PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT4071178

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Execution Date
REDBOX AUTOMATED RETAIL, LLC	09/27/2016

RECEIVING PARTY DATA

Name:	JEFFERIES FINANCE LLC, AS COLLATERAL AGENT
Street Address:	520 MADISON AVENUE
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10022

PROPERTY NUMBERS Total: 65

Property Type	Number
Patent Number:	7444296
Patent Number:	8639578
Application Number:	14091442
Application Number:	09903444
Patent Number:	8626614
Patent Number:	7774233
Patent Number:	8930240
Patent Number:	9224137
Application Number:	14974261
Patent Number:	D514844
Patent Number:	D515838
Patent Number:	D526511
Patent Number:	D530113
Application Number:	14055472
Patent Number:	7234609
Patent Number:	7447605
Patent Number:	7584869
Patent Number:	7988049
Patent Number:	7787987
Patent Number:	8060247

Property Type	Number
Patent Number:	8412374
Patent Number:	8417380
Patent Number:	8155784
Patent Number:	7747346
Patent Number:	7499768
Patent Number:	7366586
Patent Number:	7797077
Patent Number:	7853354
Patent Number:	9104990
Patent Number:	8996162
Patent Number:	8538581
Patent Number:	9280787
Patent Number:	9348822
Patent Number:	8712872
Patent Number:	8768789
Patent Number:	9390577
Application Number:	15062920
Application Number:	15069727
Application Number:	15161922
Application Number:	13535096
Application Number:	13535158
Application Number:	13854692
Application Number:	13950135
Application Number:	11408610
Application Number:	12833754
Application Number:	13588967
Application Number:	12861689
Application Number:	13517566
Application Number:	13562244
Application Number:	13551510
Application Number:	13567988
Application Number:	13588997
Application Number:	13623070
Application Number:	13489337
Application Number:	14028154
Application Number:	14042635
Application Number:	14042638
Application Number:	14513983

Property Type	Number
Application Number:	14522480
Application Number:	14575984
Application Number:	14668921
Application Number:	14688924
Application Number:	13588986
Application Number:	14261624
Patent Number:	9286617

CORRESPONDENCE DATA

Fax Number: (302)636-5454

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: 202-408-3121 X62348

Email: jean.paterson@cscglobal.com

Correspondent Name: CORPORATION SERVICE COMPANY

Address Line 1: 1090 VERMONT AVENUE NW, SUITE 430

Address Line 4: WASHINGTON, D.C. 20005

ATTORNEY DOCKET NUMBER:	309626-5
NAME OF SUBMITTER:	JEAN PATERSON
SIGNATURE:	/jep/
DATE SIGNED:	09/27/2016

Total Attachments: 9

source=9-27-16 Redbox-PT#page1.tif
source=9-27-16 Redbox-PT#page2.tif
source=9-27-16 Redbox-PT#page3.tif
source=9-27-16 Redbox-PT#page4.tif
source=9-27-16 Redbox-PT#page5.tif
source=9-27-16 Redbox-PT#page6.tif
source=9-27-16 Redbox-PT#page7.tif
source=9-27-16 Redbox-PT#page8.tif
source=9-27-16 Redbox-PT#page9.tif

Notice of Grant of Security Interest in Patents

NOTICE OF GRANT OF SECURITY INTEREST IN PATENTS, dated as of September 27, 2016 (this "Notice"), made by REDBOX AUTOMATED RETAIL, LLC, a Delaware limited liability company (the "Pledgor"), in favor of JEFFERIES FINANCE LLC, as Collateral Agent (as defined below).

Reference is made to the Collateral Agreement, dated as of September 27, 2016 (as amended, restated, supplemented or otherwise modified from time to time, the "Collateral Agreement"), among Redbox Automated Retail, LLC (the "Borrower"), as successor by merger to Redwood Merger Sub, Inc., each subsidiary of the Borrower identified therein and Jefferies Finance LLC, as collateral agent (together with its successors and assigns in such capacity, the "Collateral Agent") for the Secured Parties (as defined therein). The parties hereto agree as follows:

SECTION 1. *Terms*. Capitalized terms used in this Notice and not otherwise defined herein have the meanings specified in the Collateral Agreement. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Notice.

