

PATENT ASSIGNMENT

Electronic Version v1.1

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
Adroit Interactive LLC	04/07/2010
RECEIVING PARTY DATA	
Name:	MediaMath, Inc.
Street Address:	415 Madison Avenue
Internal Address:	3rd Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	11896806
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NAME OF SUBMITTER:	Namrata Mohanty, Esq.
Total Attachments: 2 source=U.S. Patent Assignment (Adroit)#page1.tif source=U.S. Patent Assignment (Adroit)#page2.tif	

OP \$40.00 11896806

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PATENT
REEL: 024335 FRAME: 0681

U.S. PATENT ASSIGNMENT

WHEREAS, Adroit Interactive LLC, a Massachusetts limited liability company (the "*Assignor*"), located at 949 Concord Street, Framingham, MA 01701, is the owner of certain right, title and interest in and to the following United States patent or patent application:

Patent applications with the Application Publication Number 20080059312:
"System and method for dynamic online advertisement creation and management"

and in and to any reissue, extension, certificate of reexamination, and related property right in the United States and in all other countries, except for reservation of such rights as are otherwise provided by existing agreements (hereinafter "*Patent*"); and

WHEREAS, MediaMath, Inc., a Delaware corporation (the "*Assignee*"), located at 415 Madison Avenue, 3rd Floor, New York, New York 10017, is desirous of acquiring such Patent;

WHEREAS, pursuant to the terms of a certain Asset Purchase Agreement between Assignor and Assignee, among others, of even date herewith, the Assignor has agreed to assign all of its right, title and interest in and to the Patents and the inventions described therein; and

WHEREAS, the Assignor and the Assignee desire to execute a document for the purpose of recording title in and to the aforesaid Patent in the name of the Assignee in the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged;

The Assignor hereby sells, assigns and transfers to the Assignee and its successors and assigns, all of its right, title and interest in and to such Patent and the inventions and discoveries described therein; authorizes the Commissioner for Patents of the United States to transfer title to the Patent to the Assignee, and its successors and assigns; and conveys to it, and its successors and assigns, all of its rights to sue for past, present or future infringement of such Patent.

The Assignor hereby warrants that it has not conveyed to others any right, title or interest in the Patent or in the inventions and discoveries described therein or any license to use the same or to make, use, or sell anything embodying or utilizing any of said inventions or discoveries; that the Assignor has good right to assign the Patent to the Assignee without encumbrance; and that the Assignor is not aware to the contrary.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this U.S. Patent Assignment
effective as of April 7, 2010.

ADROIT INTERACTIVE LLC

By: 

Name: Gregory Smith

Title: CEO