

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM455778

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VOICEBOX TECHNOLOGIES CORPORATION		12/18/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	ORIX GROWTH CAPITAL, LLC		
Street Address:	1717 MAIN STREET, SUITE 1100		
City:	DALLAS		
State/Country:	TEXAS		
Postal Code:	75201		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2839176	VOICEBOX	
CORRESPONDENCE DATA			
Fax Number:	2149326499		
<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:	2149326400		
Email:	sshernandez@mcguirewoods.com		
Correspondent Name:	AARON J. PICKELL		
Address Line 1:	2000 MCKINNEY AVENUE, SUITE 1400		
Address Line 2:	MCGUIREWOODS LLP		
Address Line 4:	DALLAS, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	2067493-0024		
NAME OF SUBMITTER:	Stephanie Hernandez		
SIGNATURE:	/Stephanie Hernandez/		
DATE SIGNED:	12/22/2017		
Total Attachments: 11			
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement (this "Agreement") is entered into as of December 18, 2017 (the "Effective Date") by and between ORIX GROWTH CAPITAL, LLC, a Delaware limited liability company ("Lender"), and VOICEBOX TECHNOLOGIES CORPORATION, a Delaware corporation ("Grantor").

RECITALS

A. Lender has agreed to make certain advances of money and to extend certain financial accommodations to Grantor in the amounts and manner set forth in that certain Loan and Security Agreement by and between Lender and Grantor dated as of the date hereof (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used herein are used as defined in the Loan Agreement). Lender is willing to make the Loans to Grantor, but only upon the condition, among others, that Grantor shall grant to Lender a security interest in all of Grantor's Intellectual Property to secure the obligations of Grantor under the Loan Agreement.

B. Pursuant to the terms of the Loan Agreement, Grantor has granted to Lender a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral. The Collateral includes without limitation all Intellectual Property (including without limitation the Intellectual Property described herein).

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

1. To further evidence the security interest granted under the Loan Agreement, Grantor grants and pledges to Lender a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property (including without limitation those copyrights, patents, trademarks and mask works listed on Schedules A, B and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions, continuations, renewals, extensions and continuations-in-part thereof. Notwithstanding the foregoing, the Collateral shall not include "intent-to-use" trademarks at all times prior to the first use thereof, whether by the actual use thereof in commerce, the recording of a statement of use with the United States Patent and Trademark Office or otherwise, but only to the extent the granting of a security interest in such "intent-to-use" trademarks would be contrary to applicable law.
2. Grantor represents and warrants that as of the Effective Date (i) listed on Schedule A are all copyrights, software, computer programs, mask works, and other works of authorship owned or controlled by Grantor which are registered with the United States Copyright Office, (ii) listed on Schedule B hereto are all trademark registrations and pending registrations owned or controlled by Grantor, and (iii) listed on Schedule C are all patents and patent applications owned or controlled by Grantor.
3. Grantor shall not, hereafter, register any mask works, software, computer programs or other works of authorship subject to United States copyright protection with the United States Copyright Office without first complying with the following: (i) providing the Lender with at least five (5) days prior written notice thereof, (ii) providing Lender with a copy of the application for any such registration and (iii) executing and filing such other instruments, and taking such further actions, as the Lender may reasonably request from time to time to perfect or continue the perfection of Lender's interest in the Collateral, including without limitation the filing with the United States Copyright Office, simultaneously with the filing by Grantor of the application for any such registration, of a copy of this Agreement or a Supplement hereto in form acceptable to the Lender identifying the mask works, software, computer programs or other works of authorship being registered and confirming the grant of

a security interest therein in favor of Lender.

4. The security interest granted herein is granted in conjunction with the security interest granted to the Lender under the Loan Agreement. The rights and remedies of the Lender with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to the Lender as a matter of law or equity. Each right, power and remedy of the Lender provided for herein or in the Loan Agreement or any of the Loan Documents, 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 Lender of any one or more of the rights, powers or remedies provided for in this Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Lender, of any or all other rights, powers or remedies.
5. This Agreement may not be modified or amended, nor may any rights hereunder be waived, except in a writing signed by the parties hereto. This Agreement and all acts, transactions, disputes and controversies arising hereunder or relating hereto, and all rights and obligations of the Lender and the Grantor, shall be governed by, and construed in accordance with, the internal laws of the State of New York without regard to conflict of laws principles, provided that the Lender shall retain all rights arising under Federal law.

