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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM546010

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE: Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
VoIP Innovations, LLC			Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	The Toronto-Dominion Bank, as Agent
Street Address:	66 Wellington Street West
Internal Address:	9th Floor
City:	Toronto
State/Country:	CANADA
Postal Code:	M5K 1A2
Entity Type:	Bank: CANADA

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	5265711	VOCALY
Registration Number:	5265713	VOCALY
Registration Number:	5265714	VOCALY
Registration Number:	4150133	
Registration Number:	4334672	VOIP INNOVATIONS
Serial Number:	88134848	VOIP INNOVATIONS
Serial Number:	88134880	VOIP INNOVATIONS
Serial Number:	88134889	VOIP INNOVATIONS
Serial Number:	88134950	APIDAZE
Serial Number:	88134965	APIDAZE
Serial Number:	88134970	APIDAZE
Serial Number:	88136006	V
Serial Number:	88135997	V
Serial Number:	88136014	V

CORRESPONDENCE DATA

Fax Number: 8888295819

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

TRADEMARK

900520105 REEL: 006775 FRAME: 0878

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 3122883586

Email: CLS-ResultsChicagoUCC@wolterskluwer.com

Correspondent Name: Nancy Helm Brown Address Line 1: 2929 Allen Pkwy

Address Line 2: Suite 3300

Address Line 4: Houston, TEXAS 77019

NAME OF SUBMITTER: Gregory T. Pealer

SIGNATURE: /Gregory T. Pealer/

DATE SIGNED: 10/21/2019

Total Attachments: 11

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TRADEMARK COLLATERAL AGREEMENT

This 17th day of October, 2019, VoIP Innovations, LLC, a Delaware limited liability company ("Debtor") with its principal place of business and mailing address at Eight Penn Center West Suite 101, Pittsburgh, Pennsylvania 15276, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assigns, mortgages and pledges to The Toronto-Dominion Bank, with its mailing address at 66 Wellington Street West, 9th Floor, Toronto, Ontario M5K 1A2, acting as administrative agent hereunder for the Secured Parties as defined in the Security Agreement referred to below, and its successors and assigns (The Toronto-Dominion Bank acting as such administrative agent and any successor(s) or assign(s) to The Toronto-Dominion Bank acting in such capacity being hereinafter referred to as the "Agent"), and grants to the Agent for the benefit of the Secured Parties a continuing security interest in and to all of the right, title and interest of such Debtor in, to and under the following property, wherever located, and whether now existing or hereafter arising or acquired from time to time (the "Trademark Collateral"):

- (i) Each trademark, trademark registration, and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration, and trademark application and all extensions and renewals thereof; and
- (ii) All proceeds of the foregoing, including without limitation (x) any and all royalties, fees, income, payments and other proceeds now or hereafter due or payable with respect to any and all of the foregoing and (y) any and all claims and causes of action by Debtor against third parties for damages, restitution and injunctive and other legal and equitable relief by reason of past, present or future infringement, dilution, misappropriation, violation, misuse, breach or default of any trademark, trademark registration, or trademark application listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right but no obligation to sue for and collect, or otherwise recover, said damages;

to secure the payment and performance of all Secured Obligations of Debtor as set out in that certain Security Agreement bearing even date herewith between Debtor, the other debtors party thereto from time to time and Agent, as the same may be amended, modified, or restated from time to time (the "Security Agreement"). Except as otherwise defined herein, all capitalized terms used herein without definition shall have the same meanings herein as such terms have in the Security Agreement.

Notwithstanding anything herein to the contrary, this Trademark Collateral Agreement shall not operate as a sale, transfer, conveyance or other assignment to Agent of any applications by Debtor for a trademark based on an intent to use the same if and so long as such application is pending without a Statement of Use having been filed and accepted (such pending applications which are based on intent to use being hereinafter referred to collectively as "Intent-to-Use Applications"), but rather, if and so long as Debtor's Intent-to-Use Application is pending without a Statement of Use having been filed and accepted, then this Trademark Collateral

Trademark Collateral Agreement (VoIP Innovations, LLC) 4826-1197-9943 v5.docx 4304069

Agreement shall operate only to create a security interest for collateral purposes in favor of Agent on such Intent-to-Use Application as collateral security for the Secured Obligations. When a Statement of Use is filed and accepted by the Trademark Office, then that application shall cease to be partly exempted from this Agreement.

