

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM538971

| | | | |
|---|---|-----------------------------|---------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Short-Form Trademark Security Agreement | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| 2ndSite Inc. | | 08/20/2019 | Corporation: CANADA |
| RECEIVING PARTY DATA | | | |
| Name: | Bank of Montreal | | |
| Street Address: | 100 King Street West | | |
| Internal Address: | 18th Floor | | |
| City: | Toronto, Ontario | | |
| State/Country: | CANADA | | |
| Postal Code: | M5X 1A1 | | |
| Entity Type: | Corporation: CANADA | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4820391 | FRESHBOOKS CLOUD ACCOUNTING | |
| Registration Number: | 4820392 | FRESHBOOKS CLOUD ACCOUNTING | |
| Registration Number: | 4116965 | | |
| Registration Number: | 3637699 | FRESHBOOKS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2025339099 | | |
| <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: | 202-467-8800 | | |
| Email: | mjhoran@vorys.com | | |
| Correspondent Name: | Vorys, Sater, Seymour and Pease LLP | | |
| Address Line 1: | P.O. Box 2255 - IPLAW@VORYS | | |
| Address Line 2: | ATTN: LAURA T. GEYER | | |
| Address Line 4: | Columbus, OHIO 43216-2255 | | |
| ATTORNEY DOCKET NUMBER: | 49089-20 | | |
| NAME OF SUBMITTER: | Miranda Horan | | |
| SIGNATURE: | /MirandaHoran/ | | |
| DATE SIGNED: | 08/30/2019 | | |

CH \$115.00 4820391

Total Attachments: 4

source=Canadian Trademark Security Agreement executed - 2ndSite and Bank of Montreal#page1.tif

source=Canadian Trademark Security Agreement executed - 2ndSite and Bank of Montreal#page2.tif

source=Canadian Trademark Security Agreement executed - 2ndSite and Bank of Montreal#page3.tif

source=Canadian Trademark Security Agreement executed - 2ndSite and Bank of Montreal#page4.tif

SHORT-FORM TRADEMARKS SECURITY AGREEMENT

WHEREAS, 2NDSITE INC. (the “**Grantor**”) has adopted, used, is using, or intends to use, and is the owner of the trademarks and/or trademark applications listed in the attached Schedule of Registered Trademarks, and the registrations and applications associated therewith;

WHEREAS, the Grantor has contemporaneously with the execution of this Short-Form Trademarks Security Agreement entered into the General Security Agreement dated as of August 20, 2019 (as modified from time to time, the “**Security Agreement**”), in which the Grantor has granted certain interests in favor of Bank of Montreal (the “**Lender**”); and

WHEREAS, pursuant to the Security Agreement, the Grantor has agreed with the Lender to execute this Short-Form Trademarks Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants to the Lender, to the extent provided in the Security Agreement (the terms and conditions of which are hereby incorporated herein), a security interest in all of its right, title and interest in, to and under all the trademarks, whether now owned or at any time hereafter acquired, of the Grantor that are registered with, or for which applications for registration have been filed with, the Canadian Intellectual Property Office or the United States Patent and Trademark Office, including the trademarks listed on the attached Schedule of Registered Trademarks, and all registrations and pending applications associated therewith (excluding any application for registration of a trademark filed on an intent-to-use basis solely to the extent that the grant of a security interest in any such trademark application would materially adversely affect the validity or enforceability of the resulting trademark registration or result in cancellation of such trademark application), as collateral security for the prompt and complete payment and performance when due of all the Obligations (as defined in the Security Agreement). Notwithstanding the foregoing, in the event of any conflict between this Short-Form Trademarks Security Agreement and the Security Agreement, the Security Agreement shall control.

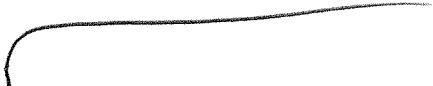
THIS AGREEMENT SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE PROVINCE OF ONTARIO AND THE FEDERAL LAWS OF CANADA APPLICABLE THEREIN, WITHOUT REGARD TO CONFLICT OF LAWS PRINCIPLES THEREOF TO THE EXTENT SUCH PRINCIPLES WOULD CAUSE THE APPLICATION OF THE LAW OF ANOTHER PROVINCE OR TERRITORY, EXCEPT TO THE EXTENT THAT THE PERSONAL PROPERTY SECURITY ACT (ONTARIO) OR THE SECURITIES TRANSFER ACT, 2006 (ONTARIO), AS APPLICABLE PROVIDES THAT THE PERFECTION OF THE SECURITY INTEREST HEREUNDER, OR REMEDIES HEREUNDER, IN RESPECT OF ANY PARTICULAR COLLATERAL ARE GOVERNED BY THE LAWS OF A JURISDICTION OTHER THAN THE PROVINCE OF ONTARIO AND THE FEDERAL LAWS OF CANADA APPLICABLE THEREIN, IN WHICH CASE THE LAWS OF SUCH JURISDICTION SHALL GOVERN WITH RESPECT TO THE PERFECTION OF THE SECURITY INTEREST IN, OR THE REMEDIES WITH RESPECT TO, SUCH PARTICULAR COLLATERAL.

Date: August 20, 2019.

[Remainder of this page intentionally left blank.]

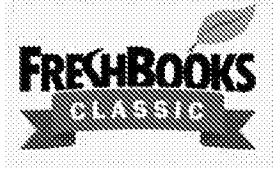




DATED as of the first date written above.

2NDSITE INC.


By: 
Name: Michael Washinushi
Title: Treasurer

**SCHEDULE OF
REGISTERED TRADEMARKS**

I. Trademarks registered with the Canadian Intellectual Property Office

| Trade-mark | Status | Number | Reg. Date |
|---|------------|-------------|-------------------|
| FOCUS ON YOUR WORK, NOT YOUR PAPERWORK | Registered | TMA829,461* | August 8, 2012 |
| FRESHBOOKS | Registered | TMA756,804* | January 11, 2010 |
|  | Registered | TMA023,904* | June 6, 2019 |
| FRESHBOOKS CLOUD ACCOUNTING | Registered | TMA891,498* | December 3, 2014 |
|  | Registered | TMA891,497* | December 3, 2014 |
|  | Registered | TMA756,587* | January 7, 2010 |
|  | Registered | TMA803,154* | July 28, 2011 |
|  | Registered | TMA803,153* | July 28, 2011 |
| UNACCOUNTING | Registered | TMA735,621* | March 3, 2009 |
| WE'RE IN YOUR CORNER | Registered | TMA891,137* | November 27, 2014 |

II. Trademarks registered with the United States Patent and Trademark Office

| Trademark | Country | App. No. / Date | Reg. No. / Date |
|---|----------------|------------------------|------------------------|
| FRESHBOOKS CLOUD ACCOUNTING FRESHBOOKS CLOUD ACCOUNTING | United States | 85693289 / 02-AUG-2012 | 4820391 / 29-SEP-2015 |
| FRESHBOOKS CLOUD ACCOUNTING | United States | 85693295 / 02-AUG-2012 | 4820392 / 29-SEP-2015 |
| <i>Design Only</i>  | United States | 85144928 / 05-OCT-2010 | 4116965 / 27-MAR-2012 |
| FRESHBOOKS FRESHBOOKS | United States | 77459746 / 28-APR-2008 | 3637699 / 16-JUN-2009 |