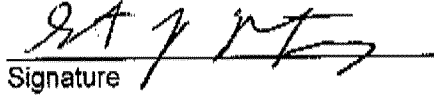


Client Code: UINN.UCC1

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the Director, U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): (List using letters or numbers for multiple parties)</p> <p>UNMANNED INNOVATION, INC.</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> General Partnership <input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Other: <input checked="checked" type="checkbox"/> Corporation of: CA</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="checked" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: KNOBBE, MARTENS, OLSON & BEAR, LLP Internal Address: FOURTEENTH FLOOR Street Address: 2040 MAIN STREET City: IRVINE State: CA ZIP: 92614</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> General Partnership <input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership <input checked="checked" type="checkbox"/> Other: California <input type="checkbox"/> Corporation of: Limited Liability Partnership</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="checked" type="checkbox"/> No</p> <p>Additional name(s) and address(es) attached? <input type="checkbox"/> Yes <input checked="checked" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input type="checkbox"/> Merger <input type="checkbox"/> Change of Name <input checked="checked" type="checkbox"/> Other: Security Interest</p> <p>Execution Date: (List as in section 1 if multiple signatures) September 21, 2018</p>	<p>4. Application number(s) or registration number(s):</p> <p>a. Trademark Application No(s):</p> <p>b. Trademark Registration No(s): 5486739</p> <p>Additional numbers attached? <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Party to whom correspondence concerning document should be mailed:</p> <p>Customer No. 20,995 Address: Knobbe, Martens, Olson & Bear, LLP 2040 Main Street, 14th Floor Irvine, CA 92614 Return Fax: (949) 760-9502 Attorney's Docket No.: UINN.UCC1</p>	<p>6. Total number of applications and registrations involved: 8</p> <p>7. Total fee (37 CFR 1.21(h)): \$215.00 <input checked="checked" type="checkbox"/> Authorized to be charged to deposit account</p>
<p>8. Deposit account number: 11-1410</p> <p>Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>	
<p>9. Statement and signature.</p> <p>To the best of my knowledge and belief, the foregoing information is true and correct, and any attached copy is a true copy of the original document.</p> <p>STEVEN J. NATAUPSKY  12/21/18 Name of Person Signing Signature Date</p> <p align="center">Total number of pages including cover sheet, attachments and document: 13</p>	

recpay.opt
RECORDTM

CH \$215.00 5486739

<u>Case No.</u>	<u>Title:</u>	<u>Application No.</u>	<u>Filing Date:</u>	<u>Reg Date:</u>	<u>Reg No:</u>
UINN.003T	AIRWARE	85/871042	3/8/2013	6/5/2018	5486739
UINN.004T	OSFLEXQUAD	85/871719	3/8/2013	11/18/2014	4639295
UINN.005T	OSFLEXPILOT	85/871722	3/8/2013	11/18/2014	4639296
UINN.006T	OSNANOPILOT	85/871725	3/8/2013	11/18/2014	4639297
UINN.014T	UINN Logo	86/522001	2/2/2015	4/17/2018	5448819
UINN.015T	AIRWARE	86/521989	2/2/2015	4/17/2018	5448818
UINN.046T	AIRWARE	87/066707	6/9/2016		
UINN.047T	UINN Logo	87/066713	6/9/2016		

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) MICHELL DO (949) 760-0404
B. E-MAIL CONTACT AT FILER (optional) MICHELL.DO@KNOWBE.COM
C. SEND ACKNOWLEDGMENT TO: (Name and Address) KNOWBE, MARTENS, OLSON & BEAR, LLP ATT: MICHELL DO 2040 MAIN STREET 14TH FLOOR IRVINE, CA 92614

Delaware Department of State
U.C.C. Filing Section
Filed: 07:02 PM 09/21/2018
U.C.C. Initial Filing No: 2018 6418236
Amendment No: 2018 6544783
Service Request No: 20186784622

