

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM407716

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	GRANT OF A SECURITY INTEREST -- TRADEMARKS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Adaptive Spectrum and Signal Alignment, Incorporated		12/01/2016	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MGG California LLC, as collateral agent		
<b>Street Address:</b>	888 Seventh Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10106		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77235217	ASSIA	
<b>Serial Number:</b>	78688934	CHORALE	
<b>Serial Number:</b>	86216198	CLEARVIEW	
<b>Serial Number:</b>	85725232	CLOUDCHECK	
<b>Serial Number:</b>	78688925	EXPRESSE	
<b>Serial Number:</b>	86192706		
<b>Serial Number:</b>	85021035		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125935955		
<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>			
<b>Phone:</b>	212-756-2132		
<b>Email:</b>	scott.kareff@srz.com		
<b>Correspondent Name:</b>	S. Kareff c/o Schulte Roth & Zabel LLP		
<b>Address Line 1:</b>	919 Third Avenue		
<b>Address Line 4:</b>	New York, NEW YORK 10022		
<b>ATTORNEY DOCKET NUMBER:</b>	050319-0040		
<b>NAME OF SUBMITTER:</b>	Scott Kareff (050319-0040)		
<b>SIGNATURE:</b>	/kc for sk/		

CH \$190.00 77235217

**DATE SIGNED:**

12/05/2016

**Total Attachments: 15**

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GRANT OF A SECURITY INTEREST -- TRADEMARKS

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of December 1, 2016, by Adaptive Spectrum and Signal Alignment, Incorporated (the "Grantor"), in favor of MGG California LLC, in its capacity as collateral agent for itself and the other Secured Parties (together with its successors and assigns in such capacity, "Grantee").

WHEREAS, the Grantor holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated December 1, 2016 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Grantee; and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

This Trademark Security Agreement shall be construed under and governed by the laws of the State of New York, and may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.

*[Remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first set forth above.

ADAPTIVE SPECTRUM AND SIGNAL  
ALIGNMENT, INCORPORATED

By: 

Name: John Cioffi

Title: Chief Executive Officer

SCHEDULE A TO GRANT OF A SECURITY INTEREST

**Domestic:**

Mark	Country or State	Application No.	Registration No.	Filing Date	Registration Date	Owner
ASSIA	United States	77235217	3401399	07/20/2007	03/25/2008	Adaptive Spectrum and Signal Alignment, Inc.
CHORALE	United States	78688934	3442388	08/09/2005	06/03/2008	Adaptive Spectrum and Signal Alignment, Inc.
CLEARVIEW	United States	86216198	4710736	03/10/2014	03/31/2015	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	United States	85725232		09/10/2012		Adaptive Spectrum and Signal Alignment, Inc.
EXPRESSE	United States	78688925	3248506	08/09/2005	05/29/2007	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	United States	86192706		02/13/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	United States	85021035	4060862	04/22/2010	11/22/2011	Adaptive Spectrum and Signal Alignment, Inc.

**International:**

Trademark	Country	Registration No.	Filing Date	Registration Date	Owner
Assia	Madrid Protocol	948215	09/27/2007	09/27/2007	Assia, Inc.
ASSIA	China - PRC	948215	09/27/2007	09/27/2007	Assia, Inc.
ASSIA	Japan	948215	09/27/2007	09/27/2007	Assia, Inc.
ASSIA	Korea	948215	09/27/2007	09/27/2007	Assia, Inc.
Assia	France	948215	09/27/2007	09/27/2007	Assia, Inc.
Assia	Italy	948215	09/27/2007	09/27/2007	Assia, Inc.
Assia	Spain	948215	09/27/2007	09/27/2007	Assia, Inc.
ASSIA	United Kingdom	948215	09/27/2007	09/27/2007	Assia, Inc.
Assia	Germany	948215	09/27/2007	09/27/2007	Assia, Inc.
ASSIA	Canada	TMA 762949	10/05/2007	03/31/2010	Adaptive Spectrum and Signal Alignment, Inc.
ASSIA	Japan	5243033	01/19/2009	06/26/2009	Adaptive Spectrum and Signal Alignment, Inc.
ASSIA	Brazil	830672761	07/01/2010	04/30/2013	Adaptive Spectrum and Signal Alignment, Inc.

Trademark	Country	Registration No.	Filing Date	Registration Date	Owner
ASSIA	Brazil		07/01/2010		Adaptive Spectrum and Signal Alignment, Inc.
ASSIA	Brazil	830672737	07/01/2010	04/30/2013	Adaptive Spectrum and Signal Alignment, Inc.
ASSIA	Brazil	830672729	07/01/2010	04/30/2013	Adaptive Spectrum and Signal Alignment, Inc.
ASSIA & DESIGN	Madrid Protocol	854089	04/28/2004	04/28/2004	Adaptive Spectrum and Signal Alignment, Inc.
ASSIA & DESIGN	Germany	854089	04/28/2004	04/28/2004	Adaptive Spectrum and Signal Alignment, Inc.
ASSIA & DESIGN	France	854089	04/28/2004	04/28/2004	Adaptive Spectrum and Signal Alignment, Inc.
ASSIA & DESIGN	United Kingdom	854089	04/28/2004	04/28/2004	Adaptive Spectrum and Signal Alignment, Inc.
ASSIA & DESIGN	Italy	854089	04/28/2004	04/28/2004	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Madrid Protocol	1174409	01/04/2013	01/04/2013	Adaptive Spectrum and Signal

