## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 EPAS ID: PAT3677376

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

## **CONVEYING PARTY DATA**

Name	Execution Date
AGAMATRIX, INC.	12/23/2015

## **RECEIVING PARTY DATA**

Name:	MIDCAP FINANCIAL TRUST
Street Address:	C/O MIDCAP FINANCIAL SERVICES, LLC, AS SERVICER
Internal Address:	7255 WOODMONT AVE., SUITE 200
City:	BETHESDA
State/Country:	MARYLAND
Postal Code:	20814

## **PROPERTY NUMBERS Total: 72**

Property Type	Number
Patent Number:	7090764
Patent Number:	8303787
Patent Number:	7601249
Patent Number:	8293094
Patent Number:	7501052
Patent Number:	8123920
Patent Number:	8512546
Patent Number:	8877033
Patent Number:	8268145
Patent Number:	8182636
Patent Number:	7527716
Patent Number:	7837941
Patent Number:	8623280
Patent Number:	7517439
Patent Number:	7964146
Patent Number:	8591815
Patent Number:	8852510
Patent Number:	7645374
Patent Number:	8016997

PATENT REEL: 037405 FRAME: 0728

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Property Type	Number
Patent Number:	8591722
Patent Number:	7547382
Patent Number:	7713392
Patent Number:	7372277
Patent Number:	8030942
Patent Number:	7964089
Patent Number:	8361307
Patent Number:	8758594
Patent Number:	8329025
Patent Number:	8652037
Patent Number:	7344626
Patent Number:	7927345
Patent Number:	8617365
Patent Number:	7501093
Patent Number:	8057659
Patent Number:	8207336
Patent Number:	7438694
Patent Number:	8257651
Patent Number:	8162968
Patent Number:	7846321
Patent Number:	8192610
Patent Number:	7943034
Patent Number:	7771583
Patent Number:	8758582
Patent Number:	8172995
Application Number:	13654668
Application Number:	14503529
Application Number:	13584912
Application Number:	14291990
Application Number:	14092228
Application Number:	14473182
Application Number:	14088993
Application Number:	14088967
Application Number:	12777396
Application Number:	14278299
Application Number:	14010792
Application Number:	13854222
Application Number:	11677701

Property Type	Number
Application Number:	12179446
Application Number:	12882761
Application Number:	12248195
Application Number:	12498227
Application Number:	14266074
Application Number:	12749707
Application Number:	13808736
Application Number:	13557372
PCT Number:	US1248049
PCT Number:	US2011052191
Application Number:	13823650
PCT Number:	US1416452
Application Number:	11249093
Patent Number:	D545438
Patent Number:	D646993

#### **CORRESPONDENCE DATA**

**Fax Number:** (404)443-5697

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.

**Phone:** 404-443-5648

Email: lallen@mcguirewoods.com
Correspondent Name: KIMBERLY SCOTT, ESQ.
Address Line 1: MCGUIREWOODS LLP

Address Line 2: 1230 PEACHTREE ST., N.E., SUITE 2100

Address Line 4: ATLANTA, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	2061695-0042 AGAMATRIX
NAME OF SUBMITTER:	LATOSHA E. ALLEN
SIGNATURE:	/Latosha E. Allen/
DATE SIGNED:	12/30/2015

#### **Total Attachments: 13**

source=AgaMatrix - Intellectual Property Security Agreement#page1.tif source=AgaMatrix - Intellectual Property Security Agreement#page2.tif source=AgaMatrix - Intellectual Property Security Agreement#page3.tif source=AgaMatrix - Intellectual Property Security Agreement#page4.tif source=AgaMatrix - Intellectual Property Security Agreement#page5.tif source=AgaMatrix - Intellectual Property Security Agreement#page6.tif source=AgaMatrix - Intellectual Property Security Agreement#page7.tif source=AgaMatrix - Intellectual Property Security Agreement#page8.tif source=AgaMatrix - Intellectual Property Security Agreement#page9.tif source=AgaMatrix - Intellectual Property Security Agreement#page9.tif source=AgaMatrix - Intellectual Property Security Agreement#page10.tif

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#### INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of the 23rd day of December 2015 by and among MIDCAP FINANCIAL TRUST, a Delaware statutory trust, ("Agent"), AGAMATRIX, INC., a Delaware corporation (the "Grantor").