SECTION 2. *Grant of Security Interest*. As security for the payment and performance, as applicable, in full of the Secured Obligations, the Pledgor pursuant to the Collateral Agreement did, and hereby does, assign and pledge to the Collateral Agent, its successors and permitted assigns, for the benefit of the Secured Parties, a continuing security interest in all of such Pledgor's right, title and interest in, to and under any and all of the following assets now owned or at any time hereafter acquired by such Pledgor or in which such Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, but excluding any Excluded Property, the "Patent Collateral"):

all Patents of the United States of America, including those listed on Schedule I.

SECTION 3. *Collateral Agreement*. The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. Each Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Patent Collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Notice and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

SECTION 4. *Counterparts*. This Notice may be executed in two or more counterparts, each of which shall constitute an original but all of which when taken together shall constitute but one contract. Delivery of an executed

counterpart to this Notice by facsimile or other electronic transmission shall be as effective as delivery of a manually signed original.

SECTION 5. *Governing Law.* THIS NOTICE AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS NOTICE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS NOTICE SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK, WITHOUT REGARD TO ANY PRINCIPLE OF CONFLICTS OF LAW THAT COULD REQUIRE THE APPLICATION OF ANY OTHER LAW.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice as of the day and year first above written.

REDBOX AUTOMATED RETAIL, LLC

By: _____
Name: Galen C. Smith
Title: President

[Signature Page to Notice of Grant of Security Interest in Patents]

JEFFERIES FINANCE LLC,
as Collateral Agent,

By: _____
    Name: Brian Buoye
    Title: Managing Director

Patents Owned by Redbox Automated Retail, LLC

Title	Patent No. / App. No.	Issue Date / Filing Date
DISK DISPENSING AND RETRIEVAL SYSTEM AND ASSOCIATED METHODS	7,444,296	October 28, 2008
DISK DISPENSING AND RETRIEVAL SYSTEM AND ASSOCIATED METHODS	8,639,578	January 28, 2014
DISK DISPENSING AND RETRIEVAL SYSTEM AND ASSOCIATED METHODS	14/091442	November 27, 2013
SYSTEM AND KIOSK FOR COMMERCE OF OPTICAL MEDIA THROUGH MULTIPLE LOCATIONS	09/903444	July 9, 2001
SYSTEM AND KIOSK FOR COMMERCE OF OPTICAL MEDIA THROUGH MULTIPLE LOCATIONS	8,626,614	January 7, 2014
SYSTEM AND KIOSK FOR COMMERCE OF OPTICAL MEDIA THROUGH MULTIPLE LOCATIONS	7,774,233	August 10, 2010
SYSTEM AND KIOSK FOR COMMERCE OF OPTICAL MEDIA THROUGH MULTIPLE LOCATIONS	8,930,240	January 6, 2015
SYSTEM FOR AN AUTOMATED DISPENSING AND RETRIEVAL KIOSK FOR RECORDED MEDIA	9,224,137	December 29, 2015
SYSTEM FOR AN AUTOMATED DISPENSING AND RETRIEVAL KIOSK FOR RECORDED MEDIA	14/974261	December 18, 2015
SELF-SERVICE KIOSK	D514,844	February 14, 2006
SELF-SERVICE KIOSK	D515,838	February 28, 2006
SELF-SERVICE KIOSK	D526,511	August 15, 2006
SELF-SERVICE KIOSK	D530,113	October 17, 2006
WIRELESS COMMUNICATIONS FOR CONSUMER OPERATED KIOSKS	14/055472	October 16, 2013
ARTICLE DISPENSING SYSTEM AND METHOD FOR SAME	7,234,609	June 26, 2007
SYSTEM AND METHOD FOR CALIBRATING A VENDING APPARATUS	7,447,605	November 4, 2008

