

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM394108

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SECUREAUTH CORPORATION		07/29/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	WESTERN ALLIANCE BANK		
Street Address:	55 ALMADEN BOULEVARD		
City:	SAN JOSE		
State/Country:	CALIFORNIA		
Postal Code:	95113		
Entity Type:	Corporation: ARIZONA		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4293446	ASSERT YOUR IDENTITY	
Registration Number:	3516141	S	
Registration Number:	4461966	S	
Registration Number:	3403272	SECUREAUTH	
Registration Number:	4926187	SECUREAUTH	
CORRESPONDENCE DATA			
Fax Number:	8585506420		
<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:	858-550-6433		
Email:	jmfitzpatrick@cooley.com		
Correspondent Name:	JENNIFER FITZPATRICK		
Address Line 1:	C/O COOLEY LLP		
Address Line 2:	4401 EASTGATE MALL		
Address Line 4:	SAN DIEGO, CALIFORNIA 48152		
ATTORNEY DOCKET NUMBER:	305983-1158		
NAME OF SUBMITTER:	JENNIFER FITZPATRICK		
SIGNATURE:	/JENNIFER FITZPATRICK/		
DATE SIGNED:	08/08/2016		

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Total Attachments: 15

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT, dated as of July 29 2016, (the "Agreement") by and between WESTERN ALLIANCE BANK, an Arizona corporation ("Bank") and SECUREAUTH CORPORATION, ("Grantor") is made with reference to the Loan and Security Agreement, dated as of July 29 2016 (as amended from time to time, the "Loan Agreement"), between Bank and Grantor. Terms defined in the Loan Agreement have the same meaning when used in this Agreement.

For good and valuable consideration, receipt of which is hereby acknowledged, Grantor hereby covenants and agrees as follows:

To secure the Obligations under the Loan Agreement, Grantor grants to Bank a security interest in all right, title, and interest of Grantor in any of the following, whether now existing or hereafter acquired or created in any and all of the following property (collectively, the "Intellectual Property Collateral"):

(a) copyright rights, copyright applications, copyright registrations and like protections in each work or authorship and derivative work thereof, whether published or unpublished and whether or not the same also constitutes a trade secret, now or hereafter existing, created, acquired or held (collectively, the "Copyrights"), including the Copyrights described in Exhibit A;

(b) trademark and servicemark rights, whether registered or not, applications to register and registrations of the same and like protections, and the entire goodwill of the business of Borrower connected with and symbolized by such trademarks (collectively, the "Trademarks"), including the Trademarks described in Exhibit B;

(c) patents, patent applications and like protections including without limitation improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same (collectively, the "Patents"), including the Patents described in Exhibit C;

(d) mask work or similar rights available for the protection of semiconductor chips or other products (collectively, the "Mask Works");

(e) trade secrets, and any and all intellectual property rights in computer software and computer software products;

(f) design rights;

(g) claims for damages by way of past, present and future infringement of any of the rights included above, with the right, but not the obligation, to sue for and collect such damages for said use or infringement of the intellectual property rights identified above;

(h) licenses or other rights to use any of the Copyrights, Patents, Trademarks, or Mask Works, and all license fees and royalties arising from such use to the extent permitted by such license or rights;

(i) amendments, renewals and extensions of any of the Copyrights, Trademarks, Patents, or Mask Works; and

(j) proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing.

The rights and remedies of Bank with respect to the security interests granted hereunder are in addition to those set forth in the Loan Agreement, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein, and the exercise by Bank of any one or more of such rights, powers or remedies does not preclude the simultaneous or later exercise by Bank of any other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTOR:

SECUREAUTH CORPORATION

By: 

Name: Tom Stewart

Title: Chief Financial Officer

BANK:

WESTERN ALLIANCE BANK, an Arizona corporation

By: 

Name: Leanna Lynch

Title: Relationship Mgr

Address for Notices:

