

## PATENT ASSIGNMENT COVER SHEET

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EPAS ID: PAT3360679

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MEMORANDUM OF LICENSE AGREEMENT
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
AUTOALERT, LLC	05/13/2015
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	DEALERSOCKET, INC.
<b>Street Address:</b>	100 AVENIDA LA PATA
<b>City:</b>	SAN CLEMENTE
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92673
<b>PROPERTY NUMBERS Total: 15</b>	
<b>Property Type</b>	<b>Number</b>
Patent Number:	7827099
Patent Number:	8005752
Patent Number:	8095461
Patent Number:	8086529
Patent Number:	8396791
Application Number:	13281355
Application Number:	13662339
Application Number:	13789510
Application Number:	13797803
Application Number:	13831015
Application Number:	14324041
Application Number:	14500890
Application Number:	14506550
Application Number:	14517566
Application Number:	60525233
<b>CORRESPONDENCE DATA</b>	
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<b>Phone:</b>	949-760-0404

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<b>Correspondent Name:</b>	KNOBBE, MARTENS, OLSON & BEAR, LLP
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<b>Address Line 4:</b>	IRVINE, CALIFORNIA 92614

<b>ATTORNEY DOCKET NUMBER:</b>	AUTLL.027L
<b>NAME OF SUBMITTER:</b>	PHILIP M. NELSON
<b>SIGNATURE:</b>	/ Philip M. Nelson/
<b>DATE SIGNED:</b>	05/19/2015

**Total Attachments: 3**

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## MEMORANDUM OF LICENSE AGREEMENT

This Memorandum of License Agreement (“Memorandum”) is made this 13th day of May, 2015, by and between (1) AutoAlert, LLC, a Nevada limited liability company having a principal place of business at 9050 Irvine Center Drive, Irvine, California 92618 (“Licensor,” or a grantor for indexing purposes), on the one hand, and (2) DealerSocket, Inc., a Delaware corporation, having a principal place of business at 100 Avenida La Pata, San Clemente, California 92673 (“Licensee,” or a grantee for indexing purposes).

1. Licensor is the owner of, among other things: (a) five issued United States Patents, i.e., Nos. 7,827,099, 8,005,752, 8,086,529, 8,095,461, and 8,396,791, each entitled “System and Method for Assessing and Managing Financial Transactions,” and the patent applications leading thereto (the “Asserted Patents”); (b) U.S. Provisional Patent Application No. 60/525,233 filed November 25, 2003 (the “Provisional Application”); and (c) the patent applications that are set forth on Exhibit “A” to this Memorandum (collectively, the “Applications”, and together with the Asserted Patents and the Provisional Application, the “Licensed Patents”).

2. Licensors and Licensee are parties to a Confidential Non-Exclusive License Agreement dated May 13, 2015 (the “License Agreement”), pursuant to which, and without in any way limiting the terms of the License Agreement, Licensors, for itself and on behalf of certain of its affiliates, granted to Licensee and its successors and assigns a non-exclusive license relating to the Licensed Patents (the “License”) and made certain covenants not to sue.

3. Licensors granted the License in the ordinary course of its business.

4. The License commenced on May 13, 2015 and continues in effect until the expiration of the last to expire of the Licensed Patents.

5. The Licensor's and Licensee's respective addresses for notices pursuant to the License are as follows:

Licensors: AutoAlert, LLC  
9050 Irvine Center Drive  
Irvine, California 92618  
Attention: Chief Financial Officer

Licensee: Cameron Darby,  
Chief Operating Officer and General Counsel  
DealerSocket, Inc.  
100 Avenida La Pata  
San Clemente, California 92673

6. The License and covenants not to sue under the License Agreement run with title to the Licensed Patents and shall bind any assignee, mortgagee, or other person or entity that

acquires or obtains any right or title to, or interest (including any security interest) in, any of the Licensed Patents.

7. This Memorandum is subject to all of the terms, conditions, and covenants set forth in the License Agreement, which are incorporated herein by reference and made a part hereof, as though copied verbatim herein. In the event of a conflict between the terms and conditions of this Memorandum and the terms and conditions of the License Agreement, the terms and conditions of the License Agreement shall prevail.

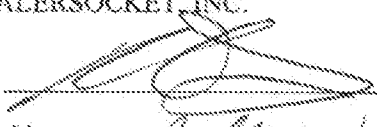
AUTOALERT LLC

By:  \_\_\_\_\_

Name: Brian Skutta  
Its: Chief Executive Officer

Dated: May 13, 2015

DEALERSOCKET, INC.

By:  \_\_\_\_\_

Name: R. Michael Barry  
Its: CEO

Dated: May 11, 2015

## EXHIBIT A

### LICENSED PATENTS

Patent No.	Title	Issue Date
US 7,827,099	System and Methods for Assessing and Managing Financial Transactions	Nov. 2, 2010
US 8,005,752	System and Methods for Assessing and Managing Financial Transactions	Aug. 23, 2011
US 8,095,461	System and Methods for Assessing and Managing Financial Transactions	Jan. 10, 2012
US 8,086,529	System and Methods for Assessing and Managing Financial Transactions	Dec. 27, 2011
US 8,396,791	System and Methods for Assessing and Managing Financial Transactions	Mar. 12, 2013

### LICENSED PATENT APPLICATIONS

App. Serial No.	Title	Filing Date
US 13/281,355	System and Method for Assessing and Managing Financial Transactions	Oct. 25, 2011
US 13/662,339	Predicting the Effect of Incentive Programs	Oct. 26, 2012
US 13/789,510	System and Method for Assessing and Managing Financial Transactions	Mar. 7, 2013
US 13/797,803	System and Method for Assessing and Managing Financial Transactions	Mar. 12, 2013
US 13/831,015	System and Method for Assessing and Managing Financial Transactions	Mar. 14, 2013
US 14/324,041	Automotive Data Mining System for Automatic Lead Generation and Contact Management	July 3, 2014
US 14/500,890	Generating Customer-Specific Vehicle Proposals for Potential Vehicle Customers	Sep. 29, 2014
US 14/506,550	Automotive Data Mining System for Automatic Lead Generation and Contact Management	Oct. 3, 2014
US 14/517,566	Automotive Data Mining System for Automatic Lead Generation and Contact Management	Oct. 17, 2014