Debtor authorizes the Commissioner for Trademarks and any other government officials to record and register this Trademark Collateral Agreement upon request by the Agent.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the assignment, mortgage, pledge and security interest in the trademarks, trademark registrations, and trademark applications made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein. The rights and remedies of the Agent with respect to the Trademark Collateral are as provided by the Security Agreement and related documents, and nothing in this Trademark Collateral Agreement shall be deemed to limit such rights and remedies.

This Trademark Collateral Agreement may be executed in any number of counterparts, and by the different parties on different counterpart signature pages, all of which taken together shall constitute one and the same agreement. Any of the parties hereto may execute this Trademark Collateral Agreement by signing any such counterpart and each of such counterparts shall for all purposes be deemed to be an original. Delivery of a counterpart hereof by facsimile or in electronic (i.e., "pdf" or "tif") format shall be effective as delivery of a manually executed counterpart hereof. This Trademark Collateral Agreement shall be construed and determined in accordance with the laws of the United States and the State of New York without regard to conflicts of law principles that would require application of the laws of another jurisdiction. This Trademark Collateral Agreement will be binding on and shall inure to the benefit of the parties hereto and their respective successors and assigns.

[SIGNATURE PAGE TO FOLLOW]

-2-

IN WITNESS WHEREOF, Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

VOIP INNOVATIONS, LLC

Ву	IX			٠,
Name: D	avid N	loore	ingerparation	***************************************
Title: Ch	ief Fin	ancial	Officer	

A Section on success of a section of the section of

Accepted and agreed to as of the date and year last above written.

THE TORONTO-DOMINION BANK, as Agent

Ву	
Name	
Title	
Ву	
Name	
Title	

[Signature Page to Trademark Collateral Agreement - VoIP Innovations, LLC]

IN WITNESS WHEREOF, Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

VOIP INNOVATIONS, LLC

ritten.
MINION BANK, as Agent
wident Loan Syndiastines *

SCHEDULE A TO TRADEMARK COLLATERAL AGREEMENT

REGISTERED TRADEMARKS AND TRADEMARK APPLICATIONS

	vations, nerly n as Street,	VoIP "V Innovations, PV LLC (formerly known as VoIPStreet, Inc.)	VoIP "V Innovations, PV LLC (formerly known as VoIPStreet, Inc.)	Applicant M de
"Man in	"Vocaly" PWM	"Vocaly" PWM	"Vocaly" PWM	Mark description
38	42	38	9	ICC
1A	IA	1A	1A	Basis
Communication services, namely, transmission of voice, audio,	The integration, management, and operation of multiple software applications for telephony services via a single interface; telephony software as a service (SaaS) services; providing web based software for telephony services and applications	Telecommunications services, namely, providing mobile and web based telephony and data transmission services, features, and applications.	Software for the provision of internet, telephony, and cloud based services and applications; mobile and internet based software for telephony services and applications	Description
85440452	87308434	87308428	87308419	USPTO Serial No.
4150133	5265714	5,265,713	5,265,711	USPTO Registration No.
10/6/2011	1/20/2017	1/20/2017	1/20/2017	Filed
5/29/2012	8/15/2017	8/15/2017	8/15/2017	Registered