SecureAuth Corporation
8965 Research Drive
Irvine, CA 92618
Attn: Thomas Stewart & Gene Kim
EMAIL: tstewart@secureauth.com &
gkim@secureauth.com

and

Perkins Cole LLP
131 S. Dearborn Street
Suite 1700
Chicago, IL 60603-5559
Attn: Kurt J. Neumann
FAX: (312) 324-9539
EMAIL: kneumann@perkinscole.com

and from August 1, 2016 and thereafter:

SecureAuth Corporation
8845 Irvine Center Drive
Suite 200
Irvine, CA 92618
Attn: Thomas Stewart & Gene Kim
EMAIL: tstewart@secureauth.com &
gkim@secureauth.com

Address for Notices:

WESTERN ALLIANCE BANK
55 Almaden Blvd.
San Jose, CA 95113
Attn: Note Department
FAX: (408) 282-1681
EMAIL: notedepartment@bridgebank.com

and



WESTERN ALLIANCE BANK
3200 Park Center Plaza, Suite 350
Costa Mesa, CA 92626
Attn: Leanna Lynch
EMAIL: leanna.lynch@bridgebank.com

EXHIBIT A
COPYRIGHTS

Please Check if No Copyrights Exist

<u>Description</u>	<u>Registration Number</u>	<u>Registration Date</u>
SecureAuth Custom Spring Authenticator Setup.	TX0007979880	02/24/2015
SecureAuth Custom Spring Authenticator Source Code.	TX0007979858	02/24/2015
SecureAuth IdP 2014 Source Code.	TX0007980138	02/26/2015
SecureAuth Tomcat Authenticator Setup.	TX0007979863	02/24/2015
SecureAuth Tomcat Authenticator Source Code.	TX0007979846	02/24/2015

EXHIBIT B
TRADEMARKS

Ref. No.	Mark	Goods/Services	App. No./	Reg. No./	Status
AUTH.015T	ASSERT YOUR IDENTITY	Providing user authentication services in e-commerce transactions in Class 45	85604329 04/20/12	4293446 02/19/13	Registered; Declaration of Use between 02/19/18 – 02/19/19
AUTH.008T		Computer e-commerce software to allow users to perform electronic business via a global computer network in Class 9	77424969 3/18/08	3516141 10/15/08	Registered; Declaration of Use & application due between 10/15/17 – 10/15/18
AUTH.022T		Computer security services, namely, restricting access to and by computer networks and resources; Computer security services in the nature of access privilege enforcement services, namely, enforcing, restricting and controlling access privileges of users of computing resources for cloud, mobile, or network resources based on assigned credentials in Class 42	85/933239 05/15/13	4461966 01/07/14	Registered; Declaration of Use between 01/07/19 – 01/07/20

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REEL: 005848 FRAME: 0596

AUTH:003T	SECUREAUTH	Computer e-commerce software to allow users to perform electronic business via a global computer network in Class 9	78798679 01/25/06	3403272 03/25/08	Registered: Declaration of Use Renewal Application due 03/25/17 – 03/25/18
AUTH:019 T	SECUREAUTH	<p>Computer security services, namely, enforcing, restricting and controlling privileges of users of computing resources for cloud, mobile, or network based on assigned credentials in Class 42</p> <p>Providing authentication, issuance, and validation of digital identity certificates web-based software applications for computers and mobile computing</p> <p>Providing authentication, issuance, and validation of digital identity certificates web-connected network systems, resources, and controls; Providing issuance, and validation of digital identity certificates for networked processes such as passwords, user management, and help desk management</p> <p>certificates for web-connected network system users; Computer security services the nature of providing authentication, issuance, validation and revocation of certificates; Identification verification services, namely, providing authentication personal identification information; Identification verification services, providing authentication information; Identification verification information via validation secure storage and transmitting such information via the internet; Computer services in the nature of providing an internet trust center, namely, security assurance and administration of digital keys, digital certificates, and other authentication artifacts in Class 45</p>	85/92976 06/10/14	4926187 03/29/16	Registered: Declaration of Use & Renewal Application due between 03/29/21-03/29/26

