

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM383959

| | | | |
|---|--|-----------------------|-------------------------------|
| 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 | | |
| <i>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.</i> | | | |
| Phone: | (816) 460-2400 | | |
| Email: | brian.mcginley@dentons.com, anita.hansen@dentons.com,doug.wingo@dentons.com | | |
| Correspondent Name: | Brian R. McGinley | | |
| Address Line 1: | Dentons US LLP | | |
| Address 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 | | | |

source=Res Pub IP Notice-signed#page1.tif

source=Res Pub IP Notice-signed#page2.tif

source=Res Pub IP Notice-signed#page3.tif

source=Res Pub IP Notice-signed#page4.tif

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.***

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: Frédéric Poisson
Title: Managing Director


By: _____
Name: Jean-François Benoît
Title: Director

Notice of Trademark Security Interest
Signature Page

TRADEMARK
REEL: 005787 FRAME: 0445

SCHEDULE A

TRADEMARKS

| <u>Nature of Right</u> | <u>Name or Description</u> | <u>Registration Office</u> | <u>Registration or Application No.</u> |
|------------------------|----------------------------|----------------------------|--|
| Trademark Application | SHIFT COMMUNICATIONS | USPTO | App 86063706 |