ations" 38 IA					telephony services and applications; software for communication	 	PWM	TTC
communication networks, the Internet, information services retworks and data networks; Data transmission and reception services via telecommunication neans. Digital network telecommunication services; Internet relephony services; Providing clectronic telecommunication networks; Providing third party users with access to telecommunication networks; Providing third party users with access to telecommunication networks; Providing third party users with access to telecommunication networks; Providing third party users with access to relecommunication services, the communication services and Internet access services; Telecommunication services, botal telephone service, and Internet access services; Telephony communication services, namely, transmission of voice, audio, visual images and data by telecommunications networks, writess communication services, literate telephony services. 38 LA Communication services, Internet telephony services, Providing access to telecommunication neans; Digital network telecommunication services, Internet telephony services; Providing access to telecommunication infrastructure; Telecommunication access services, Telecommunication services, voice telecommunication services, providing fong distance telecommunication services, voice telecommunication services, local telephone service, and Internet access services; Telecommunication services, telephony communication services, voice telecommunication services, local telephone service, and thermet access services; Telephony communication distance telecommunication of internet access services. 9 LA Software for the provision of internet, telephony, and cloud based 9 20772019					services and applications; mobile and internet based software for	 	imovations	imovations,
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19	9/27/2019	88134889	The integration, management, and operation of multiple software	42 1A	"VoIP	VoIP
			web based portals, and computer devices.			
			telecommunication connections to the internet via mobile devices,			
			internet connections to telecommunications, namely, providing			
			execution of telecommunications to internet connections and			
			telecommunications and computer networks; the facilitation and			
			information, messages, multimedia, and communications via			
			services and databases, namely, the transmission of data,			
			telecommunications services with internet and computer based			
			applications; The provision of interconnection of			
			based telephony and data transmission services, features, and			
			Telecommunications services, namely, providing mobile and web			
			services; Voice over internet protocol (VOIP) services;			
			distance telecommunication services; Telephony communication			
			Telecommunications reseller services, namely, providing long			
			local telephone service, and Internet access services;			
			telecommunication services, voice telecommunication services,			
			services for businesses, namely, providing long distance			
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			services via telecommunication means; Digital network			known as
			networks and data networks; Data transmission and reception			(formerly
			communication networks, the Internet, information services		PWM	LLC P
			visual images and data by telecommunications networks, wireless		Innovations"	Innovations, Ir
19	9/27/2019	88134880	Communication services, namely, transmission of voice, audio,	38 1A	"VoIP	VoIP "
						Inc.)
						VoIPStreet,
			telecommunications services.			known as
			platform as a service; software for programmable telephony and			(formerly

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"APIDAZE" PWM	"APIDAZE" PWM	PWM
38 1A	9 IA	
Communication services, namely, transmission of voice, audio, visual images and data by telecommunications networks, wireless communication networks, the Internet, information services networks and data networks; Data transmission and reception services via telecommunication means; Digital network telecommunications services; Internet telephony services; Providing access to telecommunication networks; Providing electronic telecommunication connections; Providing third party users with access to telecommunication infrastructure; Telecommunication access services; Telecommunications reseller services for businesses, namely, providing long distance telecommunication services, voice telecommunication services, local telephone service, and Internet access services; Telecommunications reseller services, namely, providing long distance telecommunication services, namely, providing mobile and web based telephony and data transmission services, features, and applications; The provision of interconnection of telecommunications services with internet and computer based services and databases, namely the transmission of data	Software for the provision of internet, telephony, and cloud based services and applications; mobile and internet based software for telephony services and applications; software for communication platform as a service; software for programmable telephony and telecommunications services.	telephony software as a service (SaaS) services; providing web based software for telephony services and applications; Computer software development; Planning, design and management of information technology systems.
88134965	88134950	
9/27/2019	9/27/2019	