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER 20186418236	1b. <input type="checkbox"/> This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Filer: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13.
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2. **TERMINATION:** Effectiveness of the Financing Statement Identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3. **ASSIGNMENT:** (full or partial): Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9. For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4. **CONTINUATION:** Effectiveness of the Financing Statement Identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. **PARTY INFORMATION CHANGE:**
Check one of these two boxes: Debtor or Secured Party of record. AND Check one of these three boxes in:
 CHANGE name and/or address: Complete item 6a or 6b, and item 7a or 7b and item 7c. ADD name: Complete item 7a or 7b, and item 7c. DELETE name: Give record name to be deleted in item 6a or 6b.

6. **CURRENT RECORD INFORMATION:** Complete for Party Information Change - provide only one name (6a or 6b).

6a. ORGANIZATION'S NAME				
OR	6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

7. **CHANGED OR ADDED INFORMATION:** Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a. ORGANIZATION'S NAME				
OR	7b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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8. **COLLATERAL CHANGE:** Also check one of these four boxes: ADD collateral DELETE collateral RESTATE covered collateral ASSIGN collateral
Indicate collateral:
Collateral Description - please see attached

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT:** Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment) If this is an Amendment authorized by a DEBTOR, check here and provide name of authorizing Debtor

9a. ORGANIZATION'S NAME KNOWBE, MARTENS, OLSON & BEAR, LLP				
OR	9b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

10. **OPTIONAL FILER REFERENCE DATA:**
UCCM - UCC3 AMENDMENT

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

US Trademark & Trademark Applications

Application No.	Filing Date	Reg. No.	Reg. Date	Trademark Name
		5486739	6/5/2018	AIRWARE
		4639295	11/18/2014	OSFLEXQUAD
		4639296	11/18/2014	OSFLEXPILOT
		4639297	11/18/2014	OSNANOPILO
		5448819	4/17/2018	UINN Logo
		5448818	4/17/2018	AIRWARE
87/066707	6/9/2016			AIRWARE
87/066713	6/9/2016			UINN Logo

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

Non US Trademark & Trademark Applications

Application No.	Filing Date	Reg. No.	Reg. Date	Country	Trademark Name
2018-100205	8/6/2018			JP	
		1775690	3/1/2018	AU	AIRWARE
1786342	6/9/2016			CA	AIRWARE
		15531353	12/28/2016	EM	AIRWARE
		1677622	9/23/2016	MX	AIRWARE
		1044484	3/23/2018	NZ	AIRWARE
		1775691	3/1/2018	AU	UINN Logo
1786343	6/9/2016			CA	UINN Logo
		15531379	12/28/2016	EM	UINN Logo
2018-100206	8/6/2018			JP	

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

Non US Trademark & Trademark Applications

Application No.	Filing Date	Reg. No.	Reg. Date	Country	Trademark Name
		1677624	6/9/2016	MX	UINN Logo
		1044485	3/23/2018	NZ	UINN Logo
		1677623	9/23/2016	MX	AIRWARE
		1829546	12/6/2017	MX	AIRWARE
		1789181	8/22/2017	MX	AIRWARE
		1784498	8/8/2017	MX	AIRWARE
		1761747	6/8/2017	MX	AIRWARE
		1677625	9/23/2016	MX	UINN Logo
		1829547	12/6/2017	MX	UINN Logo
		1764392	6/19/2017	MX	UINN Logo
		1784499	8/8/2017	MX	UINN Logo
		1761748	6/8/2017	MX	UINN Logo

PG 3 OF 3

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)
MICHELL DO (949) 760-0404

B. E-MAIL CONTACT AT FILER (optional)
MICHELL.DO@KNOBBE.COM

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

KNOBBE, MARTENS, OLSON & BEAR, LLP ATT: MICHELL DO
2040 MAIN STREET
14TH FLOOR
IRVINE, CA 92614

Delaware Department of State
U.C.C. Filing Section
Filed: 07:20 PM 09/17/2018
U.C.C. Initial Filing No: 2018 6418236
Service Request No: 20186696195

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. **DEBTOR'S NAME:** Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here and provide the individual Debtor information in Item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME
UNMANNED INNOVATION, INC.

