

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM683445

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
QUANTCAST CORPORATION		09/30/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., AS AGENT		
Street Address:	333 S. HOPE STREET, 19TH FLOOR		
City:	LOS ANGELES		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Serial Number:	88806551	QUANTCAST ACTIVATE	
Serial Number:	90186391	PERMISIO	
Serial Number:	90218305	PERMISIO	
Serial Number:	90559887	ARA	
Registration Number:	3609379	GET QUANTIFIED	
Registration Number:	3675377	QUANTCAST	
Registration Number:	3675378	QUANTCAST	
Registration Number:	4641137	QUANTCAST	
Registration Number:	5014043	Q	
Registration Number:	5014044	Q	
Registration Number:	5023554	Q	
Registration Number:	5023555	Q	
Registration Number:	5034790	SEARCH POWERED AUDIENCES	
Registration Number:	6081376	QUANTCAST CHOICE	
CORRESPONDENCE DATA			
Fax Number:	7044448847		
<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>			

OP \$365.00 88806551

Phone: 213-457-6624
Email: KSALTRICK@MCGUIREWOODS.COM
Correspondent Name: MCGUIREWOODS LLP
Address Line 1: 355 S. GRAND AVENUE, SUITE 4200
Address Line 2: ATTENTION: J. AUFDERHAR, ESQ.
Address Line 4: LOS ANGELES, CALIFORNIA 90071

NAME OF SUBMITTER: JUSTIN AUFDERHAR

SIGNATURE: /S/ JUSTIN AUFDERHAR

DATE SIGNED: 10/25/2021

Total Attachments: 11

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

Dated as of: September 30, 2021

QUANTCAST CORPORATION, a Delaware corporation (“Parent”); together with any other person added hereto as a debtor, each a “Debtor” and collectively “Debtor”) hereby acknowledges that it has granted to BANK OF AMERICA, N.A., a national banking association (“Agent”), whose address is 333 S. Hope Street, 19th Floor, Los Angeles, California 90071, a security interest in and to all of Debtor’s right, title and interest in and to the trademarks and trademark applications which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the “Trademarks”), and a security interest in and to all of Debtor’s right, title and interest in and to the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the “Patents”), together with the goodwill and assets of the business, as set forth in the Loan Agreement (as defined below).

The terms and conditions of the aforementioned security interest are contained in that certain Loan, Guaranty and Security Agreement dated as of the date hereof (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Loan Agreement”), by and among, Parent, as a borrower, the other loan parties from time to time party thereto, the financial institutions party thereto from time to time as Lenders, and BANK OF AMERICA, N.A., a national banking association, as agent for the Lenders (in such capacity, “Agent”), as security for the Obligations as set forth in the Loan Agreement and the other agreements referred to therein. 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 Agent or any Lender may have in any other collateral described in the Loan Agreement or otherwise. Capitalized terms that are undefined herein have the meanings ascribed thereto in the Loan Agreement.

The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property shall be governed by the laws of the State of New York, without giving effect to any conflict of law principles except federal laws relating to national banks and Sections 14.14 and 14.15 of the Loan Agreement are hereby incorporated by reference. Debtor hereby authorizes the filing of this Memorandum and Notice of Security Interest in Intellectual Property with the United States Patent and Trademark Office.

[Remainder of page intentionally left blank; signature pages follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

DEBTOR:

QUANTCAST CORPORATION,
a Delaware corporation


By: Imad Tareen

Name: Imad Tareen

Title: Chief Financial Officer

AGENT:

