

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM494907

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Coolit Systems Inc.		10/19/2018	Corporation:
RECEIVING PARTY DATA			
Name:	VISTARA TECHNOLOGY GROWTH FUND III LIMITED PARTNERSHIP, by its general partner, VISTARA GENERAL PARTNER III INC.		
Street Address:	2927 Sunridge Way NE - #10		
City:	Calgary, Alberta		
State/Country:	CANADA		
Postal Code:	T1Y 77H9		
Entity Type:	Limited Partnership: CANADA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3520702	LI	
Registration Number:	3274376	COOLIT	
CORRESPONDENCE DATA			
Fax Number:	4045274198		
<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:	314-259-5807		
Email:	benjamin.harbuck@dentons.com		
Correspondent Name:	Benjamin P. Harbuck		
Address Line 1:	211 N. Broadway, Ste 300		
Address Line 2:	One Metropolitan Square		
Address Line 4:	St. Louis, MISSOURI 63102		
ATTORNEY DOCKET NUMBER:	575810-1		
DOMESTIC REPRESENTATIVE			
Name:	Benjamin P. Harbuck		
Address Line 1:	211 N. Broadway, Suite 3000		
Address Line 2:	One Metropolitan Square		
Address Line 4:	St. Louis, MISSOURI 63102		
NAME OF SUBMITTER:	Benjamin P. Harbuck		

OP \$65.00 3520702

SIGNATURE:	/Benjamin P Harbuck/
DATE SIGNED:	10/22/2018
Total Attachments: 7 source=B 5 Notice of IP Security Interest - US Borrower - Executed 002 Oct#page1.tif source=B 5 Notice of IP Security Interest - US Borrower - Executed 002 Oct#page2.tif source=B 5 Notice of IP Security Interest - US Borrower - Executed 002 Oct#page3.tif source=B 5 Notice of IP Security Interest - US Borrower - Executed 002 Oct#page4.tif source=B 5 Notice of IP Security Interest - US Borrower - Executed 002 Oct#page5.tif source=B 5 Notice of IP Security Interest - US Borrower - Executed 002 Oct#page6.tif source=B 5 Notice of IP Security Interest - US Borrower - Executed 002 Oct#page7.tif	

NOTICE OF INTELLECTUAL PROPERTY SECURITY INTEREST

This Notice of Intellectual Property Security Interest (this "**Notice**") is entered into and effective as of October 19, 2018, by and between COOLIT SYSTEMS INC. (including its successors and permitted assigns, the "**Grantor**"), and VISTARA TECHNOLOGY GROWTH FUND III LIMITED PARTNERSHIP, by its general partner, VISTARA GENERAL PARTNER III INC. (together with its successors and assigns, the "**Grantee**") (collectively, the "**Parties**").

WHEREAS Grantor has granted to Grantee a security interest in, among other things, all right, title and interests of Grantor in and to Grantor's patents and intellectual property referred to in Schedule "A" hereto, owned by Grantor (the "**Intellectual Property**"), pursuant to that certain General Security Agreement dated as of the date hereof (the "**Security Agreement**"); and,

WHEREAS the Parties desire to provide third parties with notice of the grant of security interest described in the preceding paragraph (the "**Security Interest**").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. Grantor hereby agrees that the Security Agreement extends to and creates a security interest in favor of Grantee in the Intellectual Property.

2. The Parties agree that this Notice may be recorded with the United States Patent and Trademark Office and such other authorities as Grantee desires to provide notice to third parties of the Security Interest granted under the Security Agreement. Notwithstanding the foregoing, nothing herein shall be deemed to supersede, nor shall anything herein be used for the purpose of interpreting, the Security Agreement, and this Notice is not intended to alter in any way the rights or obligations of the Parties set forth in the Security Agreement. For the avoidance of doubt, if the terms of this Notice conflict with the Security Agreement, the terms of the Security Agreement shall govern.

3. This Notice may be executed in counterparts, each of which shall constitute an original and all of which shall, when taken together, constitute one and the same agreement, notwithstanding that all parties may not have signed all counterparts of this Notice.

***Remainder of page intentionally blank.
Signature page follows.***

IN WITNESS WHEREOF, the Parties have entered into this Notice by and through their duly authorized representatives.


GRANTOR:

COOLIT SYSTEMS INC.

By: _____

Name: _____

Title: _____


PETER COLVERLEY
CFO

GRANTEE:

**VISTARA TECHNOLOGY GROWTH FUND III LIMITED
PARTNERSHIP, by its general partner, VISTARA GENERAL
PARTNER III INC.**

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, the Parties have entered into this Notice by and through their duly authorized representatives.

GRANTOR:

COOLIT SYSTEMS INC.

By: _____
Name:
Title:

GRANTEE:

VISTARA TECHNOLOGY GROWTH FUND III LIMITED PARTNERSHIP, by its general partner, VISTARA GENERAL PARTNER III INC.