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EXHIBIT C

PATENTS

CASE	TITLE	INVENTION NICKNAME / DESCRIPTION	APPL. NO. FILING DATE	REG. NO. ISSUE DATE	STATUS
AUTH.001A Assignment Recorded 61612007 019403/0800	SYSTEM & METHOD FOR FACILITATING SECURE ONLINE  TRANSACTIONS	Validation of X.509 Certificates	11/702,371 02/05/2007	8,327,142 12/4/2012	ISSUED US 2008-0077796 A 1 U.S. Patent No. 8,327,142
Name Change to SecureAuth Corp. Recorded 712912010 024763/0212					
AUTH.001C1 Assignment Recorded 1/31/2013 POA Accepted 27/2013	FACILITATING SECURE ONLINE TRANSACTIONS	Validation of X.509 Certificates (2)	13/692,841 12/3/2012	8,700,901 4/15/2014	ISSUED US 2008-0077796 A 1 U.S. Patent No. 8,700,901

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AUTH.001C2	FACILITATING SECURE ONLINE TRANSACTIONS	Validation of X.509 Certificates (3)	14/228,165 03/27/2014		<p>ISSUED</p> <p>US 2014-0215213 A1</p> <p>U.S. Patent No. 9,294,288</p> <p>Patent grant received 03-22-16</p>
AUTH.001C3	FACILITATING SECURE ONLINE TRANSACTIONS	Validation of X.509 Certificates (4)	15/074,615 03/18/16		<p>PENDING</p> <p>Placeholder claims to be updated</p>
AUTH.001AU (Australia)	SYSTEM & METHOD FOR FACILITATING SECURE ONLINE TRANSACTIONS	Validation of X.509 Certificates	2007300707 02/05/2007	2007300707 3/1/2012	<p>ISSUED</p>
AUTH.001EP (Europe)	SYSTEM & METHOD FOR FACILITATING SECURE ONLINE TRANSACTIONS	Validation of X.509 Certificates	07717214.6 02/05/2007		<p>PUBLISHED</p> <p>EP 2070248</p> <p>OA Response to be filed</p>

AUTH.001JP (Japan) Assignment Recorded 12/19/2012	SYSTEM & METHOD FOR FACILITATING SECURE ONLINE TRANSACTIONS	Validation of X.509 Certificates	2009-530328 02105/2007		ISSUED JP5186648B2
AUTH.007A Assignment Recorded 612612008 02115710696 Name Change to SecureAuth Corp. Recorded 712912010 02476310212	SYSTEM & METHOD FOR CONFIGURING A VALID DURATION PERIOD FOR A DIGITAL CERTIFICATE	Registration of X.509 Certificates	12/075,219 03/10/2008	8,301,877 10/30/2012	ISSUED US 2009-0228703 A1 U.S. Patent No. 8,301,877
AUTH.007C1 POA Accepted 2/7/2013 Assignment Recorded 01/31/2013 029792/0626 Name Change to SecureAuth Corp. Recorded	CONFIGURING A VALID DURATION PERIOD FOR A DIGITAL CERTIFICATE	Registration of X.509 Certificates (2)	13/663,304 10/29/2012	8,468,340 6/18/2013	ISSUED US 2013-0067219-A1 U.S. Patent No. 8,468,340 Certificate of Correction received

<p>01/31/2013 029743/0074</p>					
<p>AUTH:007C2 POA Accepted 1/23/2014</p>	<p>CONFIGURING A VALID DURATION PERIOD FOR A DIGITAL CERTIFICATE</p>	<p>Registration of X.509 Certificates (3)</p>	<p>13/919,337 06/17/2013</p>		<p>ISSUED US 2013-0275750-A1 U.S. Patent No. 8,812,838</p>
<p>AUTH:007C3</p>	<p>CONFIGURING A VALID DURATION PERIOD FOR A DIGITAL CERTIFICATE</p>	<p>Registration of X.509 Certificates (4)</p>	<p>14/459,210 08/13/2014</p>		<p>ISSUED U.S. 2015-0033022 A1 U.S. Patent No. 9,124,576</p>
<p>AUTH:010A Assignment Recorded 212512009 02231210264. Name Change to SecureAuth Corp. Recorded 712912010 02476310212</p>	<p>A METHOD & SYSTEM FOR SECURE ONLINE TRANSACTIONS WITH MESSAGE LEVEL VALIDATION</p>		<p>12/392,760 02/25/2009</p>		<p>ABANDONED 2010-0217975-A1 INSTRUCTED TO ABANDON. RECEIVED NOTICE OF ABANDONMENT. 10/5.</p>