[remainder of page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

Address of Grantor:

1110 112th Ave NE, Suite 500
Bellevue, Washington 98004
Attn: Todd Kenck

**VOICEBOX TECHNOLOGIES
CORPORATION**

By: Todd Kenck
Name: Todd Kenck
Title: Chief Financial Officer

LENDER:

Address of Lender:

1717 Main Street, Suite 1100
Dallas, TX 75201
Attn: General Counsel

ORIX GROWTH CAPITAL, LLC

By: _____
Name: Mark Campbell
Title: Authorized Representative

[SIGNATURE PAGE TO INTELLECTUAL PROPERTY SECURITY AGREEMENT]

95947969

**TRADEMARK
REEL: 006235 FRAME: 0609**

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

Address of Grantor:

1110 112th Ave NE, Suite 500
Bellevue, Washington 98004
Attn: Todd Kenck

**VOICEBOX TECHNOLOGIES
CORPORATION**

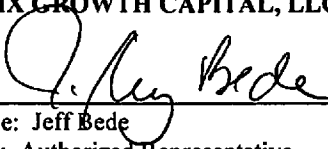
By: _____
Name: Todd Kenck
Title: Chief Financial Officer

LENDER:

Address of Lender:

1717 Main Street, Suite 1100
Dallas, TX 75201
Attn: General Counsel

ORIX GROWTH CAPITAL, LLC

By:  _____
Name: Jeff Bede
Title: Authorized Representative

[SIGNATURE PAGE TO INTELLECTUAL PROPERTY SECURITY AGREEMENT]

95947969

**TRADEMARK
REEL: 006235 FRAME: 0610**

SCHEDULE A

Copyrights

None.

SCHEDULE B

Trademarks

Country	Trademark	Registration Number	Registration Date
Canada	VOICEBOX	TMA714495	5/15/2008
China	VOICEBOX	887720	5/22/2006
European Union	VOICEBOX	887720	5/22/2006
Iceland	VOICEBOX	887720	5/22/2006
India	VOICEBOX	1458479	7/12/2008
International Registration – Madrid Protocol	VOICEBOX	887720	5/22/2006
Israel	VOICEBOX	190532	5/1/2008
Norway	VOICEBOX	887720	5/22/2006
Romania	VOICEBOX	887720	5/22/2006
South Africa	VOICEBOX	2006/11213	8/5/2010
Taiwan	VOICEBOX	1243847	1/1/2007
United States	VOICEBOX	2839176	5/4/2004

SCHEDULE C

Patents

Registered Patents

<u>Country</u>	<u>Patent Title</u>	<u>Serial No./ Filing Date</u>
United States	System and Method for a Cooperative Conversational Voice User Interface	11/580,926 10/16/2006
United States	System and Method for a Cooperative Conversational Voice User Interface	13/251,712 10/03/2011
United States	System and Method for a Cooperative Conversational Voice User Interface	13/987,645 08/19/2013
United States	System and Method for Providing a Natural Language Voice User Interface in an Integrated Voice Navigation Services Environment	11/954,064 12/11/2007
United States	System and Method for Dynamically Generating a Recognition Grammar in an Integrated Voice Navigation Services Environment	13/341,479 12/30/2011
United States	System and Method for Dynamically Generating a Recognition Grammar in an Integrated Voice Navigation Services Environment	13/690,997 11/30/2012
United States	System and Method for Providing Advertisements in an Integrated Voice Navigation Services Environment	13/341,572 12/30/2011
United States	System and Method for Providing a Natural Language Voice User Interface in an Integrated Voice Navigation Services Environment	13/341,621 12/30/2011
United States	System and Method for Providing a Natural Language Voice User Interface in an Integrated Voice Navigation Services Environment	13/758,170 02/04/2013
United States	System and Method for Providing A Natural Language Voice User Interface	14/269,545 05/05/2014
United States	System and Method for Selecting and Presenting Advertisements Based on Natural Language Processing of Voice-Based Input	11/671,526 02/06/2007
United States	System and Method for Selecting and Presenting Advertisements Based on Natural Language Processing of Voice-Based Input	12/847,564 07/30/2010
United States	System and Method for Delivering Targeted Advertisements and Tracking Advertisement Interactions in Voice Recognition Contexts	13/371,870 02/13/2012
United States	System and Method for Delivering Targeted Advertisements and Tracking Advertisement Interactions in Voice Recognition Contexts	14/016,757 09/03/2013
United States	System and Method for Delivering Targeted Advertisements and/or Providing Natural Language Processing Based on Advertisements	14/537,598 11/10/2014
United States	System and Method for Delivering Targeted Advertisements and/or Providing Natural Language Processing Based on Advertisements	14/836,606 08/26/2015
United States	System and Method for Selecting and Presenting Advertisements Based on Natural Language Processing of Voice-Based Input	200880009312.1 02/06/2008
United States	System and Method for an Integrated, Multi-Modal, Multi-Device Natural Language Voice Services Environment	12/127,343 05/27/2008
United States	System and Method for an Integrated, Multi-Modal, Multi-Device Natural Language Voice Services Environment	14/083,061 11/18/2013