OR

1b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
460 BAYANT ST., SUITE 200 SAN FRANCISCO CA 94017 US

2. **DEBTOR'S NAME:** Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here and provide the individual Debtor information in Item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

3. **SECURED PARTY'S NAME (or NAME of ASSIGNEE or ASSIGNOR SECURED PARTY):** Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME
KNOBBE, MARTENS, OLSON & BEAR, LLP

OR

3b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
2040 MAIN ST., 14TH FLOOR IRVINE CA 92614 US

4. **COLLATERAL:** This financing statement covers the following collateral:
Collateral Description - please see attached

5. Check only if applicable and check only one box: Collateral is held in a Trust (see UCC1Ad, Item 17 and Instructions) being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box: Public-Finance Transaction Manufacture/Home Transaction A Debtor is a Transmitting Utility Agricultural Lien Non-UCC Filing

6b. Check only if applicable and check only one box: Lessee/Lessor Consignor/Consignee Seller/Buyer Bailee/Bailor Licensee/Licensor

7. ALTERNATIVE DESIGNATION (if applicable): Lessee/Lessor Consignor/Consignee Seller/Buyer Bailee/Bailor Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:
OTNN - UCC1

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

US Patent & Patent Applications

Application No.	Filing Date	Patent No.	Date Issued	Title of Invention
		9250630	2/2/2016	MODULAR FLIGHT MANAGEMENT SYSTEM INCORPORATING AN AUTOPILOT
		10025307	7/17/2018	MODULAR FLIGHT MANAGEMENT SYSTEM INCORPORATING AN AUTOPILOT
16/035996	7/16/2018			
		9273981	3/1/2016	DISTRIBUTED UNMANNED AERIAL VEHICLE ARCHITECTURE
		9310221	4/12/2016	DISTRIBUTED UNMANNED AERIAL VEHICLE ARCHITECTURE
		9340283	5/17/2016	DISTRIBUTED UNMANNED AERIAL VEHICLE ARCHITECTURE
		9403593	8/2/2016	DISTRIBUTED UNMANNED AERIAL VEHICLE ARCHITECTURE
15/174387	6/6/2016			DISTRIBUTED UNMANNED AERIAL VEHICLE ARCHITECTURE

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

US Patent & Patent Applications

Application No.	Filing Date	Patent No.	Date Issued	Title of Invention
		9311760	4/12/2016	UNMANNED AERIAL VEHICLE AUTHORIZATION AND GEOFENCE ENVELOPE DETERMINATION
		9256994	2/9/2016	UNMANNED AERIAL VEHICLE AUTHORIZATION AND GEOFENCE ENVELOPE DETERMINATION
		9256225	2/9/2016	UNMANNED AERIAL VEHICLE AUTHORIZATION AND GEOFENCE ENVELOPE DETERMINATION
		9406237	8/2/2016	UNMANNED AERIAL VEHICLE AUTHORIZATION AND GEOFENCE ENVELOPE DETERMINATION
		9607522	3/28/2017	UNMANNED AERIAL VEHICLE AUTHORIZATION AND GEOFENCE ENVELOPE DETERMINATION
15/431057	2/13/2017			UNMANNED AERIAL VEHICLE AUTHORIZATION AND GEOFENCE ENVELOPE DETERMINATION
15/042798	2/12/2016			UNMANNED AERIAL VEHICLE REMOTE FLIGHT PLANNING SYSTEM
15/042630	2/12/2016			UNMANNED AERIAL VEHICLE SENSOR ACTIVATION AND CORRELATION SYSTEM

