

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM500880

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NETMINING LLC		12/05/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	FAST PAY PARTNERS LLC		
Street Address:	8201 Beverly Boulevard, Suite 600		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90048		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	5025656		
Registration Number:	3770048	HITSINTOLEADS	
Registration Number:	5239212	KNOW YOUR AUDIENCE	
Registration Number:	3809095	NETMINING	
CORRESPONDENCE DATA			
Fax Number:	2136305788		
<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:	213-891-5935		
Email:	hpanneck@buchalter.com		
Correspondent Name:	Helen Panneck		
Address Line 1:	1000 Wilshire Boulevard, Suite 1500		
Address Line 4:	Los Angeles, CALIFORNIA 90017		
ATTORNEY DOCKET NUMBER:	F1179-0001		
NAME OF SUBMITTER:	Helen Panneck		
SIGNATURE:	/Helen Panneck/		
DATE SIGNED:	12/05/2018		
Total Attachments: 6			
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

December 5, 2018

NETMINING LLC, a Delaware limited liability company ("Debtor"), hereby acknowledges that it has granted to Fast Pay Partners LLC, a Delaware limited liability company, as agent (in such capacity, "Agent") for the financial institutions party to the Loan Agreement (as defined below) from time to time as lenders (the "Lenders"; together with Agent, each a "Secured Party" and collectively, the "Secured Parties"), a security interest in and to all of such Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor (other than intent to use trademark applications to the extent excluded in the Loan Agreement (as defined below)) which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by such Debtor (the "Trademarks"), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"), and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), and all actions for infringement concerning each of the foregoing.

Unless and until an Event of Default (as defined in the Loan Agreement) exists, Debtor shall retain the legal and equitable title to the Trademarks, Patents, and Copyrights, and shall have the right to use and register the Trademarks, Patents, and Copyrights, as applicable, in the Ordinary Course of Business of Debtor. The terms and conditions of the aforementioned security interest are contained in that certain Financing and Security Agreement dated as of December 5, 2018 (the "Loan Agreement"), among Debtor, IgnitionOne, Inc., a Delaware corporation ("IgnitionOne") together with Debtor, each a "Borrower" and collectively, "Borrowers"), the Secured Parties, as security for the Obligations under and as set forth in the Loan Agreement and other agreements referred to therein. Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Loan Agreement. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Loan Agreement or otherwise.

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[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

DEBTOR:

NETMINING LLC

Approved by IgnitionOne Legal Department

DocuSigned by:
Richard Mass
01E9FAC0D80742C...

DocuSigned by:
Janet Urcinoli
By: _____
Name: Janet Urcinoli
Title: Chief Accounting Officer

EXHIBIT A
TRADEMARKS

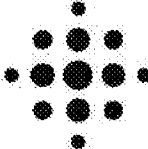
COUNTRY	TRADEMARK	SERIAL NO. / REG. NO.	FILE DATE / REG. DATE
United States		86/818,162 / 5,025,656	12 Nov 2015 / 23 Aug 2016
United States	HITSINTOLEADS	77/682,128 / 3,770,048	03 Mar 2009 / 06 Apr 2010
United States	KNOW YOUR AUDIENCE	86/891,658 / 5,239,212	29 Jan 2016 / 11 Jul 2017
United States	NETMINING	77/682,117 / 3,809,095	03 Mar 2009 / 29 Jun 2010
European Union (EUTM & RCD)	HITSINTOLEADS	008124117 / 008124117	25 Feb 2009 / 17 Feb 2010
Benelux	NETMINING	0088517 / 683021	26 Mar 2001 / 01 Aug 2001
Canada	NETMINING	1,446,309 / TMA773,173	28 Jul 2009 / 28 Jul 2010
China	NETMINING	7369334 / 7369334	04 May 2009 / 21 Oct 2010
European Union (EUTM & RCD)	NETMINING	008124381 / 008124381	25 Feb 2009 / 17 Feb 2010

Exhibit A

COUNTRY	TRADEMARK	SERIAL NO. / REG. NO.	FILE DATE / REG. DATE
France	NETMINING	N/A / 766663	26 Sep 2001 / 26 Sep 2001
Italy	NETMINING	N/A / 766663	26 Sep 2001 / 26 Sep 2001
Japan	NETMINING	2009-028957 / 5,392,550	16 Apr 2009 / 18 Feb 2011
Spain	NETMINING	N/A / 766663	26 Sep 2001 / 26 Sep 2001
Switzerland	NETMINING	N/A / 766663	26 Sep 2001 / 26 Sep 2001
WIPO	NETMINING	766663	26 Sep 2001

Exhibit A

EXHIBIT B
PATENTS

None.

EXHIBIT C
COPYRIGHTS

None.