United States	System and Method for an Integrated, Multi-Modal, Multi-Device Natural Language Voice Services Environment	15/090,215 04/04/2016
United States	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	12/389,678 02/20/2009
United States	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	13/619,421 09/14/2012
United States	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	13/692,451 12/03/2012
United States	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	14/278,645 05/15/2014
United States	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	14/822,179 8/10/2015
United States	System and Method for Hybrid Processing in a Natural Language Voice Services Environment	12/703,032 02/09/2010
United States	System and Method for Providing a Natural Language Content Dedication Service	12/943,699 11/10/2010
United States	System and Method for Providing Follow-Up Responses to Prior Natural Language Inputs of a User	14/884,030 10/15/2015
United States	In-View and Out-of-View Request-Related Result Regions for Respective Result Categories	14/855,331 09/15/2015
United States	System and Method of Annotating Utterances Based on Tags Assigned by Unmanaged Crowds	15/257,084 09/06/2016
United States	System and Method for Eliciting Open-Ended Natural Language Responses to Questions to Train Natural Language Processors	15/257,217 09/06/2016
United States	System and Method for Validating Natural Language Content Using Crowdsourced Validation Jobs	14/846,935 09/07/2015
United States	System and Method of Recording Utterances Using Unmanaged Crowds for Natural Language Processing	14/846,926 09/07/2015
United States	System and Method of Recording Utterances Using Unmanaged Crowds for Natural Language Processing	15/215,114 07/20/2016
United States	System and Method for Providing Words or Phrases to be Uttered by Members of a Crowd and Processing the Utterances in Crowd-Sourced Campaigns to Facilitate Speech Analysis	14/846,925 09/07/2015
United States	System and Method of Providing and Validating Enhanced Captchas	14/846,923 09/07/2015
China	System and Method for a Cooperative Conversational Voice User Interface	200780042315.0 10/16/2007
China	System and Method for an Integrated, Multi-Modal, Multi-Device Natural Language Voice Services Environment	200880130303.8 07/09/2008
China	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	201080017511.4 02/22/2010
China	System and Method for Hybrid Processing in a Natural Language Voice Services Environment	201080061105.8 09/16/2010
Japan	System and Method for Hybrid Processing in a Natural Language Voice Services Environment	2012-538814 09/16/2010
Korea	System and Method for Hybrid Processing in a Natural Language Voice Services Environment	10-2017- 7021619 08/01/2017

Pending Patents

<u>Country</u>	<u>Patent Title</u>	<u>Serial No./ Filing Date</u>
United States	System and Method for a Cooperative Conversational Voice User Interface	14/691,445 04/20/2015
United States	System and Method for Providing System-Initiated Dialog Based on Prior User Interactions	14/563,730 12/08/2014
United States	System and Method for Providing Advertisements Based on Navigation-Related Preferences	14/543,350 11/17/2014
United States	System and Method for Providing In-Vehicle Services via a Natural Language Voice User Interface	15/477,179 04/03/2017
United States	System and Method for Delivering Targeted Advertisements and/or Providing Natural Language Processing Based on Advertisements	15/223,870 07/29/2016
United States	System and Method for an Integrated, Multi-Modal, Multi-Device Natural Language Voice Services Environment	15/632,713 06/26/2017
United States	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	15/430,952 02/13/2017
United States	System and Method for Hybrid Processing in a Natural Language Voice Services Environment	14/922,921 10/26/2015
United States	System and Method for Providing a Natural Language Content Dedication Service	14/631,772 02/25/2015
United States	System and Method of Providing Intent Predictions for an Utterance Prior to a System Detection of an End of the Utterance	14/951,384 11/24/2015
United States	System and Method for Providing Follow-Up Responses to Prior Natural Language Inputs of a User	15/680,246 08/18/2017
United States	In-View and Out-of-View Request-Related Result Regions for Respective Result Categories	15/394,915 12/30/2016
United States	Voice Commerce	14/855,334 09/15/2015
United States	Voice Commerce	15/484,930 04/11/2017
United States	System and Method of Providing Task-Based Solicitation of Request Related User Inputs	14/855,598 09/16/2015
United States	System and Method of Marketing of User Requests	14/855,343 09/15/2015
United States	Integration of Domain Information Into State Transitions of a Finite State Transducer for Natural Language Processing	14/855,346 09/15/2015
United States	System and Method of Determining a Domain and/or an Action Related to a Natural Language Input	14/951,389 11/24/2015
United States	System and Method for Interpreting Natural Language Inputs Based on Storage of the Inputs	14/980,192 12/28/2015
United States	System and Method for Characterizing Crowd Users That Participate in Crowd-Sourced Jobs and Scheduling Their Participation	15/256,930 09/06/2016
United States	System and Method of Annotating Utterances Based on Tags Assigned by Unmanaged Crowds	15/675,908 08/14/2017