AUTH.011A Assignment Recorded 0410712009 02251710466 Name Change to SecureAuth Corp. Recorded 712912010 02476310212	IDENTITY-BASED CERTIFICATE MANAGEMENT	Revocation of X.509 Certificates	12/419,951 04/07/2009	8,707,031 04/22/2014	ISSUED US 2010-0257358-A1 U.S. Patent No. 8,707,031
AUTH.011C1	IDENTITY-BASED CERTIFICATE MANAGEMENT	Revocation of X.509 Certificates	14/256,270 04/18/2014		PUBLISHED U.S. 2014-0344567 A1 OA Response filed 02-18-16
AUTH.012A Assignment Recorded 1111712010 02538310516	SIGN ON WITH MULTIPLE AUTHENTICATION FACTORS	Certificate Based Multifactor SSO	12/948,037 11/17/2010		ISSUED US 2011-0119747-A1 U.S. Patent No. 8,613,067

AUTH.012C1 <i>POA Accepted 4/17/2014</i>	SINGLE SIGN ON WITH MULTIPLE AUTHENTICATION FACTORS	Certificate Based Multifactor SSO (2)	14/105,932 12/13/2013		ISSUED US 2014/0181946 A1 U.S. Patent No. 9,288,195 Patent grant received 03-15-16
AUTH.012C2	SINGLE SIGN ON WITH MULTIPLE AUTHENTICATION FACTORS	Certificate Based Multifactor SSO (3)	15/069001 03/14/16		PENDING Placeholder claims to be updated
AUTH.013A <i>Assignment Recorded 02/28/2011 025671/0255</i>	SECURITY DEVICE PROVISIONING	Token Registration	13/035,289 02/25/2011	8,510,816 8/13/2013	ISSUED US 2011-0209208 A1 U.S. Patent No. 8,510,816
AUTH.013C1 <i>POA Accepted 1/23/201</i>	SECURITY DEVICE PROVISIONING	Token Registration (2)	13/964,615 08/12/13		ISSUED US 2013-0333013-A1 Issue Notification received 04/20/16 Patent No. not yet received

AUTH.013C2	SECURITY DEVICE PROVISIONING	Token Registration (3)	15/140074 04/27/16		PENDING Placeholder claims to be updated
AUTH.017PR Assignment Recorded 01/22/2013 029674/0513	MOBILE MULTIFACTOR SINGLE-SIGN-ON AUTHENTICATION	Mobile Native Application 2-Factor and SSO	61/703045 09/19/12		EXPIRED
AUTH.017A POA Accepted 05/02/13 Assignment Recorded 04/08/2013 030167/0066	MOBILE MULTIFACTOR SINGLE-SIGN-ON AUTHENTICATION	Mobile Native Application 2-Factor and SSO	13/830,506 3/14/2013	8,769,651 07/01/2014	ISSUED U.S. 2014/0082715 A1 U.S. Patent No. 8,769,651
AUTH.017C1	MOBILE MULTIFACTOR SINGLE-SIGN-ON AUTHENTICATION	Mobile Native Application 2-Factor and SSO	14/316657 06/26/2014		ALLOWED U.S. 2015/0007299 A1 Notice of Allowance issued 04-13-16 Issue Fee Due 07-13-16
AUTH.017WO	MOBILE MULTIFACTOR SINGLE-SIGN-ON AUTHENTICATION	Mobile Native Application 2-Factor and SSO	PCT/US13/58 268 09/05/13		EXPIRED Published as WO 2014/046880

