

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM621502

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Venminder, Inc.		01/20/2021	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Comerica Bank		
<b>Street Address:</b>	1800 Bering Drive		
<b>Internal Address:</b>	MC 4770		
<b>City:</b>	San Jose		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	95112		
<b>Entity Type:</b>	Bank Association: TEXAS		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4530655	VENMINDER	
<b>Registration Number:</b>	4558802	D DIGITAL COMPLIANCE	
<b>Registration Number:</b>	5489194	VENMINDER	
<b>Registration Number:</b>	6072760	VENMINDER	
<b>Registration Number:</b>	6138290	THIRD PARTY THINKTANK	
<b>Registration Number:</b>	6183543	THIRD PARTY THINKTANK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2024083141		
<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>			
<b>Phone:</b>	2024083141		
<b>Email:</b>	jean.paterson@cscglobal.com		
<b>Correspondent Name:</b>	CSC		
<b>Address Line 1:</b>	1090 Vermont Avenue, NW		
<b>Address Line 4:</b>	Washington, D.C. 20005		
<b>ATTORNEY DOCKET NUMBER:</b>	630588		
<b>NAME OF SUBMITTER:</b>	Jean Paterson		
<b>SIGNATURE:</b>	/jep/		

CH \$165.00 4530655

<b>DATE SIGNED:</b>	01/21/2021
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**Total Attachments: 6**

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## INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of January 20, 2021 by and between COMERICA BANK, a Texas banking association ("Bank") and VENMINDER, INC., a Delaware corporation ("Grantor").

### RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodations to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor dated of even date herewith (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used herein are used as defined in the Loan Agreement). Bank is willing to make the Loans to Grantor, but only upon the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks and Patents to secure the obligations of Grantor under the Loan Agreement.

B. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement and all other agreements now existing or hereafter arising between Grantor and Bank, Grantor hereby represents, warrants, covenants and agrees as follows:

### AGREEMENT

To secure its Obligations under the Loan Documents, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property Collateral (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.

Grantor represents and warrants that Exhibits A, B, and C attached hereto set forth any and all intellectual property rights in connection to which Grantor has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

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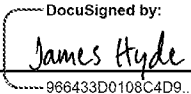
IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above. Borrower also acknowledges and agrees that Borrower's electronic signature below indicates Borrower's agreement to, and intention to be legally bound by, all of the terms and conditions of this Intellectual Property Security Agreement .

GRANTOR:

Address of Grantor:

VENMINDER, INC.

400 Ring Road, Suite 131  
Elizabethtown, Kentucky 42701  
Attn: Chief Financial Officer

By:  \_\_\_\_\_  
966433D0108C4D9...

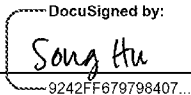
Name: James Hyde  
Title: Chief Executive Officer

BANK:

Address of Bank:

COMERICA BANK

39200 Six Mile Road, M/C 7578  
Livonia, Michigan 48152  
Attn: National Documentation Services

By:  \_\_\_\_\_  
9242FF679798407...

Name: Song Hu  
Title: Vice President

[Signature Page to Intellectual Property Security Agreement]

EXHIBIT A

Copyrights

<u>Description</u>	<u>Registration Number</u>	<u>Registration Date</u>
State of Third Party Risk Management 2018	TX0008563301	4/5/2018

