

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM437740

| | | | |
|---|-------------------------------|----------------------------|---------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| ADLIB PUBLISHING SYSTEMS INC. | | 07/31/2017 | Corporation: CANADA |
| RECEIVING PARTY DATA | | | |
| Name: | Partners for Growth V, L.P. | | |
| Street Address: | 1660 TIBURON BLVD. | | |
| Internal Address: | SUITE D | | |
| City: | TIBURON | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94920 | | |
| Entity Type: | Limited Partnership: DELAWARE | | |
| PROPERTY NUMBERS Total: 6 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3369479 | ADLIB | |
| Registration Number: | 3365916 | ADLIB SOFTWARE | |
| Serial Number: | 87014633 | ADLIB | |
| Serial Number: | 87039928 | ADLIB ELEVATE | |
| Serial Number: | 87078383 | CONTENT ELEVATION PROCESS | |
| Serial Number: | 87078449 | PROGRESSIVE CLASSIFICATION | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 4157385371 | | |
| <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: | 415-381-3283 | | |
| Email: | ben@greenspan-law.com | | |
| Correspondent Name: | Benjamin Greenspan | | |
| Address Line 1: | 620 Laguna Rd | | |
| Address Line 4: | Mill Valley, CALIFORNIA 94941 | | |
| NAME OF SUBMITTER: | Benjamin Greenspan | | |
| SIGNATURE: | /bg/ | | |
| DATE SIGNED: | 08/03/2017 | | |

OP \$165.00 3369479

Total Attachments: 3

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TRADEMARK COLLATERAL AGREEMENT AND NOTICE

This Trademark Collateral Agreement and Notice dated as of July 31, 2017 ("Trademark Agreement"), is between Adlib Publishing Systems Inc., an Ontario corporation with its principal place of business at 3228 South Service Road, Burlington, Ontario, Canada, L7N 3H8 ("Assignor") and Partners for Growth V, L.P., 1660 Tiburon Blvd., Suite D, Tiburon, California 94920 ("Assignee") pursuant to a Loan and Security Agreement, an Intellectual Property Security Agreement of even date herewith by and among Assignor and Assignee (the "IP Security Agreement") and pursuant to certain other loan documents referenced therein (collectively, the "Loan Documents").

WHEREAS, Assignor is the owner of certain trademarks, including all federal applications and/or registrations therefor, together with the goodwill of the business connected with the use of and symbolized thereby, as listed on Exhibit 1 hereto (the "Marks"); and

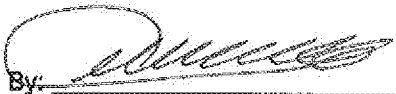
WHEREAS, Assignee has agreed to extend certain credit to Assignor on condition that the Assignor pledge and grant to Assignee as collateral for the Obligations (as defined in the Loan Documents) a security interest and lien in and to the Marks and all proceeds thereof and all other related claims and rights as more fully described in the IP Security Agreement in favor of the Assignee, by and among Assignor and Assignee;

NOW THEREFORE, for good and valuable consideration, as security for the due and timely payment and performance of the Obligations, Assignor hereby pledges and grants to Assignee a security interest and lien in and to the Marks and all proceeds thereof and gives notice of such security interest and the existence of such Security Agreement providing therefor.

Executed as of the date first above written.

Assignor:

Adlib Publishing Systems Inc.

By: 

Name: PETER DUFF

Title: CEO

Assignee:

PARTNERS FOR GROWTH V, L.P.

By: _____

Name: _____

Title: Manager, Partners for Growth V, LLC
Its General Partner

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WHEREAS, Assignor is the owner of certain trademarks, including all federal applications and/or registrations therefor, together with the goodwill of the business connected with the use of and symbolized thereby, as listed on Exhibit 1 hereto (the "Marks"); and

WHEREAS, Assignee has agreed to extend certain credit to Assignor on condition that the Assignor pledge and grant to Assignee as collateral for the Obligations (as defined in the Loan Documents) a security interest and lien in and to the Marks and all proceeds thereof and all other related claims and rights as more fully described in the IP Security Agreement in favor of the Assignee, by and among Assignor and Assignee;

NOW THEREFORE, for good and valuable consideration, as security for the due and timely payment and performance of the Obligations, Assignor hereby pledges and grants to Assignee a security interest and lien in and to the Marks and all proceeds thereof and gives notice of such security interest and the existence of such Security Agreement providing therefor.

Executed as of the date first above written.

Assignor:

Adlib Publishing Systems Inc.

By: _____

Name: _____

Title: _____

Assignee:

PARTNERS FOR GROWTH V, L.P.

By:  _____

Name: Andrew Kahn

Title: **Manager, Partners for Growth V, LLC
Its General Partner**

EXHIBIT 1
Adlib Publishing Systems Inc.

Trademark Schedule

Registered Trademarks:

- United States Trade Mark reg no 3369479 – “ADLIB”
- United States Trade Mark reg no 3365916 – “ADLIB SOFTWARE”
- Canada reg no TMA691886 – “ADLIB”
- Canada reg no TMA692456 – “ADLIB SOFTWARE”
- Canada reg no TMA691889 – “dot circles design” – old logo
- Canada reg no TMA973889 – ADLIB design

Trademark Applications:

| Trademark | Country | Application No. |
|----------------------------|---------|-----------------|
| ADLIB | EUROPE | 016307316 |
| ADLIB SOFTWARE | EUROPE | 016307324 |
| ADLIB DESIGN | USA | 87014633 |
| ADLIB DESIGN | EUROPE | 016307332 |
| ADLIB ELEVATE | CANADA | 1775701 |
| ADLIB ELEVATE | USA | 87039928 |
| CONTENT ELEVATION PROCESS | CANADA | 1785803 |
| CONTENT ELEVATION PROCESS | USA | 87078383 |
| PROGRESSIVE CLASSIFICATION | CANADA | 1785807 |
| PROGRESSIVE CLASSIFICATION | USA | 87078449 |
| ADLIB | CANADA | 1842885 |