Trademark	Country	Registration No.	Filing Date	Registration Date	Owner
					Alignment, Inc.
CLOUDCHECK	Australia	1174409	01/04/2013	01/04/2013	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Switzerland	1174409	01/04/2013	01/04/2013	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	China - PRC	1174409	01/04/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	CTM (European Community)	1174409	01/04/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Japan	1174409	01/04/2013	01/04/2013	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Korea	1174409	01/04/2013	01/04/2013	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Russian Federation	1174409	01/04/2013	01/04/2013	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Turkey	1174409	01/04/2013	01/04/2013	Adaptive Spectrum and Signal Alignment, Inc.



Trademark	Country	Registration No.	Filing Date	Registration Date	Owner
CLOUDCHECK	Peru	6220	01/16/2013	06/21/2013	
CLOUDCHECK	Canada		01/16/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Chile	1105168	01/16/2013	06/16/2014	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Chile		01/16/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Argentina	2643298	01/23/2013	04/25/2014	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Argentina	2643299	01/23/2013	04/25/2014	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Argentina	2643300	01/23/2013	04/25/2014	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Argentina	2643770	01/23/2013	04/25/2014	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Argentina	2643771	01/23/2013	04/25/2014	Adaptive Spectrum and Signal Alignment, Inc.

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CLOUDCHECK	Brazil		01/16/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Brazil		01/16/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Brazil		01/16/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Brazil		01/16/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Brazil		01/16/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Thailand		01/17/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Thailand		01/17/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Thailand		01/17/2013		Adaptive Spectrum and Signal Alignment, Inc.

Trademark	Country	Registration No.	Filing Date	Registration Date	Owner
					Alignment, Inc.
CLOUDCHECK	Thailand		01/17/2013		Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Mexico	1362629	01/14/2013	04/24/2013	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Mexico	1478844	01/14/2013	09/08/2014	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Mexico	1362631	01/14/2013	04/24/2013	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Mexico	1418680	01/14/2013	12/09/2013	Adaptive Spectrum and Signal Alignment, Inc.
CLOUDCHECK	Mexico	1449301	01/14/2013	04/25/2014	Adaptive Spectrum and Signal Alignment, Inc.
DSL EXPRESSE	China - PRC	7119886	12/18/2008	10/14/2010	Adaptive Spectrum and Signal Alignment, Inc.

Trademark	Country	Registration No.	Filing Date	Registration Date	Owner
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Madrid Protocol	1210453	02/26/2014	02/26/2014	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Australia	1210453	02/26/2014	02/26/2014	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	CTM (European Community)	1210453	02/26/2014	02/26/2014	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	China - PRC	1210453	02/26/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Japan	1210453	02/26/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Korea	1210453	02/26/2014		Adaptive Spectrum and Signal Alignment, Inc.

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MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Russian Federation	1210453	02/26/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Switzerland	1210453	02/26/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Canada		03/10/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Brazil		02/19/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Brazil		02/19/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Brazil		02/19/2014		Adaptive Spectrum and Signal Alignment, Inc.

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MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Brazil		02/19/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (CLOUDCHECK LOGO LINE DRAWING)	Brazil		02/19/2014		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Brazil		05/21/2010		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Brazil		05/21/2010		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Brazil		05/21/2010		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Brazil		05/21/2010		Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Korea	45-0035886	06/15/2010	08/19/2011	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Madrid Protocol	1041957	04/30/2010	04/30/2010	Adaptive Spectrum and Signal Alignment, Inc.

Trademark	Country	Registration No.	Filing Date	Registration Date	Owner
MISCELLANEOUS DESIGN (GLOBE LOGO)	United Kingdom	1041957	04/30/2010	04/30/2010	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Italy	1041957	04/30/2010	04/30/2010	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	France	1041957	04/30/2010	04/30/2010	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Germany	1041957	04/30/2010	04/30/2010	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Spain	1041957	04/30/2010	04/30/2010	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	China - PRC	1041957	04/30/2010	04/30/2010	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Japan	1041957	04/30/2010	04/30/2010	Adaptive Spectrum and Signal Alignment, Inc.
MISCELLANEOUS DESIGN (GLOBE LOGO)	Japan	1041957	07/25/2011	07/25/2011	Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Canada		07/22/2014		Adaptive Spectrum and Signal

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SMARTIFI	Brazil		07/18/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Brazil		07/18/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Brazil		07/18/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Argentina		07/17/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Argentina		07/17/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Argentina		07/17/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Madrid Protocol	1228768	08/18/2014	08/18/2014	Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	CTM (European Community)	1228768	08/18/2014		Adaptive Spectrum and Signal Alignment, Inc.



Trademark	Country	Registration No.	Filing Date	Registration Date	Owner
SMARTIFI	Switzerland	1228768	08/18/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	China - PRC	1228768	08/18/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	India	1228768	08/18/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Japan	1228768	08/18/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Korea	1228768	08/18/2014		Adaptive Spectrum and Signal Alignment, Inc.
SMARTIFI	Turkey	1228768	08/18/2014		Adaptive Spectrum and Signal Alignment, Inc.