900364118 05/11/2016

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 ETAS ID: TM383959

Stylesheet Version v1.2

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	SECURITY INTEREST
RESUBMIT DOCUMENT ID:	900362648

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SHIFT COMMUNICATIONS INC.		04/27/2016	Corporation: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Bank of Montreal	
Street Address:	105 St-Jacques Street	
Internal Address:	3rd Floor	
City:	Montreal (Quebec)	
State/Country:	CANADA	
Postal Code:	H2Y 1L6	
Entity Type:	a bank chartered under the Bank Act: CANADA	

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	86063706	SHIFT COMMUNICATIONS

CORRESPONDENCE DATA

Fax Number: 8165317545

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: (816) 460-2400

Email: brian.mcginley@dentons.com,

anita.hansen@dentons.com,doug.wingo@dentons.com

Correspondent Name:Brian R. McGinleyAddress Line 1:Dentons US LLPAddress Line 2:P. O. Box 061080

Address Line 4: Chicago, ILLINOIS 60606-1080

ATTORNEY DOCKET NUMBER: 09773150-000080 (004974)

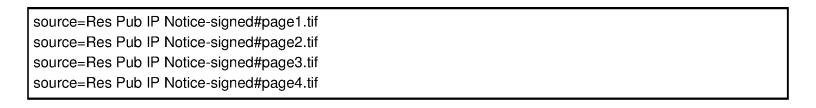
NAME OF SUBMITTER: BRIAN R. MCGINLEY

SIGNATURE: /Brian R McGinley/

DATE SIGNED: 05/11/2016

Total Attachments: 4

TRADEMARK 900364118 REEL: 005787 FRAME: 0441



TRADEMARK REEL: 005787 FRAME: 0442

NOTICE OF TRADEMARK SECURITY INTEREST

This Notice of Trademark Security Interest (this "Notice") is entered into and effective as of April 27, 2016, by and between SHIFT COMMUNICATIONS INC., a Massachusetts corporation ("Grantor"), and BANK OF MONTREAL (together with its successors and assigns "Grantee") (collectively, the "Parties").

WHEREAS Grantor has granted to Grantee a security interest in, among other things, all right, title and interests of Grantor in and to Grantor's trademarks, including without limitation the trademarks listed on Schedule A hereto, owned by Grantor (the "Trademarks"), pursuant to that certain Supplement to General Security and Pledge Agreement executed on or about April 27, 2016 (the "Security Agreement"); and,

WHEREAS the Parties desire to record this Notice with the United States Patent and Trademark Office to provide third parties with notice of the grant of security interest described in the preceding paragraph above (the "Security Interest").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

- 1. The Parties agree that this Notice may be recorded with the United States Patent and Trademark Office and such other authorities as Grantee desires to provide notice to third parties of the Security Interest granted under the Security Agreement. Notwithstanding the foregoing, nothing herein shall be deemed to supersede, nor shall anything herein be used for the purpose of interpreting, the Security Agreement, and this Notice is not intended to alter in any way the rights or obligations of the Parties set forth in the Security Agreement. For the avoidance of doubt, if the terms of this Notice conflict with the Security Agreement, the terms of the Security Agreement shall govern.
- 2. This Notice may be executed in counterparts, each of which shall constitute an original and all of which shall, when taken together, constitute one and the same agreement, notwithstanding that all parties may not have signed all counterparts of this Notice.

Remainder of page intentionally blank. Signature page follows.

TRADEMARK REEL: 005787 FRAME: 0443

IN WITNESS WHEREOF, the Parties have entered into this Notice by and through their duly authorized representatives.

GRANTOR:

SHIFT COMMUNICATIONS INC.

By: Name: Royal Poulin

Title: Chief Financial Officer

Notice of Trademark Security Interest Signature Page

> TRADEMARK REEL: 005787 FRAME: 0444

IN WITNESS WHEREOF, the Parties have entered into this Notice by and through their duly authorized representatives.

GRANTEE:

BANK OF MONTREAL

By: Name: Title:

Frédéric Poisson Managing Director

By: Name

Jean-François Benoît

Title:

Director

Notice of Trademark Security Interest Signature Page

SCHEDULE A

TRADEMARKS

<u>Nature of Right</u> <u>Name or Description</u> <u>Registration Office</u> <u>Registration or Application</u>

No.

Trademark Application SHIFT USPTO App 86063706

COMMUNICATIONS

RECORDED: 04/29/2016

TRADEMARK REEL: 005787 FRAME: 0446