EXHIBIT B




## Patents

<u>Description</u>	<u>Patent/App. No.</u>	<u>File Date</u>	<u>Status</u>	<u>Notes</u>
SYSTEMS AND METHODS FOR MANAGING CONTRACTS BETWEEN A FINANCIAL INSTITUTION AND ITS VENDORS	61/805,066	25-Mar-2013	Converted	Application converted.
SYSTEMS AND METHODS FOR MANAGING CONTRACTS BETWEEN A FINANCIAL INSTITUTION AND ITS VENDORS	14/225,217	25-Mar-2014	Published / Pending	Appeal unsuccessful -to Abandon
SYSTEMS AND METHODS FOR AUTOMATED MANAGEMENT OF CONTRACTS BETWEEN FINANCIAL INSTITUTIONS AND VENDORS, AUTOMATED PREPARATION OF EXAMINATION REPORTS, AND AUTOMATED MANAGEMENT OF EXAMINATION REPORTS	62/140,551	31-Mar-2015	Converted	Application converted.
SYSTEMS AND METHODS FOR AUTOMATED MANAGEMENT OF CONTRACTS BETWEEN FINANCIAL INSTITUTIONS AND VENDORS, AUTOMATED PREPARATION OF EXAMINATION REPORTS, AND AUTOMATED MANAGEMENT OF EXAMINATION REPORTS	15/086,954	31-Mar-2016	Published / Pending	Examination in progress.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT AND CUSTOM PROFILES	62/208,073	21-Aug-2015	Converted	Application converted.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT AND CUSTOM PROFILES	62/348,847	10-Jun-2016	Converted	Application converted.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT AND CUSTOM PROFILES	15/241,338	19-Aug-2016	Published / Pending	Claims benefit of both provisionals 0005 and 0007  Abandoned.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT, RISK ASSESSMENT, AND CUSTOM PROFILES	62/415,296	31-Oct-2016	Converted	Application converted.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT, RISK ASSESSMENT, DUE DILIGENCE, AND CUSTOM PROFILES	62/470,790	13-Mar-2017	Converted	Updated 0009 application  Application converted.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT, RISK ASSESSMENT, DUE DILIGENCE, REPORTING, AND CUSTOM PROFILES	62/512,215	30-May-2017	Converted	Updated 0009/0010 application

				Application converted.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT, RISK ASSESSMENT, DUE DILIGENCE, REPORTING, AND CUSTOM PROFILES	15/796,221	27-Oct-2017	Published / Pending	Claims benefit of provisionals 0009, 0010, and 0011.  Examination in progress - Final Rejection mailed.
RAPID SERVICE DELIVERY	62/644,311	16-Mar-2018	Converted	Application converted.
RAPID SERVICE DELIVERY	16/353,085	14-Mar-2019	Published / Pending	Examination in progress - Non-final Rejection mailed.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT, ADVANCED RISK ASSESSMENT AND CUSTOM PROFILES	62/755,030	02-Nov-2018	Converted	Application converted
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT, ADVANCED RISK ASSESSMENT AND CUSTOM PROFILES	16/669707	31-Oct-2019	Published / Pending	Awaiting examination by the USPTO.
SYSTEMS AND METHODS FOR PROVIDING VENDOR AND SERVICE LEVEL AGREEMENT MANAGEMENT	62/839,222	26-Apr-2019	Converted	Application converted
SYSTEMS AND METHODS FOR PROVIDING VENDOR AND SERVICE LEVEL AGREEMENT MANAGEMENT	16/858107	24-Apr-2020	Pending	Awaiting examination by the USPTO.
SYSTEMS AND METHODS FOR VENDOR ONBOARDING	62/873267	12-Jul-2019	Converted	Application converted
SYSTEMS AND METHODS FOR VENDOR ONBOARDING	62/874083	15-Jul-2019	Converted	Application converted
SYSTEMS AND METHODS FOR VENDOR ONBOARDING	16/925465	15-Jul-2019	Pending	Awaiting examination by the USPTO.
SYSTEMS AND METHODS FOR PROVIDING VENDOR MANAGEMENT AND ADVANCED RISK ASSESSMENT WITH QUESTIONNAIRE SCORING	62/962726	17-Jan-2020	Pending	Provisional filed, not yet converted.
SYSTEMS AND METHODS FOR VENDOR ISSUE MANAGEMENT	63/044798	26-Jun-2020	Pending	Provisional filed, not yet converted.
SYSTEMS AND METHODS FOR VENDOR EXCHANGE MANAGEMENT	63/050241	10-Jul-2020	Pending	Provisional filed, not yet converted.
SYSTEMS AND METHODS FOR ADVANCED WORKFLOWS	63/071680	28-Aug-2020	Pending	Provisional filed, not yet converted.

EXHIBIT C

## Trademarks

<u>Description</u>	<u>Serial/Registration No.</u>	<u>Registration Date</u>
VENMINDER	4,530,655	May 13, 2014
	4,558,802	July 1, 2014 (to be abandoned)
VENMINDER	5,489,194	June 12, 2018
	6,072,760	June 9, 2020
THIRD PARTY THINK TANK	6,138,290	August 25, 2020
	6,183,543  Ser. No. 88/746,167 (Pending)	10/27/2020  Not yet registered