

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM381826

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST
<b>RESUBMIT DOCUMENT ID:</b>	900360916

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
INTELEPEER CLOUD COMMUNICATIONS, LLC		03/28/2016	Limited Liability Company: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	PARTNERS FOR GROWTH IV, L.P.
<b>Street Address:</b>	1660 TIBURON BLVD.
<b>Internal Address:</b>	SUITE D
<b>City:</b>	TIBURON
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94920
<b>Entity Type:</b>	Corporation: DELAWARE

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	4123218	MEDIA PEERING GRID
Registration Number:	4758132	CORECLOUD
Registration Number:	4441306	FLUENT
Registration Number:	3896826	APPWORX
Registration Number:	3803578	INTELEPEER
Registration Number:	3864807	INTELEPEER
Registration Number:	3796068	INTELEPEER
Registration Number:	3793567	INTELEPEER
Registration Number:	3835519	INTELEPEER
Registration Number:	3852607	INTELEPEER APPWORX
Registration Number:	4644193	SUPERREGISTRY

**CORRESPONDENCE DATA**

Fax Number: 4157385371

*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: 4143813283

Email: ben@greenspan-law.com

**TRADEMARK**

**Correspondent Name:** Benjamin Greenspan  
**Address Line 1:** 620 Laguna Rd  
**Address Line 4:** Mill Valley, CALIFORNIA 94941

**ATTORNEY DOCKET NUMBER:** PFG4-INTELEPEER

**NAME OF SUBMITTER:** Benjamin Greenspan

**SIGNATURE:** /bg/

**DATE SIGNED:** 04/25/2016

**Total Attachments: 3**

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TRADEMARK COLLATERAL AGREEMENT AND NOTICE

This Trademark Collateral Agreement and Notice dated as of March 28, 2016 ("Trademark Agreement"), is between IntelPeer Cloud Communications, LLC, a Delaware limited liability company with its principal place of business at 75 South Quebec Street, Suite 190, Centennial, CO 80111 ("Assignor") and Partners for Growth IV, L.P., 1660 Tiburon Blvd., Suite D, Tiburon, California 94920 ("Assignee") pursuant to a Loan and Security Agreement, an Intellectual Property Security Agreement of even date herewith by and among Assignor and Assignee (the "IP Security Agreement") and pursuant to certain other loan documents referenced therein (collectively, the "Loan Documents").

WHEREAS, Assignor is the owner of certain trademarks, including all federal applications and/or registrations therefor, together with the goodwill of the business connected with the use of and symbolized thereby, as listed on Exhibit 1 hereto (the "Marks"); and

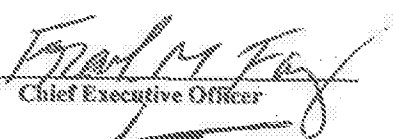
WHEREAS, Assignee has agreed to extend certain credit to Assignor on condition that the Assignor pledge and grant to Assignee as collateral for the Obligations (as defined in the Loan Documents) a security interest and lien in and to the Marks and all proceeds thereof and all other related claims and rights as more fully described in the IP Security Agreement in favor of the Assignee, by and among Assignor and Assignee;

NOW THEREFORE, for good and valuable consideration, as security for the due and timely payment and performance of the Obligations, Assignor hereby pledges and grants to Assignee a security interest and lien in and to the Marks and all proceeds thereof and gives notice of such security interest and the existence of such Security Agreement providing therefor.

Executed as of the date first above written.

Assignor:

INTELEPEER CLOUD COMMUNICATIONS, LLC

By  Chief Executive Officer

By \_\_\_\_\_ Secretary

Assignee:

PARTNERS FOR GROWTH IV, L.P.

By \_\_\_\_\_

Name: \_\_\_\_\_

Title: Manager, Partners for Growth IV, LLC  
Its General Partner

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WHEREAS, Assignor is the owner of certain trademarks, including all federal applications and/or registrations therefor, together with the goodwill of the business connected with the use of and symbolized thereby, as listed on Exhibit 1 hereto (the "Marks"); and

WHEREAS, Assignee has agreed to extend certain credit to Assignor on condition that the Assignor pledge and grant to Assignee as collateral for the Obligations (as defined in the Loan Documents) a security interest and lien in and to the Marks and all proceeds thereof and all other related claims and rights as more fully described in the IP Security Agreement in favor of the Assignee, by and among Assignor and Assignee;

NOW THEREFORE, for good and valuable consideration, as security for the due and timely payment and performance of the Obligations, Assignor hereby pledges and grants to Assignee a security interest and lien in and to the Marks and all proceeds thereof and gives notice of such security interest and the existence of such Security Agreement providing therefor.

Executed as of the date first above written.

Assignor:

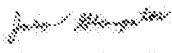
**INTELEPEER CLOUD COMMUNICATIONS, LLC**

By \_\_\_\_\_  
Chief Executive Officer

By \_\_\_\_\_  
Secretary

Assignee:

**PARTNERS FOR GROWTH IV, L.P.**

By  \_\_\_\_\_

Name: Jason Georgatos

Title: **Manager, Partners for Growth IV, LLC  
Its General Partner**

**EXHIBIT 1**

**INTELEPEER CLOUD COMMUNICATIONS, LLC**

**Trademark Schedule**

<b>Country</b>	<b>Application Number</b>	<b>Serial Number - Registration Number</b>	<b>Date</b>	<b>Mark</b>	<b>Owner</b>
US	85/238,656	4,123,218	4/3/2012	MEDIA PEERING GRID	IntelPeer Cloud Communications LLC
US	85/307,448	4,758,132	6/23/2015	CORECLOUD	IntelPeer Cloud Communications LLC
US	85/754,171	4,441,306	11/26/2013	FLUENT	IntelPeer Cloud Communications LLC
US	85/307,448	4,758,132	6/23/2015	CORECLOUD	IntelPeer Cloud Communications LLC
US	85/023,145	3,896,826	12/28/2010	APPWORX	IntelPeer Cloud Communications LLC
US	85/754,171	4,441,306	11/26/2013	FLUENT	IntelPeer Cloud Communications LLC
US	77/260,067	3,803,578	6/15/2010	INTELEPEER	IntelPeer Cloud Communications LLC
US	77/260,059	3,864,807	10/19/2010	INTELEPEER	IntelPeer Cloud Communications LLC
US	77/260,040	3,796,068	6/1/2010	INTELEPEER	IntelPeer Cloud Communications LLC
US	77/259,994	3,793,567	5/25/2010	INTELEPEER	IntelPeer Cloud Communications LLC
US	77/260,074	3,835,519	8/17/2010	INTELEPEER	IntelPeer Cloud Communications LLC
US	77/867,538	3,852,607	9/28/2010	INTELEPEER APPWORX	IntelPeer Cloud Communications LLC
US	86/219,026	4,644,193	11/25/2014	SUPERREGISTRY	IntelPeer Cloud Communications LLC