BANK OF AMERICA, N.A., as Agent

By: _____

Name: Ron Bornstein

Title: Senior Vice President

EXHIBIT A
TRADEMARKS

U.S. Trademark Registrations

<u>Debtor</u>	<u>Mark</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
<u>Quantcast Corporation</u>	<u>GET QUANTIFIED</u>	<u>21-Apr-2009</u>	<u>3609379</u>
<u>Quantcast Corporation</u>	<u>QUANTCAST</u>	<u>1-Sep-2009</u>	<u>3675377</u>
<u>Quantcast Corporation</u>	<u>QUANTCAST</u>	<u>1-Sep-2009</u>	<u>3675378</u>
<u>Quantcast Corporation</u>	<u>QUANTCAST</u>	<u>18-Nov-2014</u>	<u>4641137</u>
<u>Quantcast Corporation</u>	<u>Q</u>	<u>2-Aug-2016</u>	<u>5014043</u>
<u>Quantcast Corporation</u>	<u>Q Logo (outline)</u>	<u>2-Aug-2016</u>	<u>5014044</u>
<u>Quantcast Corporation</u>	<u>Q Logo</u>	<u>16-Aug-2016</u>	<u>5023554</u>
<u>Quantcast Corporation</u>	<u>Q (and checkmark design)</u>	<u>16-Aug-2016</u>	<u>5023555</u>
<u>Quantcast Corporation</u>	<u>SEARCH POWERED AUDIENCES</u>	<u>6-Sep-2016</u>	<u>5034790</u>
<u>Quantcast Corporation</u>	<u>QUANTCAST CHOICE</u>	<u>16-Jun-2020</u>	<u>6081376</u>

U.S. Trademark Applications

<u>Debtor</u>	<u>Mark</u>	<u>Filing Date</u>	<u>Application No.</u>
<u>Quantcast Corporation</u>	<u>QUANTCAST ACTIVATE</u>	<u>21-Feb-2020</u>	<u>88806551</u>
<u>Quantcast Corporation</u>	<u>PERMISIO</u>	<u>16-Sep-2020</u>	<u>90186391</u>
<u>Quantcast Corporation</u>	<u>PERMISIO (and design)</u>	<u>28-Sep-2020</u>	<u>90218305</u>
<u>Quantcast Corporation</u>	<u>ARA</u>	<u>4-Mar-2021</u>	<u>90559887</u>

EXHIBIT B
PATENTS

U.S. Patent Registrations

<u>Debtor</u>	<u>Patent Numbers</u>	<u>Issue Date</u>
Quantcast Corporation	US 7,752,261	7/6/10
Quantcast Corporation	US 7,958,191	6/7/11
Quantcast Corporation	US 8,090,825	1/3/12
Quantcast Corporation	US 8,185,931	5/22/12
Quantcast Corporation	US 8,560,669	10/15/13
Quantcast Corporation	US 8,561,133	10/15/13
Quantcast Corporation	US 8,667,135	3/4/14
Quantcast Corporation	US 8,751,418	6/10/14
Quantcast Corporation	US 8,839,355	9/16/14
Quantcast Corporation	US 8,898,164	11/25/14
Quantcast Corporation	US 8,965,336	2/24/15
Quantcast Corporation	US 9,137,266	9/15/15
Quantcast Corporation	US 9,141,651	9/22/15
Quantcast Corporation	US 9,143,932	9/22/15
Quantcast Corporation	US 9,159,029	10/13/15
Quantcast Corporation	US 9,183,568	11/10/15
Quantcast Corporation	US 9,189,652	11/17/15
Quantcast Corporation	US 9,191,779	11/17/15
Quantcast Corporation	US 9,224,101	12/29/15
Quantcast Corporation	US 9,229,657	1/5/16
Quantcast Corporation	US 9,294,912	3/22/16
Quantcast Corporation	US 9,298,860	3/29/16
Quantcast Corporation	US 9,299,091	3/29/16
Quantcast Corporation	US 9,307,357	4/5/16
Quantcast Corporation	US 9,313,656	4/12/16