Title	Patent No. / App. No.	Issue Date / Filing Date
ARTICLE DISPENSING SYSTEM AND METHOD FOR SAME	7,584,869	September 8, 2009
SYSTEM AND METHOD FOR CALIBRATING A VENDING APPARATUS	7,988,049	August 2, 2011
SYSTEM AND METHOD FOR COMMUNICATING VENDING INFORMATION	7,787,987	August 31, 2010
SYSTEM AND METHOD FOR COMMUNICATING SECONDARY VENDING OPTIONS	8,060,247	November 15, 2011
SYSTEM AND METHOD FOR COMMUNICATING VENDING INFORMATION	8,412,374	April 2, 2013
SYSTEM AND METHOD FOR COMMUNICATING VENDING INFORMATION	8,417,380	April 9, 2013
SYSTEM AND METHOD FOR REGULATING VENDIBLE MEDIA PRODUCTS	8,155,784	April 10, 2012
SYSTEM AND METHOD FOR REGULATING VENDIBLE MEDIA PRODUCTS	7,747,346	June 29, 2010
SYSTEM AND METHOD FOR OFFLINE VENDING OF A MEDIA PRODUCT	7,499,768	March 3, 2009
SYSTEM AND METHOD FOR COMMUNICATING VENDING INFORMATION	7,366,586	April 29, 2008
SYSTEM AND METHOD FOR MANAGING VENDING INVENTORY	7,797,077	September 14, 2010
SYSTEM AND METHOD FOR COMMUNICATING VENDING INFORMATION	7,853,354	December 14, 2010
ARTICLE VENDING MACHINE AND METHOD FOR EXCHANGING AN INOPERABLE ARTICLE FOR AN OPERABLE ARTICLE	9,104,990	August 11, 2015
ARTICLE VENDING MACHINE AND METHOD FOR EXCHANGING AN INOPERABLE ARTICLE FOR AN OPERABLE ARTICLE	8,996,162	March 31, 2015
ARTICLE VENDING MACHINE AND METHOD FOR AUTHENTICATING RECEIVED ARTICLES	8,538,581	September 17, 2013
SYSTEM AND METHOD FOR SUBSTITUTING A MEDIA	9,280,787	March 8, 2016

Title	Patent No. / App. No.	Issue Date / Filing Date
ARTICLE WITH ALTERNATIVE MEDIA		
SYSTEM AND METHOD FOR APPLYING PARENTAL CONTROL LIMITS FROM CONTENT PROVIDERS TO MEDIA CONTENT	9,286,617	March 15, 2016
SYSTEM AND METHOD FOR GENERATING NOTIFICATIONS RELATED TO NEW MEDIA	9,348,822	May 24, 2016
SYSTEM AND METHOD FOR OPTIMIZING UTILIZATION OF INVENTORY SPACE FOR DISPENSABLE ARTICLES	8,712,872	April 29, 2014
SYSTEM AND METHOD FOR OPTIMIZING UTILIZATION OF INVENTORY SPACE FOR DISPENSABLE ARTICLES	8,768,789	July 1, 2014
SYSTEM AND METHOD FOR OPTIMIZING UTILIZATION OF INVENTORY SPACE FOR DISPENSABLE ARTICLES	9,390,577	July 12, 2016
SYSTEM AND METHOD FOR SUBSTITUTING A MEDIA ARTICLE WITH ALTERNATIVE MEDIA	15/062920	March 7, 2016
SYSTEM AND METHOD FOR APPLYING PARENTAL CONTROL LIMITS FROM CONTENT PROVIDERS TO MEDIA CONTENT	15/069727	March 14, 2016
SYSTEM AND METHOD FOR GENERATING NOTIFICATIONS RELATED TO NEW MEDIA	15/161922	May 23, 2016
SYSTEM AND METHOD FOR SEARCHING AND BROWSING MEDIA CONTENT	13/535096	June 27, 2012
SYSTEM AND METHOD FOR SEARCHING AND BROWSING FOR DIRECTLY AND INDIRECTLY MATCHING MEDIA CONTENT	13/535158	June 27, 2012
SYSTEM AND METHOD FOR COMMUNICATING VENDING INFORMATION	13/854692	April 1, 2013
SYSTEM AND METHOD FOR VENDING VENDIBLE MEDIA PRODUCTS	13/950135	July 24, 2013
SYSTEM AND METHOD FOR SELLING A RENTAL MEDIA PRODUCT	11/408610	April 21, 2006
ARTICLE VENDING MACHINE AND METHOD FOR AUDITING	12/833754	July 9, 2010