United States	System and Method for Eliciting Open-Ended Natural Language Responses to Questions to Train Natural Language Processors	15/728,176 10/09/2017
United States	System and Method for Validating Natural Language Content Using Crowdsourced Validation Jobs	15/219,088 07/25/2016
United States	System and Method for Providing Words or Phrases to be Uttered by Members of a Crowd and Processing the Utterances in Crowd-Sourced Campaigns to Facilitate Speech Analysis	15/083,079 03/28/2016
United States	System and Method of Providing and Validating Enhanced Captchas	15/275,720 09/26/2016
United States	System and Method of Disambiguating Natural Language Processing Requests	15/664,249 07/31/2017
United States	System and Method of Conversational Adjustment Based on User's Cognitive State and/or Situational State	15/370,268 12/06/2016
United States	System and Method for Generating a Multi-Lingual and Multi-Intent Capable Semantic Parser Based on Automatically Generated Operators and User-Designated Utterances Relating to the Operators	62/482,182 04/05/2017
United States	Multi-Lingual Semantic Parser Based on Transferred Learning	62/488,838 04/23/2017
China	System and Method for Hybrid Processing in a Natural Language Voice Services Environment	201610183358.1 03/28/2016
China	Providing a Natural Language Voice User Interface in an Integrated Voice Navigation Services Environment	200880126525.2 07/09/2008
China	Integration of Domain Information Into State Transitions of a Finite State Transducer for Natural Language Processing	201580060896.5 09/15/2015
China	System and Method of Marketing of Reminders	201580063319.1 09/15/2015
China	System and Method of Marketing of User Requests	201580061803.0 09/15/2015
China	Voice Commerce	201580060519.1 09/15/2015
China	In-View and Out-of-View Request-Related Result Regions for Respective Result Categories	201580062238.X 09/15/2015
China	System and Method for Providing Follow-Up Responses to Prior Natural Language Inputs of a User	201580067237.4 10/15/2015
China	System and Method for Selecting and Presenting Advertisements Based on Natural Language Processing of Voice-Based Input	201510680935.3 10/20/2015
China	System and Method for Delivering Targeted Advertisements and Tracking Advertisement Interactions in Voice Recognition Contexts	20150680938.7 10/20/2015
China	System and Method for Delivering Targeted Advertisements and Tracking Advertisement Interactions in Voice Recognition Contexts	201510680939.1 10/20/2015
Europe	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	10744426.7 02/22/2010
Europe	System and Method for an Integrated, Multi-Modal, Multi-Device Natural Language Voice Services Environment	08781559.3 07/09/2008
Europe	System and Method for Hybrid Processing in a Natural Language Voice Services Environment	10830368.6 09/16/2010

Europe	System and Method for Providing Follow-Up Responses to Prior Natural Language Inputs of a User	15851593.2 10/15/2015
Europe	Voice Commerce	15842891.2 09/15/2015
Europe	Providing a Natural Language Voice User Interface in an Integrated Voice Navigation Services Environment	08781546.0 07/29/2008
Europe	Providing a Natural Language Voice User Interface in an Integrated Voice Navigation Services Environment	10182827.5 07/29/2008
International	System and Method of Conversational Adjustment Based on User's Cognitive State and/or Situational State	PCT/US2016/065089 12/06/2016
International	System and Method of Disambiguating Natural Language Processing Requests	PCT/US2017/044610 07/31/2017
International	System and Method of Providing and Validating Enhanced Captchas	PCT/US2016/049859 09/01/2016
International	System and Method for Providing Words or Phrases to be Uttered by Members of a Crowd and Processing the Utterances in Crowd-Sourced Campaigns to Facilitate Speech Analysis	PCT/US2016/049856 09/01/2016
International	System and Method for Validating Natural Language Content Using Crowdsourced Validation Jobs	PCT/US2016/049853 09/01/2016
International	System and Method of Recording Utterances Using Unmanaged Crowds for Natural Language Processing	PCT/US2016/049855 09/01/2016
International	System and Method for Eliciting Open-Ended Natural Language Responses to Questions to Train Natural Language Processors	PCT/US2016/050389 09/06/2016
International	System and Method for Characterizing Crowd Users That Participate in Crowd-Sourced Jobs and Scheduling Their Participation	PCT/US2016/050364 09/06/2016
International	System and Method of Annotating Utterances Based on Tags Assigned by Unmanaged Crowds	PCT/US2016/050373 09/06/2016
Japan	System and Method for Processing Multi-Modal Device Interactions in a Natural Language Voice Services Environment	2016-182671 09/20/2016
Korea	System and Method for Hybrid Processing in a Natural Language Voice Services Environment	10-2017-7032087 11/06/2017