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

US Patent & Patent Applications

Application No.	Filing Date	Patent No.	Date Issued	Title of Invention
		9513635	12/6/2016	UNMANNED AERIAL VEHICLE INSPECTION SYSTEM
		9740200	8/22/2017	UNMANNED AERIAL VEHICLE INSPECTION SYSTEM
15/672764	8/9/2017			UNMANNED AERIAL VEHICLE INSPECTION SYSTEM
15/638267	6/29/2017			UNMANNED AERIAL VEHICLE INSPECTION SYSTEM
		9658619	5/23/2017	UNMANNED AERIAL VEHICLE MODULAR COMMAND PRIORITY DETERMINATION AND FILTERING SYSTEM
15/583097	5/1/2017			UNMANNED AERIAL VEHICLE MODULAR COMMAND PRIORITY DETERMINATION AND FILTERING SYSTEM
15/068272	3/11/2016			UNMANNED AERIAL VEHICLE ROOFTOP INSPECTION SYSTEM
		9609288	3/28/2017	UNMANNED AERIAL VEHICLE ROOFTOP INSPECTION SYSTEM
15/470614	3/27/2017			UNMANNED AERIAL VEHICLE ROOFTOP INSPECTION SYSTEM

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

US Patent & Patent Applications

Application No.	Filing Date	Patent No.	Date Issued	Title of Invention
		9613538	4/4/2017	UNMANNED AERIAL VEHICLE ROOFTOP INSPECTION SYSTEM
		9913946	3/13/2018	UNMANNED AERIAL VEHICLE ROOFTOP INSPECTION SYSTEM
		9618940	4/11/2017	UNMANNED AERIAL VEHICLE ROOFTOP INSPECTION SYSTEM
		9881213	1/30/2018	UNMANNED AERIAL VEHICLE ROOFTOP INSPECTION SYSTEM
16/132284	9/14/2018			
15/396096	12/30/2016			
		9592912	3/14/2017	GROUND CONTROL POINT ASSIGNMENT AND DETERMINATION SYSTEM
		9835453	12/5/2017	GROUND CONTROL POINT ASSIGNMENT AND DETERMINATION SYSTEM
15/829477	12/1/2017			GROUND CONTROL POINT ASSIGNMENT AND DETERMINATION SYSTEM

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

US Patent & Patent Applications

Application No.	Filing Date	Patent No.	Date Issued	Title of Invention
15/598204	5/17/2017			UNMANNED AERIAL VEHICLE ELECTROMAGNETIC AVOIDANCE AND UTILIZATION SYSTEM
15/637952	6/29/2017			UNMANNED AERIAL VEHICLE WIND TURBINE INSPECTION SYSTEMS AND METHODS
15/869659	1/12/2018			UNMANNED AERIAL VEHICLE VISUAL POINT CLOUD NAVIGATION
15/891736	2/8/2018			

All of debtor's intellectual property that is or has ever been the subject of secured party's representation and all files and records relating thereto, any recoveries from litigation involving such intellectual property, including, without limitation, any judgments, amounts paid in settlement, insurance proceeds and any awards of attorneys' fees and costs, and any other proceeds of such intellectual property, including, but not limited to, the property described below.

Non US Patent & Patent Applications

Application No.	Filing Date	Patent No.	Date Issued	Country	Title of Invention
2845094	2/12/2014			CA	
PCT/US2016/067729	12/20/2016			WO	UNMANNED AERIAL VEHICLE INSPECTION SYSTEM
PCT/US2017/024595	3/28/2017			WO	UNMANNED AERIAL VEHICLE MODULAR COMMAND PRIORITY DETERMINATION AND FILTERING SYSTEM
PCT/US2016/067835	12/20/2016			WO	UNMANNED AERIAL VEHICLE ROOFTOP INSPECTION SYSTEM
PCT/US2017/021217	3/7/2018			WO	
PCT/US2017/040131	6/29/2017			WO	UNMANNED AERIAL VEHICLE WIND TURBINE INSPECTION SYSTEMS AND METHODS