without regard to any conflicts of laws principles that would require or permit the laws of any other jurisdiction to apply.

The Administrative Agent hereby authorizes and requests that the Commissioner of Patents and Trademarks record this Release.

* * * * *

KE.

IN WITNESS WHEREOF, the undersigned has executed this Release by its duly authorized representative as of the Effective Date.

BMO Harris Bank

~~Bank of Montreal,~~

As Administrative Agent

By:

John A. Nestke

Name:

John A. Nestke

Title:

Managing Director

[Signature Page to Release of Security Interest in Trademarks]

TRADEMARK
REEL: 005715 FRAME: 0932

IN WITNESS WHEREOF, the undersigned has acknowledged this Release by its duly authorized representative as of the Effective Date

ShopperTrak RCT Corporation

By: 

Name: Bill C. Brown

Title: CEO

[Signature Page to Release of Security Interest in Trademarks]

SCHEDULE I
TRADEMARKS

Trademark	Registration No.	Application No.	Owner
FASTLANE	4,529,752	77845173	ShopperTrak RCT Corporation
FLASH TRAFFIC	4,238,172	85097014	ShopperTrak RCT Corporation
INSIDETRAK	N/A	77896668	ShopperTrak RCT Corporation
ORBIT	2,813,161	78228961	ShopperTrak RCT Corporation
SHOPPERTRAK	1,674,091	74135360	ShopperTrak RCT Corporation
SHOPPERTRAK	2,815,087	78225104	ShopperTrak RCT Corporation
SHOPPERTRAK POWER HOURS	4,459,740	85606837	ShopperTrak RCT Corporation
SHOPPERTRAK RETAIL TRAFFIC INDEX	3,236,400	78772456	ShopperTrak RCT Corporation
SHOPPERTRAK STAR	N/A	85253253	ShopperTrak RCT Corporation
SHOPPERTRAK VANTAGEPOINT	3,990,910	77968661	ShopperTrak RCT Corporation