

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Patents
CONVEYING PARTY DATA	
Name	Execution Date
Adknowledge, Inc.	10/17/2008
RECEIVING PARTY DATA	
Name:	Bank of America, N.A., as Administrative Agent
Street Address:	333 South Hope Street
Internal Address:	13th Floor
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90071
PROPERTY NUMBERS Total: 14	
Property Type	Number
Application Number:	11953647
Application Number:	11774106
Application Number:	11844983
Application Number:	11774066
Application Number:	11101857
Application Number:	10915975
Application Number:	11256871
Application Number:	11294188
Application Number:	11350163
Application Number:	11361480
Application Number:	11449135
Application Number:	11449306
Application Number:	11504556
Application Number:	12041518

OP \$560.00 11953647

CORRESPONDENCE DATA

Fax Number: (919)416-8328

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 9192868041

Email: pto_tmconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:

017625.4442 EAR

NAME OF SUBMITTER:

Ellen A. Rubel

Total Attachments: 3

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
PATENTS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of October 17, 2008 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the patents, patent licenses and patent applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the patents, patent licenses and patent applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any patent, patent license or patent application.

Very truly yours,

ADKNOWLEDGE, INC.,
a Delaware corporation

By: 

Name: Scott W. Lynn

Title: Chief Executive Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: _____

Name:

Title:

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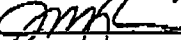
Very truly yours,

ADKNOWLEDGE, INC.,
a Delaware corporation

By: _____
Name:
Title:

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By:  _____
Name: Julie Yamauchi
Title: Senior Vice President

SCHEDULE 1

U.S. Patents

Pending Applications

Description	Application No.	Filing Date
DYNAMIC EMAIL CIP	11953647	12/10/07
ADSTATION (FOOTER AND API)	11774106	7/06/07
TIME ON SITE / CLICK FRAUD	11844983	8/24/07
BEHAVIORAL CIP	11774066	7/06/07
CLICK CAPS	11101857	4/08/05
DYNAMIC EMAIL	10915975	8/11/04
BID PLACEMENT SYSTEM	11256871	10/24/05
DISTRIBUTION OPTIMIZATION	11294188	12/5/05
NETWORKED TWO-CLICK	11350163	2/8/06
TARGETED BANNER ADS	11361480	2/24/06
EMAIL DELIVERY ENCRYPTION	11449135	6/8/06
BEHAVIORAL TARGETING	11449306	6/8/06
PAY PER CALL	11504556	8/11/06
SEARCH	12041518	3/3/08