

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM538477

<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>
Broker Genius Inc.		08/22/2019	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ESCALATE CAPITAL PARTNERS SBIC III, LP		
<b>Street Address:</b>	6011 West Courtyard Drive		
<b>Internal Address:</b>	Building 5, Suite 405		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78730		
<b>Entity Type:</b>	Limited Partnership: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88489849	ATLAS	
<b>Registration Number:</b>	5400688		
<b>Registration Number:</b>	5226611	BROKER GENIUS	
<b>Registration Number:</b>	5239947		
<b>Registration Number:</b>	5256884	REPRICING.REDEFINED.	
<b>Registration Number:</b>	5629650	UPTICK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7037125197		
<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>	7037125337		
<b>Email:</b>	jhowell2@mcguirewoods.com		
<b>Correspondent Name:</b>	Emily S. Voorheis		
<b>Address Line 1:</b>	1750 Tysons Boulevard		
<b>Address Line 2:</b>	Suite 1800		
<b>Address Line 4:</b>	Tysons, VIRGINIA 22102		
<b>ATTORNEY DOCKET NUMBER:</b>	2067509-0073		
<b>NAME OF SUBMITTER:</b>	Emily S. Voorheis		
<b>SIGNATURE:</b>	/Emily S. Voorheis/		

OP \$165.00 88489849

<b>DATE SIGNED:</b>	08/28/2019
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**Total Attachments: 7**

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## INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of August 22, 2019 by and between BROKER GENIUS INC., a Delaware corporation ("*Borrower*"), and ESCALATE CAPITAL PARTNERS SBIC III, LP, a Delaware limited partnership ("*Lender*").

### RECITALS

Lender has agreed to make certain advance of money and to extend certain financial accommodations to Borrower under that certain Loan and Security Agreement by and between Lender and Borrower dated of even date herewith (as amended, restated, or otherwise modified from time to time, the "*Loan Agreement*"). Capitalized terms used herein are used as defined in the Loan Agreement. Pursuant to the terms of the Loan Agreement, Borrower has granted to Lender a security interest in its personal property.

NOW, THEREFORE, Borrower agrees as follows:

### AGREEMENT

To secure its obligations under the Loan Agreement and under any other agreement now existing or hereafter arising between Borrower and Lender, Borrower grants to Lender a security interest in all of Borrower's right, title and interest in, its Intellectual Property (including without limitation those Copyrights, Patents and Trademarks listed on Schedules A, B, and C hereto) and 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. Borrower represents and warrants that Schedules A, B, and C attached hereto set forth any and all intellectual property rights in connection to which Borrower has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office or any other agency of any state or country responsible for the registration of any patent, trademark, copyright, or similar protection, as applicable. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

*[Signature pages 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.

Address of Borrower:

366 5th Avenue, 4th Floor  
New York, NY 10001

**BORROWER:**

BROKER GENIUS INC.,  
a Delaware corporation

By: 

Name: Shmuel Sherman

Title: CEO

Address of Lender:

6011 West Courtyard Drive,  
Building 5, Suite 405  
Austin, Texas 78730

LENDER:

ESCALATE CAPITAL PARTNERS SBIC III, LP,  
a Delaware limited partnership

By: Escalate SBIC Capital Management III,  
LLC, its general partner

By: 

Name: Chris Iplich  
Title: Manager

INTELLECTUAL PROPERTY SECURITY AGREEMENT  
(BROKER GENIUS INC.)  
Signature Page

120346296

**TRADEMARK**  
**REEL: 006730 FRAME: 0967**

SCHEDULE A  
Copyrights

<u>Description</u>	<u>Registration Number</u>	<u>Registration Date</u>
Auto Pricer version 3	TX0008308347	August 18, 2016

SCHEDULE B  
Patents

Filed Patents:

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
Forecasting and Management System and Method Concerning Ticket Transactions in Multiple Markets	US2015/0025918	Filed: July 10, 2014; Priority Date: July 16, 2013

Provisional Patents:

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
<b>AUTOMATED COMPARABLE-BASED PRICING USING NON-ZERO-DIFFERENCE COMPARABLES</b>	62/530,834	July 10, 2017
<b>SYSTEM AND APPARATUS FOR THE DISPLAY AND SELECTION OF LISTINGS AND SPLITS</b>	62/530,833	July 10, 2017
<b>VARIOUS METHODS FOR DISPLAYING VENUE INFORMATION ON A VENUE MAP</b>	62/530,831	July 10, 2017
<b>DEFAULT VENUE MAPS</b>	62/530,836	July 10, 2017
<b>COMPARABLE-BASED PRICING FOR NON-IDENTICAL INVENTORY</b>	62/593,024	November 30, 2017
<b>AUTOMATED COMPARABLE-BASED PRICING USING NON-ZERO-DIFFERENCE COMPARABLES</b>	16/031907	July 10, 2018
<b>SYSTEM AND APPARATUS FOR THE DISPLAY AND SELECTION OF LISTINGS AND SPLITS</b>	16/031886	July 10, 2018
<b>VARIOUS METHODS FOR DISPLAYING VENUE INFORMATION ON A VENUE MAP</b>	16/031860	July 10, 2018
<b>DEFAULT VENUE MAPS</b>	16/031955	July 10, 2018
<b>COMPARABLE-BASED PRICING FOR NON-IDENTICAL INVENTORY</b>	16/206275	November 30, 2018
<b>PRICE INFERENCE BASED ON INCOMPLETE MARKET DATA. (SOFT SALES)</b>	N/A	(TBD – In preparation)
<b>AUTOMATED COMPARABLE-BASED PRICING USING NON-ZERO-DIFFERENCE COMPARABLES</b>	62/530,834	July 10, 2017
<b>SYSTEM AND APPARATUS FOR THE DISPLAY AND SELECTION OF LISTINGS AND SPLITS</b>	62/530,833	July 10, 2017
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<b>DEFAULT VENUE MAPS</b>	16/031860	July 10, 2018
<b>VARIOUS METHODS FOR DISPLAYING VENUE INFORMATION ON A VENUE MAP</b>	16/031955	July 10, 2018
<b>COMPARABLE-BASED PRICING FOR NON- IDENTICAL INVENTORY</b>	16/206275	November 30, 2018
<b>PRICE INFERENCE BASED ON INCOMPLETE MARKET DATA. (SOFT SALES)</b>	N/A	(TBD – In preparation)



SCHEDULE C  
Trademarks

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
ATLAS	88489849 (Application)	26-Jun-19 (Registration Pending)
BROKER GENIUS LOGO	5400688	13-Feb-18
BROKERGENIUS	016402679	22-Jun-17
BROKERGENIUS	5226611	20-Jun-17
BROKERGENIUS LOGO	5239947	11-Jul-17
REPRICING.RED EFINED.	5256884	01-Aug-17
UPTICK	5629650	11-Dec-18
TIXONOMY	87662642 (Application)	27-Oct-17 (Registration Pending)