<u>Quantcast Corporation</u>	<u>US 9,330,209</u>	<u>5/3/16</u>
<u>Quantcast Corporation</u>	<u>US 9,330,361</u>	<u>5/3/16</u>
<u>Quantcast Corporation</u>	<u>US 9,384,451</u>	<u>7/5/16</u>
<u>Quantcast Corporation</u>	<u>US 9,392,060</u>	<u>7/12/16</u>
<u>Quantcast Corporation</u>	<u>US 9,444,889</u>	<u>9/13/16</u>
<u>Quantcast Corporation</u>	<u>US 9,477,840</u>	<u>10/25/16</u>
<u>Quantcast Corporation</u>	<u>US 9,479,929</u>	<u>10/25/16</u>
<u>Quantcast Corporation</u>	<u>US 9,529,540</u>	<u>12/27/16</u>
<u>Quantcast Corporation</u>	<u>US 9,554,269</u>	<u>1/24/17</u>
<u>Quantcast Corporation</u>	<u>US 9,571,964</u>	<u>2/14/17</u>
<u>Quantcast Corporation</u>	<u>US 9,589,278</u>	<u>3/7/17</u>
<u>Quantcast Corporation</u>	<u>US 9,603,011</u>	<u>3/21/17</u>
<u>Quantcast Corporation</u>	<u>US 9,612,906</u>	<u>4/4/17</u>
<u>Quantcast Corporation</u>	<u>US 9,613,127</u>	<u>4/4/17</u>
<u>Quantcast Corporation</u>	<u>US 9,648,465</u>	<u>5/9/17</u>
<u>Quantcast Corporation</u>	<u>US 9,753,654</u>	<u>9/5/17</u>
<u>Quantcast Corporation</u>	<u>US 9,756,471</u>	<u>9/5/17</u>
<u>Quantcast Corporation</u>	<u>US 9,763,085</u>	<u>9/12/17</u>
<u>Quantcast Corporation</u>	<u>US 9,775,026</u>	<u>9/26/17</u>
<u>Quantcast Corporation</u>	<u>US 9,792,295</u>	<u>10/17/17</u>
<u>Quantcast Corporation</u>	<u>US 9,794,296</u>	<u>10/17/17</u>
<u>Quantcast Corporation</u>	<u>US 9,811,262</u>	<u>11/7/17</u>
<u>Quantcast Corporation</u>	<u>US 9,811,529</u>	<u>11/7/17</u>
<u>Quantcast Corporation</u>	<u>US 9,813,868</u>	<u>11/7/17</u>
<u>Quantcast Corporation</u>	<u>US 9,846,895</u>	<u>12/19/17</u>
<u>Quantcast Corporation</u>	<u>US 9,900,360</u>	<u>2/20/18</u>
<u>Quantcast Corporation</u>	<u>US 9,906,951</u>	<u>2/27/18</u>
<u>Quantcast Corporation</u>	<u>US 9,922,109</u>	<u>3/20/18</u>
<u>Quantcast Corporation</u>	<u>US 9,924,321</u>	<u>3/20/18</u>
<u>Quantcast Corporation</u>	<u>US 9,979,752</u>	<u>5/22/18</u>
<u>Quantcast Corporation</u>	<u>US 9,996,858</u>	<u>6/12/18</u>
<u>Quantcast Corporation</u>	<u>US 10,007,461</u>	<u>6/26/18</u>
<u>Quantcast Corporation</u>	<u>US 10,019,316</u>	<u>7/10/18</u>
<u>Quantcast Corporation</u>	<u>US 10,019,728</u>	<u>7/10/18</u>