#### **RECITALS**

- A. The Lenders (as defined below) have agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Credit Extensions") in the amounts and manner set forth in that certain Credit and Security Agreement by and among Agent, the financial institutions party thereto from time to time (collectively, the "Lenders"), and Grantor, dated as February 6, 2015 (as the same may be amended, modified or supplemented from time to time, the "Credit Agreement"; capitalized terms used herein are used as defined in the Credit Agreement). The Lenders are willing to make the Credit Extensions to Grantor, but only upon the condition, among others, that Grantor shall grant to Agent, for the ratable benefit of the Lenders, a security interest in certain Copyrights, Trademarks, Patents, and Mask Works (as each term is described below) to secure the obligations of Grantor under the Credit Agreement.
- B. Pursuant to the terms of the Credit Agreement, Grantor has granted to Agent, for the ratable benefit of the Lenders, 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 (as specifically defined in the Credit Agreement).
- 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 Credit Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

### **AGREEMENT**

To secure its obligations under the Credit Agreement, each Grantor grants and pledges to Agent, for the ratable benefit of the Lenders, a security interest in all of such Grantor's right, title and interest in, to and under its intellectual property (all of which shall collectively be called the "Intellectual Property Collateral"), including, without limitation, the following:

- (a) Any and all copyright rights, copyright applications, copyright registrations and like protections in each work or authorship and derivative work thereof, whether published or unpublished and whether or not the same also constitutes a trade secret, now or hereafter existing, created, acquired or held, including without limitation those set forth on <a href="Exhibit A">Exhibit A</a> attached hereto (collectively, the "Copyrights");
- (b) Any and all trade secrets, and any and all intellectual property rights in computer software and computer software products now or hereafter existing, created, acquired or held;
- (c) Any and all design rights that may be available to such Grantor now or hereafter existing, created, acquired or held;

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- (d) All patents, patent applications and like protections including, without limitation, improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same, including without limitation the patents and patent applications set forth on <u>Exhibit B</u> attached hereto (collectively, the "**Patents**");
- (e) Any trademark and servicemark rights, whether registered or not, applications to register and registrations of the same and like protections, and the entire goodwill of the business of such Grantor connected with and symbolized by such trademarks, including without limitation those set forth on Exhibit C attached hereto (collectively, the "**Trademarks**");
- (f) All mask works or similar rights available for the protection of semiconductor chips, now owned or hereafter acquired, including, without limitation those set forth on Exhibit D attached hereto (collectively, the "Mask Works");
- (g) Any and all claims for damages by way of past, present and future infringements of any of the rights included above, with the right, but not the obligation, to sue for and collect such damages for said use or infringement of the intellectual property rights identified above;
- (h) All licenses or other rights to use any of the Copyrights, Patents, Trademarks, or Mask Works and all license fees and royalties arising from such use to the extent permitted by such license or rights;
- (i) All amendments, extensions, renewals and extensions of any of the Copyrights, Trademarks, Patents, or Mask Works; and
- (j) All proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing.

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

[Remainder of page intentionally blank; signature page follows.]

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.

GRANTOR:

Address of Grantor: AGAMATRIX, INC.

AgaMatrix, Inc.
7C Raymond Ave.

By: \_\_\_\_\_\_\_(SEAL)

Salem, NH 03079 Name: K Thomas Bailey

Attention: CFO Title: Chief Financial Officer

#### AGENT:

### Address of Agent:

MidCap Financial Trust c/o MidCap Financial Services, LLC, as servicer 7255 Woodmont Ave, Suite 200 Bethesda, MD 20814

Attn: Account Manager for AgaMatrix transaction

Facsimile: 301-941-1450

Email: notices@midcapfinancial.com

## MIDCAP FINANCIAL TRUST

By: Apollo Capital Management, L.P., its investment manager

By: Apollo Capital Management GP, LLC, its general partner

By: \_\_\_\_\_\_(SEAL)

Name: Maurice Amsellem Title: Authorized Signatory

# EXHIBIT A

# Copyrights

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TXu001241156	38478	Keynote firmware : version 4.0.
TX0006170611	38481	KeyNote owner's booklet.
TX0006170610	38481	KeyNote quick start guide.
TX0006170612	38481	KeyNote reference guide.

## EXHIBIT B

Patents

SEE ATTACHED.