AUTH.017AU	MOBILE MULTIFACTOR SINGLE-SIGN-ON AUTHENTICATION	Mobile Native Application 2-Factor and SSO	2013318497	3/16/2015		PENDING National phase entry from PCT AUTH.017WO
AUTH.017EP	MOBILE MULTIFACTOR SINGLE-SIGN-ON AUTHENTICATION	Mobile Native Application 2-Factor and SSO	13838695.8	3/16/2015		PUBLISHED Deadline to file response to search opinion 10-19-2016 EP 2898441 A1
AUTH.017JP	MOBILE MULTIFACTOR SINGLE-SIGN-ON AUTHENTICATION	Mobile Native Application 2-Factor and SSO	2015-533088	3/18/2015		PUBLISHED 2015-533088 Foreign Associate Instructed to Request Examination
AUTH.023PR	FINGERPRINT BASED MULTIFACTOR AUTHENTICATION FOR SINGLE SIGN ON	Fingerprinting	61/941286	02/18/2014		EXPIRED
AUTH.023A1	FINGERPRINT BASED AUTHENTICATION FOR SINGLE SIGN ON	Fingerprint Authentication	14/621,821	2/13/2015		PUBLISHED U.S. 2015-0237038 A1 First Action predicted by 08-14-16

AUTH:023A2	DEVICE FINGERPRINT REGISTRATION FOR SINGLE SIGN ON AUTHENTICATION	Fingerprint Registration	14/621,845 2/13/2015		PUBLISHED U.S. 2015-0237039 A1 First Action predicted by 08-14-16
AUTH:023A3	DEVICE FINGERPRINT UPDATING FOR SINGLE SIGN ON AUTHENTICATION	Fingerprint Updating	14/621,826 2/13/2015		PUBLISHED U.S. 2015- 0237049 A1 First Action predicted by 08-14-16
AUTH:023WO	FINGERPRINT BASED AUTHENTICATION FOR SINGLE SIGN ON	Fingerprint Authentication	PCT/US2015/ 015768 2/13/2015		PUBLISHED WO 2015126744 A1
AUTH:025PR	ENCRYPTING USER DATA/FILES/DOCUMENTS FOR CLOUD BASED SERVICES/SAAS	Google/Unisys Idea	61/899,779 11/4/2013		ABANDONED Abandoned per instructions.
AUTH:026PR	CONVERSION AND AUTHENTICATION OF A SECURITY OBJECT SUCH AS A GENERATED USER CERTIFICATE OR EXISTING SMART CARD/NFC OBJECT	All-In-One Application	61/944,991 02/26/2014		EXPIRED

AUTH.026A	SECURITY OBJECT CREATION, VALIDATION, AND ASSERTION FOR SINGLE SIGN ON AUTHENTICATION	All-In-One Application	14/631,543 2/25/2015		PUBLISHED U.S. 2015-0244706 A1 First Action predicted by 08-22-16
AUTH.026WO	CONVERSION AND AUTHENTICATION OF A SECURITY OBJECT SUCH AS A GENERATED USER CERTIFICATE OR EXISTING SMART CARD/NFC OBJECT	All-In-One Application	PCT/US2015/ 017364 2/24/2015		PUBLISHED PCT claims priority to AUTH.026PR WO 2015130700 A1
AUTH.027PR	SYSTEMS AND METHODS FOR THE GENERATION AND VALIDATION OF DERIVED CREDENTIALS	Derived Credentials	62/032,483 08/01/2014		EXPIRED
AUTH.027A	GENERATION AND VALIDATION OF DERIVED CREDENTIALS	Derived Credentials	14/815699 07/31/15		PENDING
AUTH.033A	IDENTITY SECURITY AND CONTAINMENT BASED ON DETECTED THREAT EVENTS	Threat Alerts	15/061846 03/04/16		PENDING
AUTH.034PR	SECURE MOBILE DEVICE TWO-FACTOR AUTHENTICATION	Secure Push-to-Accept	62/303937 03/04/16		FILED

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RECORDED: 08/08/2016