

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM500885

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
IGNITIONONE, INC.		12/05/2018	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	FAST PAY PARTNERS LLC		
<b>Street Address:</b>	8201 Beverly Boulevard, Suite 600		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90048		
<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>Registration Number:</b>	4747513	APPAUDIENCE	
<b>Registration Number:</b>	4747514		
<b>Registration Number:</b>	4104358	IGNITION ONE	
<b>Registration Number:</b>	4261672	LIVEMARKETER	
<b>Serial Number:</b>	87076799	SCORE-POWERED	
<b>Registration Number:</b>	3082898	SEARCHIGNITE	
<b>Registration Number:</b>	3255529	SPOT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	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>			
<b>Phone:</b>	213-891-5935		
<b>Email:</b>	hpanneck@buchalter.com		
<b>Correspondent Name:</b>	Helen Panneck		
<b>Address Line 1:</b>	1000 Wilshire Boulevard, Suite 1500		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90017		
<b>ATTORNEY DOCKET NUMBER:</b>	F1179-0001		
<b>NAME OF SUBMITTER:</b>	Helen Panneck		
<b>SIGNATURE:</b>	/Helen Panneck/		

CH \$190.00 4747513

<b>DATE SIGNED:</b>	12/05/2018
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**Total Attachments: 9**

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**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

**December 5, 2018**

**IGNITIONONE, INC.**, a Delaware corporation (“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, Netmining LLC, a Delaware limited liability company (“Netmining”; 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.

*[Remainder of Page Intentionally Blank]*

*[Signature Page to Follow]*

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

**DEBTOR:**

**IGNITIONONE, INC.**

DocuSigned by:

*Janet Urciudi*

By:

*Janet Urciudi*

Name:

Chief Accounting Officer

Title:

Approved by IgnitionOne Legal Department

DocuSigned by:

*Richard Mass*

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EXHIBIT A  
TRADEMARKS


<b>COUNTRY</b>	<b>TRADEMARK</b>	<b>SERIAL NO.</b> / <b>REG. NO.</b>	<b>FILE DATE</b> / <b>REG. DATE</b>
United States	APPAUDIENCE	86/418,965 / 4,747,513	09 Oct 2014 / 02 Jun 2015
United States		86/418,968 / 4,747,514	09 Oct 2014 / 02 Jun 2015
United States	IGNITION ONE	85/234,681 / 4,104,358	04 Feb 2011 / 28 Feb 2012
United States	LIVEMARKETER	77/754,375 / 4,261,672	08 Jun 2009 / 18 Dec 2012
United States	SCORE-POWERED	87/076,799	20 Jun 2016
United States	SEARCHIGNITE	78/741,156 / 3,082,898	26 Oct 2005 / 18 Apr 2006

Exhibit A

COUNTRY	TRADEMARK	SERIAL NO. / REG. NO.	FILE DATE / REG. DATE
United States	SPOT	78/857,573 / 3,255,529	10 Apr 2006 / 26 Jun 2007
European Union (EUTM & RCD)	HITSINTOCONTENT	008124224 / 008124224	25 Feb 2009 / 01 Feb 2010
Argentina	IGNITION ONE	3175546 / 2891155	04 Jul 2012 / 08 Jun 2017
Australia	IGNITION ONE	1409807 / 1409807	18 Feb 2011 / 14 Mar 2013
Australia	IGNITION ONE	1528756 / 1528756	18 Feb 2011 / 03 Jun 2015
Brazil	IGNITION ONE	831148322 / 831148322	04 Nov 2011 / 23 Dec 2014
Brazil	IGNITION ONE	831148314 / 831148314	04 Nov 2011 / 23 Dec 2014
Canada	IGNITION ONE	1516185 / TMA837,057	22 Feb 2011 / 27 Nov 2012
Chile	IGNITION ONE	1010918 / 1076060	07 Jun 2012 / 18 Feb 2014
China	IGNITION ONE	9133874 / 9133874	21 Feb 2011 / 28 Feb 2012

Exhibit A

COUNTRY	TRADEMARK	SERIAL NO. / REG. NO.	FILE DATE / REG. DATE
China	IGNITION ONE	9133875 / 9133875	21 Feb 2011 / 28 Feb 2012
Columbia	IGNITION ONE	12103726 / 482830	21 Jun 2012 / 16 Dec 2013
European Union (EUTM & RCD)	IGNITION ONE	9752544 / 009752544	21 Feb 2011 / 01 Sep 2012
Hong Kong	IGNITION ONE	301838322 / 301838322	21 Feb 2011 / 11 Aug 2011
India	IGNITION ONE	2103947 / 1179675	22 Feb 2011 / 24 Jul 2014
Japan	IGNITION ONE	2011-13432 / 5460852	25 Feb 2011 / 06 Jan 2012
Mexico	IGNITION ONE	1281920 / 1371583	11 Jun 2012 / 29 May 2013
Mexico	IGNITION ONE	1281919 / 1431976	11 Jun 2012 / 06 Feb 2014
Russia	IGNITION ONE	2011737585 / 500134	16 Nov 2011 / 19 Nov 2013
Singapore	IGNITION ONE	T11/02146G / T11/02146G	23 Feb 2011 / 27 Feb 2013
South Africa	IGNITION ONE	2011/26421	19 Oct 2011
South Africa	IGNITION ONE	2011/26422	19 Oct 2011

Exhibit A

<b>COUNTRY</b>	<b>TRADEMARK</b>	<b>SERIAL NO. / REG. NO.</b>	<b>FILE DATE / REG. DATE</b>
Turkey	IGNITION ONE	2012/51199 / 2012/51199	04 Jun 2012 / 10 Jul 2013
European Union (EUTM & RCD)	LIVEMARKETER	008432916 / 008432916	17 Jul 2009 / 17 Feb 2010
Japan	LIVEMARKETER	2009-054983 / 5280243	21 Jul 2009 / 13 Nov 2009
European Union (EUTM & RCD)	SITEINSIGHTS	009284597 / 009284597	30 Jul 2010 / 27 Mar 2012
Japan	SITEINSIGHTS	2010-063625 / 5388962	12 Aug 2010 / 04 Feb 2011

Exhibit A



EXHIBIT B  
PATENTS

<u>Docket No.</u>	<u>Country</u>	<u>Application Status</u>	<u>Application Number</u>	<u>Filing Date</u>	<u>Patent Number</u>	<u>Issue Date</u>
061673.002	US	ISSUED	10/767,123	January 29, 2004	7,593,868	September 22, 2009
061673.006	US	ISSUED	11/405,100	April 17, 2006	8,005,715	August 23, 2011
061673.011US2	US	PENDING	14/178,708	February 12, 2014	N/A	N/A

BN 34680301v3

Exhibit B

Docket No.	Country	Application Status	Application Number	Filing Date	Patent Number	Issue Date
061673.011US3	US	PENDING	14/721,177	May 26, 2015	N/A	N/A
061673.011CA	CA	PENDING	2,913,297	November 23, 2015	N/A	N/A
061673.013	US	PENDING	14/887,600	October 20, 2015	N/A	N/A
061673.014CA	CA	ISSUED	2,726,733	June 9, 2008	2,726,733	December 6, 2016

EXHIBIT C  
COPYRIGHTS

None.