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<u>Quantcast Corporation</u>	<u>US 10,028,095</u>	<u>7/17/18</u>
<u>Quantcast Corporation</u>	<u>US 10,033,768</u>	<u>7/24/18</u>
<u>Quantcast Corporation</u>	<u>US 10,037,545</u>	<u>7/31/18</u>
<u>Quantcast Corporation</u>	<u>US 10,067,830</u>	<u>9/4/18</u>
<u>Quantcast Corporation</u>	<u>US 10,178,505</u>	<u>1/8/19</u>
<u>Quantcast Corporation</u>	<u>US 10,187,790</u>	<u>1/22/19</u>
<u>Quantcast Corporation</u>	<u>US 10,200,413</u>	<u>2/5/19</u>
<u>Quantcast Corporation</u>	<u>US 10,204,306</u>	<u>2/12/19</u>
<u>Quantcast Corporation</u>	<u>US 10,248,961</u>	<u>4/2/19</u>
<u>Quantcast Corporation</u>	<u>US 10,296,763</u>	<u>5/21/19</u>
<u>Quantcast Corporation</u>	<u>US 10,298,648</u>	<u>5/21/19</u>
<u>Quantcast Corporation</u>	<u>US 10,360,581</u>	<u>7/23/19</u>
<u>Quantcast Corporation</u>	<u>US 10,430,826</u>	<u>10/1/19</u>
<u>Quantcast Corporation</u>	<u>US 10,440,061</u>	<u>10/8/19</u>
<u>Quantcast Corporation</u>	<u>US 10,467,655</u>	<u>11/5/19</u>
<u>Quantcast Corporation</u>	<u>US 10,482,496</u>	<u>11/19/19</u>
<u>Quantcast Corporation</u>	<u>US 10,489,383</u>	<u>11/26/19</u>
<u>Quantcast Corporation</u>	<u>US 10,504,139</u>	<u>12/10/19</u>
<u>Quantcast Corporation</u>	<u>US 10,506,427</u>	<u>12/10/19</u>
<u>Quantcast Corporation</u>	<u>US 10,521,301</u>	<u>12/31/19</u>
<u>Quantcast Corporation</u>	<u>US 10,552,870</u>	<u>2/4/20</u>
<u>Quantcast Corporation</u>	<u>US 10,574,704</u>	<u>2/25/20</u>
<u>Quantcast Corporation</u>	<u>US 10,642,866</u>	<u>5/5/20</u>
<u>Quantcast Corporation</u>	<u>US 10,679,247</u>	<u>6/9/20</u>
<u>Quantcast Corporation</u>	<u>US 10,684,996</u>	<u>6/16/20</u>
<u>Quantcast Corporation</u>	<u>US 10,671,644</u>	<u>6/2/20</u>
<u>Quantcast Corporation</u>	<u>US 10,694,326</u>	<u>6/23/20</u>
<u>Quantcast Corporation</u>	<u>US 10,733,635</u>	<u>8/4/20</u>
<u>Quantcast Corporation</u>	<u>US 10,740,012</u>	<u>8/11/20</u>
<u>Quantcast Corporation</u>	<u>US 10,740,359</u>	<u>8/11/20</u>
<u>Quantcast Corporation</u>	<u>US 10,748,179</u>	<u>8/18/20</u>
<u>Quantcast Corporation</u>	<u>US 10,762,157</u>	<u>9/1/20</u>
<u>Quantcast Corporation</u>	<u>US 10,776,815</u>	<u>9/15/20</u>
<u>Quantcast Corporation</u>	<u>US 10,810,081</u>	<u>10/20/20</u>

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<u>Quantcast Corporation</u>	<u>US 10,810,632</u>	<u>10/20/20</u>
<u>Quantcast Corporation</u>	<u>US 10,911,947</u>	<u>2/2/21</u>
<u>Quantcast Corporation</u>	<u>US 10,922,615</u>	<u>2/16/21</u>
<u>Quantcast Corporation</u>	<u>US 10,938,860</u>	<u>3/2/21</u>
<u>Quantcast Corporation</u>	<u>US 10,943,254</u>	<u>3/9/21</u>
<u>Quantcast Corporation</u>	<u>US 10,951,677</u>	<u>3/16/21</u>
<u>Quantcast Corporation</u>	<u>US 10,986,464</u>	<u>4/20/21</u>
<u>Quantcast Corporation</u>	<u>US 11004112</u>	<u>5/11/21</u>
<u>Quantcast Corporation</u>	<u>US 11,010,786</u>	<u>5/18/21</u>
<u>Quantcast Corporation</u>	<u>US 11,004,112</u>	<u>5/11/2021</u>
<u>Quantcast Corporation</u>	<u>US 11,080,467</u>	<u>8/3/2021</u>
<u>Quantcast Corporation</u>	<u>US 11,087,364</u>	<u>8/10/2021</u>
<u>Quantcast Corporation</u>	<u>US 11,093,328</u>	<u>8/17/2021</u>
<u>Quantcast Corporation</u>	<u>US D768,206</u>	<u>10/4/16</u>
<u>Quantcast Corporation</u>	<u>US D769,318</u>	<u>10/18/16</u>
<u>Quantcast Corporation</u>	<u>US D769,319</u>	<u>10/18/16</u>
<u>Quantcast Corporation</u>	<u>US D769,911</u>	<u>10/25/16</u>
<u>Quantcast Corporation</u>	<u>US D771,124</u>	<u>11/8/16</u>
<u>Quantcast Corporation</u>	<u>US D771,125</u>	<u>11/8/16</u>
<u>Quantcast Corporation</u>	<u>US D771,693</u>	<u>11/15/16</u>
<u>Quantcast Corporation</u>	<u>US D771,694</u>	<u>11/15/16</u>
<u>Quantcast Corporation</u>	<u>US D771,697</u>	<u>11/15/16</u>
<u>Quantcast Corporation</u>	<u>US D771,698</u>	<u>11/15/16</u>
<u>Quantcast Corporation</u>	<u>US D771,699</u>	<u>11/15/16</u>
<u>Quantcast Corporation</u>	<u>US D771,706</u>	<u>11/15/16</u>
<u>Quantcast Corporation</u>	<u>US D794,653</u>	<u>8/15/17</u>
<u>Quantcast Corporation</u>	<u>US D798,337</u>	<u>9/26/17</u>
<u>Quantcast Corporation</u>	<u>US D798,338</u>	<u>9/26/17</u>
<u>Quantcast Corporation</u>	<u>US D800,170</u>	<u>10/17/17</u>
<u>Quantcast Corporation</u>	<u>US D802,625</u>	<u>11/14/17</u>
<u>Quantcast Corporation</u>	<u>US D808,424</u>	<u>1/23/18</u>
<u>Quantcast Corporation</u>	<u>US D808,427</u>	<u>1/23/18</u>
<u>Quantcast Corporation</u>	<u>US D808,428</u>	<u>1/23/18</u>