			local telephone service, and internet access services;				
			telecommunication services, voice telecommunication services,				
			services for businesses, namely, providing long distance				
			Telecommunication access services; Telecommunications reseller				
			users with access to telecommunication infrastructure;				
			electronic telecommunication connections; Providing third party				
			Providing access to telecommunication networks; Providing				Inc.)
			telecommunications services; Internet telephony services;				VoIPStreet,
			services via telecommunication means; Digital network				known as
			networks and data networks; Data transmission and reception				(formerly
			communication networks, the Internet, information services				LLC
			visual images and data by telecommunications networks, wireless			mark	Innovations,
9/28/2018	7	88135997	Communication services, namely, transmission of voice, audio,	1A	38	"V" stylized	VoIP
							Inc.)
							VoIPStreet,
			telecommunications services.				known as
			platform as a service; software for programmable telephony and				(formerly
			telephony services and applications; software for communication				LLC
			services and applications; mobile and internet based software for			mark	Innovations,
9/28/2018		88136006	Software for the provision of internet, telephony, and cloud based	1A	9	"V" stylized	VoIP
							Inc.)
			information technology systems.				VoIPStreet,
			software development; Planning, design and management of				known as
			based software for telephony services and applications; Computer				(formerly
			telephony software as a service (SaaS) services; providing web				LLC
			applications for telephony services via a single interface;			PWM	Innovations,
9/27/2019		88134970	The integration, management, and operation of multiple software	1A	42	"APIDAZE"	VoIP
			web based portals, and computer devices.				
			telecommunication connections to the internet via mobile devices.				
			internet connections to telecommunications, namely, providing				
			execution of telecommunications to internet connections and				
			telecommunications and computer networks; the facilitation and				
			information, messages, multimedia, and communications via				
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inputer based of data, ications via facilitation and lections and ely, providing a mobile devices, ultiple software terface; providing web ations; Computer agement of	execution of telecommunications to internet connections and internet connections to telecommunications, namely, providing telecommunication connections to the internet via mobile devic web based portals, and computer devices. The integration, management, and operation of multiple softwa applications for telephony services via a single interface; telephony software as a service (SaaS) services; providing web based software for telephony services and applications; Compusoftware development; Planning, design and management of information technology systems.	"V" stylized mark	VoIP Innovations, LLC (formerly known as VoIPStreet,
inputer based of data, ications via facilitation and lections and lections and ecty, providing a mobile devices, lultiple software terface; providing web agement of	1A	"V" stylized mark	VoIP Innovations, LLC (formerly known as
imputer based of data, ications via facilitation and ections and ely, providing a mobile devices, multiple software terface; providing web tions; Computer	1A	"V" stylized mark	VoIP Innovations, LLC (formerly
inputer based of data, ications via facilitation and ections and ely, providing a mobile devices, multiple software terface; soviding web	1A	"V" stylized mark	VoIP Innovations, LLC
insputer based of data, ications via facilitation and lections and ely, providing a mobile devices, lultiple software 88136014 9/28/2018	1A	"V" stylized mark	VoIP Innovations,
inputer based of data, ications via facilitation and ections and ely, providing a mobile devices, and litiple software 88136014 9/28/2018	1A	"V" stylized	VoIP
imputer based of data, ications via facilitation and ections and ely, providing a mobile devices,	execution of telecommunications to internet connections internet connections to telecommunications, namely, provide telecommunication connections to the internet via mobile web based portals, and computer devices.		
onputer bases of data, ications via facilitation a facilitation and ections and ely, providin a mobile dev	execution of telecommunications to internet connections internet connections to telecommunications, namely, provide telecommunication connections to the internet via mobile		
mputer based of data, ucations via facilitation and ections and ely, providing	execution of telecommunications to internet connections internet connections to telecommunications, namely, proving the second of the second o		
imputer based of data, ications via facilitation and ections and	execution of telecommunications to internet connections		
Imputer based of data, ications via facilitation and	Control of the Contro		
inputer based of data, ications via	telecommunications and commuter networks: the facilitati		
imputer based of data,	information, messages, multimedia, and communications via		
mputer based	services and databases, namely, the transmission of data,		
	telecommunications services with internet and computer base		
	applications; The provision of interconnection of		
	based telephony and data transmission services, features, and		
web	Telecommunications services, namely, providing mobile and		
	services; Voice over internet protocol (VOIP) services;		
ication services; Telephony communication	distance telecommunication services; Telephony communicat		
reseller services, namely, providing long	Telecommunications reseller services, namely, providing long		