By: _____
Name: *Noah Shipman*
Title: *Partner*

SCHEDULE A

Patents

Office	Filing Date	Title	Inventor(s)	Issue Date	Patent No.
United States Patent and Trademark Office	2001-12-26	Computer Cooling Apparatus	CoolIT Systems Inc.	2004-04-27	6725682
United States Patent and Trademark Office	2004-01-15	Computer Cooling Apparatus	CoolIT Systems Inc.	2007-02-13	7174738
United States Patent and Trademark Office	2005-11-22	Computer Cooling Apparatus	CoolIT Systems Inc.	2010-06-22	7739883
United States Patent and Trademark Office	2008-01-04	Computer Cooling System With Preferential Cooling Device Selection	CoolIT Systems Inc.	2011-08-02	7991515
United States Patent and Trademark Office	2009-12-23	Adjustable Mounting Bracket For A Computer Component	CoolIT Systems Inc.	2012-02-21	8120919
United States Patent and Trademark Office	2007-05-08	Pump Expansion Vessel	CoolIT Systems Inc.	2013-02-26	8382456
United States Patent and Trademark Office	2009-03-19	Fluid Heat Exchanger Configured To Provide A Split Flow	CoolIT Systems Inc.	2014-06-10	8746330
United States Patent and Trademark Office	2014-03-13	Sensors, Communication Techniques, And Related Systems	CoolIT Systems Inc.	2015-06-09	9052252
United States Patent and Trademark Office	2010-06-11	Air Conditioning System Control	CoolIT Systems Inc.	2015-06-09	9055697

United States Patent and Trademark Office	2014-02-18	Fluid Heat Exchange Systems	CoolIT Systems Inc.	2015-06-16	9057567
United States Patent and Trademark Office	2012-02-21	Fluid Heat Exchange Systems	CoolIT Systems Inc.	2016-09-27	9453691
United States Patent and Trademark Office	2012-07-26	Modular Heat-Transfer Systems	CoolIT Systems Inc.	2016-11-15	9496200
United States Patent and Trademark Office	2014-05-20	Fluid Heat Exchanger Configured To Provide A Split Flow	CoolIT Systems Inc.	2017-03-21	9603284
United States Patent and Trademark Office	2014-03-17	Manifolded Heat Exchangers And Related Systems	CoolIT Systems Inc.	2018-04-10	9943014
United States Patent and Trademark Office	2006-09-08	Computer Device Mounting Clip	CoolIT Systems Inc.	2008-12-16	D582918
United States Patent and Trademark Office	2015-09-15	Sensors, Multiplexed Communication Techniques, And Related Systems	CoolIT Systems Inc.	N/A	Application # 14777510
United States Patent and Trademark Office	2015-10-27	Fluid Heat Exchange Systems	CoolIT Systems Inc.	N/A	Application # 14924686
United States Patent and Trademark Office	2018-03-05	Fluid Heat Exchange Systems	CoolIT Systems Inc.	N/A	Application # 15912478
United States Patent and Trademark Office	2001-08-03	System Processor Heat Dissipation	CoolIT Systems Inc.	2003-03-04	6529376
United States Patent and Trademark Office	2013-02-25	Pump Expansion Vessel	CoolIT Systems Inc.	2014-03-11	8668476

United States Patent and Trademark Office	2013-11-14	Mounting System For Fluid Heat Exchange Systems	CoolIT Systems Inc.	2017-01-03	9534852
United States Patent and Trademark Office	2016-11-17	Flow-Path Controllers And Related Systems	CoolIT Systems Inc.	N/A	Application # 15354982
United States Patent and Trademark Office	2016-11-14	Modular Heat-Transfer Systems	CoolIT Systems Inc.	N/A	Application # 15351362
United States Patent and Trademark Office	2016-09-12	Fluid Heat Exchange Systems	CoolIT Systems Inc.	2019-02-14	9909820
United States Patent and Trademark Office	2001-07-18	Ultra High Fin Density Heat Sink For Electronics Cooling	CoolIT Systems Inc.	2002-07-23	6422307
United States Patent and Trademark Office	2002-02-20	High Performance Pin Fin Heat Sink For Electronics Cooling	CoolIT Systems Inc.	2003-07-15	6591897
United States Patent and Trademark Office	2005-01-21	Liquid Cooled Thermosiphon With Flexible Coolant Tubes	CoolIT Systems Inc.	2006-07-18	7077189
United States Patent and Trademark Office	2006-01-17	Microchannel Heat Sink	CoolIT Systems Inc.	2008-02-19	7331378
United States Patent and Trademark Office	2006-06-07	Compact Modular Cpu Cooling Unit	CoolIT Systems Inc.	2008-12-23	7467657
United States Patent and Trademark Office	2007-02-01	Integrated Liquid Cooling Unit For Computers	CoolIT Systems Inc.	2011-05-03	7934540

Trademarks

Type/Description	Registration/ Filing Date	Registration/Application Number
Trademark/ Li Design	2006-08-28	3520702
Trademark/COOLIT	2005-09-12	3274376