<u>Quantcast Corporation</u>	<u>US 16/548,603</u>	<u>8/3/21</u>
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U.S. Patent Applications

Debtor	Patent Application No.	Filing Date
<u>Quantcast Corporation</u>	<u>15166058</u>	<u>5/26/16</u>
<u>Quantcast Corporation</u>	<u>15378827</u>	<u>12/14/16</u>
<u>Quantcast Corporation</u>	<u>15717453</u>	<u>9/27/17</u>
<u>Quantcast Corporation</u>	<u>16272981</u>	<u>2/11/19</u>
<u>Quantcast Corporation</u>	<u>16370624</u>	<u>3/29/19</u>
<u>Quantcast Corporation</u>	<u>16371805</u>	<u>4/1/19</u>
<u>Quantcast Corporation</u>	<u>16409523</u>	<u>5/10/19</u>
<u>Quantcast Corporation</u>	<u>16557956</u>	<u>8/30/19</u>
<u>Quantcast Corporation</u>	<u>16585788</u>	<u>9/27/19</u>
<u>Quantcast Corporation</u>	<u>16670885</u>	<u>10/31/19</u>
<u>Quantcast Corporation</u>	<u>16694782</u>	<u>11/25/19</u>
<u>Quantcast Corporation</u>	<u>16707254</u>	<u>12/9/19</u>
<u>Quantcast Corporation</u>	<u>16723190</u>	<u>12/20/19</u>
<u>Quantcast Corporation</u>	<u>16778221</u>	<u>1/31/20</u>
<u>Quantcast Corporation</u>	<u>16798781</u>	<u>2/24/20</u>
<u>Quantcast Corporation</u>	<u>16847108</u>	<u>4/13/20</u>
<u>Quantcast Corporation</u>	<u>16887868</u>	<u>5/29/20</u>
<u>Quantcast Corporation</u>	<u>16987755</u>	<u>8/7/20</u>
<u>Quantcast Corporation</u>	<u>16995169</u>	<u>8/17/20</u>
<u>Quantcast Corporation</u>	<u>17007498</u>	<u>8/31/20</u>
<u>Quantcast Corporation</u>	<u>17019967</u>	<u>9/14/20</u>
<u>Quantcast Corporation</u>	<u>17073604</u>	<u>10/19/20</u>
<u>Quantcast Corporation</u>	<u>17164431</u>	<u>2/1/21</u>
<u>Quantcast Corporation</u>	<u>17234446</u>	<u>4/19/21</u>
<u>Quantcast Corporation</u>	<u>17243462</u>	<u>4/28/21</u>
<u>Quantcast Corporation</u>	<u>17322010</u>	<u>5/17/21</u>

<u>Quantcast Corporation</u>	<u>17376040</u>	<u>7/14/21</u>
<u>Quantcast Corporation</u>	<u>17390902</u>	<u>7/31/21</u>
<u>Quantcast Corporation</u>	<u>63075662</u>	<u>9/8/20</u>