Title	Patent No. / App. No.	Issue Date / Filing Date
INVENTORY WHILE ARTICLE VENDING MACHINE REMAINS OPERATIONAL		
ARTICLE DISPENSING MACHINE AND METHOD FOR AUDITING INVENTORY WHILE ARTICLE DISPENSING MACHINE REMAINS OPERATIONAL	13/588967	August 17, 2012
SECONDARY MEDIA RETURN SYSTEM AND METHOD	12/861689	August 23, 2010
SYSTEM AND METHOD OF ASSOCIATING AN ARTICLE DISPENSING MACHINE ACCOUNT WITH A CONTENT PROVIDER ACCOUNT	13/517566	June 13, 2012
SYSTEM AND METHOD FOR GENERATING MEDIA-RELATED NOTIFICATIONS	13/562244	July 30, 2012
SYSTEM AND METHOD FOR PROVIDING THE IDENTIFICATION OF GEOGRAPHICALLY CLOSEST ARTICLE DISPENSING MACHINES	13/551510	July 17, 2012
SYSTEM AND METHOD FOR AGGREGATING RATINGS FOR MEDIA CONTENT	13/567988	August 6, 2012
SYSTEM AND METHOD FOR PROVIDING SUPPLEMENTAL INFORMATION RELATED TO MEDIA CONTENT	13/588997	August 17, 2012
SYSTEM AND METHOD FOR REDEMPTION OF CREDITS IN A VARIABLE VALUE TRANSACTION	13/623070	September 19, 2012
SYSTEM AND METHOD FOR SIMULTANEOUS ARTICLE RETRIEVAL AND TRANSACTION VALIDATION	13/489337	June 5, 2012
ARTICLE VENDING MACHINE AND METHOD FOR AUTHENTICATING RECEIVED ARTICLES	14/028154	September 16, 2013
SYSTEM AND METHOD FOR EVENT TICKETING UTILIZING AN ARTICLE DISPENSING MACHINE	14/042635	September 30, 2013
SYSTEM AND METHOD FOR DYNAMIC BARCODE GENERATION RELATED TO EVENT TICKETING	14/042638	September 30, 2013
SYSTEM AND METHOD FOR	14/513983	October 14, 2014

Title	Patent No. / App. No.	Issue Date / Filing Date
MANAGEMENT OF CREDIT SUBSCRIPTIONS		
SYSTEM AND METHOD FOR OPTIMIZED REDEMPTION OF CREDITS IN A VARIABLE VALUE TRANSACTION	14/522480	October 23, 2014
SYSTEM AND METHOD FOR REDEMPTION OF CREDITS IN A VARIABLE VALUE TRANSACTION	14/575984	December 18, 2014
ARTICLE VENDING MACHINE AND METHOD FOR EXCHANGING AN INOPERABLE ARTICLE FOR AN OPERABLE ARTICLE	14/668921	March 25, 2015
ARTICLE VENDING MACHINE AND METHOD FOR EXCHANGING AN INOPERABLE ARTICLE FOR AN OPERABLE ARTICLE	14/688924	March 25, 2015
SYSTEM AND METHOD FOR IMPORTING RATINGS FOR MEDIA CONTENT	13/588986	August 17, 2012
SYSTEM AND METHOD FOR OPTIMIZING UTILIZATION OF INVENTORY SPACE FOR DISPENSABLE ARTICLES	14/261624	April 25, 2014
SYSTEM AND METHOD FOR REGULATING VENDIBLE MEDIA PRODUCTS	7747346	June 29, 2010
ARTICLE VENDING MACHINE AND METHOD FOR EXCHANGING AN INOPERABLE ARTICLE FOR AN OPERABLE ARTICLE	9104990	August 11, 2015