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AGAM P-012 AGAM P-012-2DV AGAM P-012-2DV AGAM P-012-CN-DV AGAM P-012-KR AGAM P-015	AGAM P-007-24 AGAM P-007-AU AGAM P-007-EP AGAM P-011-EP AGAM P-011-KR	AGAM P-005-DV AGAM P-005-IN AGAM P-005-SP AGAM P-005-KR AGAM P-005-KR-DV AGAM P-005-KR-DV2 AGAM P-006-AU AGAM P-006-AU AGAM P-006-AU AGAM P-006-AU AGAM P-006-AU AGAM P-006-AU	AGAM P-001-3 AGAM P-001-3 AGAM P-001-3 AGAM P-002-2 AGAM P-002-2 AGAM P-002-2 AGAM P-003-3 AGAM P-003-3 AGAM P-003-3 AGAM P-003-3 AGAM P-003-AU-DV2 AGAM P-003-AU-DV2 AGAM P-003-BP AGAM P-003-BP AGAM P-003-BP AGAM P-005-AU-DV
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China	Canada	Australia	3	S PC		Europe	Australia	Australia	Sn		Korea	Korea	Hong Kong	Europe	China	Canada	S		Australia	US		US	Korea	Europe	Korea	Europe	Australia	Korea	Europe	55	Europe	US		Korea	Hong Kong	Europe	China	Canada	Australia	SS	Edicates	· 5	
Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending		Pending			Pending	Pending	Pending	Pending		Pending	Pending		Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending	Pending			oner.	Pending	Pending	Pending	Pending	Pending	renaing	Pending	
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mical test strips	mical fest strips	Reagents for electrochemical test strips	Respects for electrochemical test strips	Analyte test strip and analyte meter device		Analyte test strip and analyte meter device	Analyte test strip and analyte meter device		Analyte test strip and analyte meter device		Analyte test strip and analyte meter device	Analyte test strip and analyte meter device	:		ntegrated blood glucose measurement device	Integrated blood glucose measurement device	Integrated blood glucose measurement device		Integrated blood glucose measurement device	integrated blood glucose measurement device		Integrated blood glucose measurement device	Hectrochemical test strips	Electrochemical test strips	Electrochemical test strip	Electrochemical test strip			dentification method for electrochemical test strips	dentification method for electrochemical test strips	mplantable electrochemical biosensor system and method	implantable electrochemical biosensor system and method		Electrochemical analyte detection apparatus and method		Electrochemical analyte detection apparatus and method		Electrochemical analyte detection apparatus and method	Electrochemical analyte detection apparatus and method	Electrochemical analyte Detectin Apparatus and Method	used test stdy storage container	Used test stip storage container	

AGAM, D-002	AGAM.D-001	AGAM.P-037-2		AGAM P-080-WO	AGAM.P-080		AGAM.P-076-WO	AGAM,P-076-KR	AGAM.P-076-EP	AGAM.P-076-AU-D\	AGAM.P-076-AU	AGAM.P-076		AGAM.P-075-WO	AGAM.P-073-WO	AGAM.P-073-KR	AGAM.P-073-HK	MUMIXILE UV DECE
D646993	D545438	20070080093	11/249,093	PCT/US2014/16452	20140262828	13/835,672	PCT/U511/51983	2013-7009766	11779891.8	V 2013204866	2011301843	20130175184	13/823,650	PCT/US2011/05219	PCT/US12/48049	2014-7001687	14110870.8	E.COOC#121
SO	95	Sn		452 PCT	SO		3 WO	Korea	Europe	Australia	Australia	US.		2191 WO	9 WO	Korea	Hong Kong Pending	compac
Issued	Issued	Terminated		Pending	Pending		Pending	Pending	Pending	Pending	Pending	Pending		pending	Pending	Pending	Pending	T III III III II
Device for	Analyte Meter	Vial for test strips		Analyte de	Analyte de		Method a	Method a	Wethod a	Method a	Method a	Method a		Housing fo	Reagents	Reagents	Reagents	OrtoBalana.
Device for Measuring the C	eter	st strips		Analyte detection meter and associated method of use	Analyte detection meter and associated method of use		Method and apparatus for encoding test strips	Method and apparatus for encoding test strips	Method and apparatus for e	Method and apparatus for e	Method and apparatus for encoding test strips	Method and apparatus for encoding test strips		Housing for Integrated Blood Glucose Measurement Device	Reagents for electrochemical test strips	Reagents for electrochemical test stops	Reagents for electrochemical test strips	See See 100 to the contract that straight
Concentration				and associated	and associated		r encoding test	or encoding test	r encoding test strips	or encoding test strips	ar encoding test	r encoding tes		ood Glucase M	nical test strips	ncal test strips	nical test strips	Colline acts appear
oncentration of an Analyte in a Sample				method of use	method of use		strips	strips	strips	strips	strips	strips		easurement De				
n a Sample														a∆it∆s				

# EXHIBIT C

## Trademarks

		10000000000000000000000000000000000000	
TMA740,616	1299057		WAVESENSE
5029327	5029327	Europe	WAVESENSE
5351747	5351747	Europe	JAZZ
9586322	9586322	Europe	WAVESENSE JAZZ
11437787	11437787	Europe	AGAMATRIX PRESTO
1446760	1446760	India	WAVESENSE
40-710058	40-2006-21137	Korea	WAVESENSE
3412624	78374141	US	AGAMATRIX
3482485	78943040	US	ZERO-CLICK
3568687	78946591	US	ZERO-CLICK
3641309	78884186	US	DYNAMIC ELECTROCHEMISTRY
3644968	78676174	US	W WAVESENSE
3657669	77650303	US	PRESTO
3768920	77650318	US	AMP
3930817	85063151	US	WAVESENSE JAZZ
4198941	78374149	US	WAVESENSE
4226717	8531499	US	AGAMATRIX

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# EXHIBIT D

Mask Works

NONE.

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**RECORDED: 12/30/2015**