

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM431400

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Pax8, Inc.	FORMERLY Nuage8, Inc.	06/15/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Arrow Electronics, Inc.		
Street Address:	9201 E. Dry Creek Road		
City:	Centennial		
State/Country:	COLORADO		
Postal Code:	80112		
Entity Type:	Corporation: COLORADO		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Serial Number:	85595813	PAX8	
Serial Number:	87346849	MARKETING WINGMAN	
Serial Number:	87096112	CLOUD WINGMAN	
Serial Number:	87346825	SERVICE WINGMAN	
Serial Number:	87346802	SALES WINGMAN	
CORRESPONDENCE DATA			
Fax Number:	2125305219		
<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:	(212) 530-5000		
Email:	trademark@milbank.com		
Correspondent Name:	Nathaniel T. Browand		
Address Line 1:	28 Liberty Street, 47th Floor		
Address Line 2:	MILBANK, TWEED, HADLEY & MCCLOY, LLP		
Address Line 4:	New York, NEW YORK 10005		
NAME OF SUBMITTER:	Nathaniel T. Browand		
SIGNATURE:	/Nathaniel T. Browand/		
DATE SIGNED:	06/15/2017		
Total Attachments: 3			

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SHORT-FORM TRADEMARKS SECURITY AGREEMENT

WHEREAS, Pax8, Inc. (the "Grantor") has adopted, used, is using, or intends to use, and is the owner of the trademarks and trademark applications listed in the attached Schedule of Registered Trademarks, and the registrations and applications associated therewith;

WHEREAS, the Grantor has contemporaneously with the execution of this Short-Form Trademarks Security Agreement entered into the Secured Revolving Promissory Note dated as of June 15, 2017 (as modified from time to time, the "Note"), in which the Grantor has granted certain interests in favor of Arrow Electronics, Inc., as Payee (as defined therein); and

WHEREAS, pursuant to the Note, the Grantor has agreed with the Payee to execute this Short-Form Trademarks Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants to Payee, to the extent provided in the Note (the terms and conditions of which are hereby incorporated herein), a security interest in all of its right, title and interest in, to and under all the trademarks, whether now owned or at any time hereafter acquired, of the Grantor that are registered with, or for which applications for registration have been filed with, the United States Patent and Trademark Office, including the trademarks listed on the attached Schedule of Registered Trademarks, and all registrations and pending applications associated therewith (excluding any application for registration of a trademark filed on an intent-to-use basis solely to the extent that the grant of a security interest in any such trademark application would materially adversely affect the validity or enforceability of the resulting trademark registration or result in cancellation of such trademark application), as collateral security for the prompt and complete payment and performance when due of all the Obligations (as defined in the Note). Notwithstanding the foregoing, in the event of any conflict between this Short-Form Trademarks Security Agreement and the Note, the Note shall control.

Date: June 15, 2017

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PAX8, INC., as Grantor

By: _____

Name: John William Street

Title: CEO and President

Schedule of Registered Trademarks

Trademark And Service Mark Registrations and Applications for Trademark and Service Mark Registrations

US Federal Trademark Registration: "Pax8"
Serial Number: 85595813
Registration Date: February 11, 2014

US Federal Trademark Registration: "Marketing Wingman"
Application Number: 87346849
Filing Date: February 23, 2017

US Federal Trademark Registration: "Cloud Wingman"
Application Number: 87096112
Filing Date: July 7, 2016
Published for Opposition: March 21, 2017
Extension to time to object filed by Duncan, LLC claiming confusion with "Get Your Wings" on March 22, 2017;
1st Extension to Objection filed by Duncan, LLC on April 20, 2017 to expire May 20, 2017;
2nd Extension to Objection filed by Duncan, LLC on May 20, 2017 to July 18, 2017.
Pax8 has contacted Duncan's attorney and indicated that Pax8 believes there is no likelihood of confusion.

US Federal Trademark Registration: "Service Wingman"
Application Number: 87346825
Filing Date: February 23, 2017

US Federal Trademark Registration: "Sales Wingman"
Application Number: 87346802
Filing Date: February 23, 2017

Domain Name Registrations

Pax8.com
Nuage8.com