

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM602496

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Venture Lending & Leasing VII, Inc and Venture Lending & Leasing VIII, Inc.		02/24/2020	Corporation: MARYLAND
RECEIVING PARTY DATA			
Name:	IMPERIAL GABRIEL LLC		
Street Address:	36 West 47th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4663742	TRUEFACET	
CORRESPONDENCE DATA			
Fax Number:			
<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:	19176552503		
Email:	gmc5588@gmail.com		
Correspondent Name:	Lawrence Levinson		
Address Line 1:	420 Lexington Avenue, Ste300		
Address Line 4:	New York, NEW YORK 10170		
NAME OF SUBMITTER:	Lawrence Levinson		
SIGNATURE:	/Lawrence Levinson/		
DATE SIGNED:	10/12/2020		
Total Attachments: 4			
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OP \$40.00 4663742

TRADEMARK TRANSFER STATEMENT
(under Uniform Commercial Code Section 9-619)

WHEREAS, TrueFacet Holdings, LLC, a Delaware limited liability company ("**TrueFacet**"), is the registered owner of certain trademarks and service marks registered in the United States Patent and Trademark Office, foreign trademark registrations, and common law trademarks and service marks, which are set forth on the Schedule attached hereto (hereinafter collectively referred to as the "**Marks**") and is the owner of the goodwill associated with the Marks;

WHEREAS, TrueFacet, in that certain Security Agreement, dated as of April 11, 2019, previously granted to each of Venture Lending & Leasing VII, Inc. ("**VLL7**") and Venture Lending & Leasing VIII, Inc. ("**VLL8**") and sometimes being referred to herein together with VLL7, as "**Secured Parties**" and "**Transferors**" and individually as a "**Secured Party**" and "**Transferor**") security interests in all of TrueFacet's right, title and interest in and to all general intangibles and other intellectual property owned by TrueFacet, including, without limitation, the Marks and associated goodwill as security for certain indebtedness and obligations;

WHEREAS, TrueFacet has defaulted in connection with its secured indebtedness and obligations to Secured Parties;

WHEREAS, each Secured Party and Transferor has exercised its post-default rights of foreclosure of its security interests in and to the Marks and the goodwill associated therewith, and pursuant to a power of sale and foreclosure has conveyed on February 24, 2020, the Marks and associated goodwill to IMPERIAL GABRIEL LLC, a Delaware limited liability company ("**Transferee**"); and

WHEREAS, by reason of the exercise of such post-default remedies, all rights of TrueFacet in and to the Marks have been acquired by Transferee.

NOW, THEREFORE, in accordance with Section 9619(b) of the California Uniform Commercial Code, Transferee is entitled to a transfer of record of all right, title and interest of TrueFacet in and to the Marks and associated goodwill, and request is hereby made that the Commissioner of Patents and Trademarks and the United States Patent and Trademark Office accept the foregoing transfer statement and promptly amend its records to reflect the aforesaid transfer to Transferee.

The mailing address of TrueFacet, Secured Parties/Transferors and the Transferee are as follows:

TrueFacet:

TrueFacet
185 Madison Avenue, Fifth Floor
New York, NY 10016

Secured Parties/Transferors:

Venture Lending & Leasing VII, Inc.
Venture Lending & Leasing VIII, Inc.
104 La Mesa Drive, Suite102
Portola Valley, CA 94028
Attention: Chief Financial Officer

Transferee:

IMPERIAL GABRIEL LLC
36 West 47th Street, Suite 603
New York, New York 10036

This instrument may be executed in one or more counterparts, each of which shall be deemed an original and all of which shall together constitute one and the same instrument. Delivery of an executed counterpart of a signature page to this instrument by facsimile or other means of electronic transmission (e.g., including pdf or any electronic signature complying with the U.S. federal E-SIGN Act of 2000, e.g., www.docuSign.com) shall be effective as delivery of a manually executed counterpart thereof and shall be deemed an original signature for all purposes.

[Signature pages follow]

[Signature Page to Trademark Transfer Statement]

IN WITNESS WHEREOF, Secured Parties/Transferors and Transferee have caused this instrument to be executed as of this 24th day of February, 2020.

SECURED PARTIES/TRANSFERORS:

VENTURE LENDING & LEASING VII, INC.

By: [Signature]
Name: Rudy Ruano
Title: Investment Partner

VENTURE LENDING & LEASING VIII, INC.

By: [Signature]
Name: Rudy Ruano
Title: Investment Partner

TRANSFeree:

IMPERIAL GABRIEL LLC

By: [Signature]
Name: ROBERT KOPTIEY
Title: MANAGER

Schedule of Trademarks

<u>Description</u>	<u>U.S. Registration/Application Number</u>	<u>Registration/Application Date</u>
TRUEFACET	4663742	12/30/2014