

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4429443

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	SECURITY INTEREST	
CONVEYING PARTY DATA		
Name		Execution Date
COINSTAR, LLC		05/12/2017
RECEIVING PARTY DATA		
Name:	COINSTAR SPV GUARANTOR, LLC	
Street Address:	1800 114TH AVE. SE	
City:	BELLEVUE	
State/Country:	WASHINGTON	
Postal Code:	98004	
PROPERTY NUMBERS Total: 66		
Property Type	Number	
Application Number:	08883776	
Application Number:	08883655	
Application Number:	09178441	
Application Number:	09128440	
Application Number:	09662413	
Application Number:	09422917	
Application Number:	09960599	
Application Number:	10039181	
Application Number:	10894358	
Application Number:	12235574	
Application Number:	09662414	
Application Number:	11230310	
Application Number:	09849941	
Application Number:	09972050	
Application Number:	10313944	
Application Number:	10504438	
Application Number:	10504436	
Application Number:	10504437	
Application Number:	10558907	
Application Number:	12177275	

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Property Type	Number
Application Number:	12647594
Application Number:	13679383
Application Number:	14628965
Application Number:	14145140
Application Number:	15493497
Application Number:	10367110
Application Number:	10995032
Application Number:	12877261
Application Number:	10414826
Application Number:	11325715
Application Number:	11294652
Application Number:	12795799
Application Number:	12940541
Application Number:	13691047
Application Number:	14161020
Application Number:	12806531
Application Number:	29444428
Application Number:	13229526
Application Number:	13915123
Application Number:	13228676
Application Number:	29449178
Application Number:	13269121
Application Number:	13304254
Application Number:	14507636
Application Number:	13367129
Application Number:	13489043
Application Number:	14681434
Application Number:	13790674
Application Number:	13612429
Application Number:	14158514
Application Number:	15249681
Application Number:	29444438
Application Number:	13778461
Application Number:	14550761
Application Number:	13803559
Application Number:	13906126
Application Number:	14675816
Application Number:	13793827

Property Type	Number
Application Number:	14177213
Application Number:	14617672
Application Number:	29500664
Application Number:	14674860
Application Number:	14794603
Application Number:	14946678
Application Number:	14887502
Application Number:	14948005

CORRESPONDENCE DATA

Fax Number:

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.

Email: kepark@paulweiss.com, dewilliams@paulweiss.com, aspoto@paulweiss.com

Correspondent Name: KEVIN E. PARK

Address Line 1: 1285 AVENUE OF THE AMERICAS

Address Line 4: NEW YORK, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER:	21765-003
NAME OF SUBMITTER:	05/24/2017
SIGNATURE:	/Kevin Park/
DATE SIGNED:	05/24/2017

Total Attachments: 8

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**NOTICE OF GRANT OF BACK-UP SECURITY INTEREST IN
PATENTS (UNITED STATES)**

This Notice of Grant of Back-up Security Interest in Patents (the "Notice"), is made and entered into as of May 12, 2017, by and between Coinstar, LLC, a Delaware limited liability company located at 1800 114th Ave. SE, Bellevue, WA 98004 ("Grantor"), and Coinstar SPV Guarantor, LLC, a Delaware limited liability company located at 1800 114th Ave. SE, Bellevue, WA 98004 ("Secured Party") (collectively referred to as the "Parties").

WHEREAS, Grantor is the owner of the United States patents and pending patent applications set forth in Schedule 1 attached hereto (collectively, the "Patents"); and

WHEREAS, pursuant to the First Tier Contribution Agreement between the Parties of even date herewith (the "Agreement"), solely in the event that a court of competent jurisdiction were to hold that the contribution of certain intellectual property defined in the Agreement as the Contributed IP thereunder does not constitute a valid contribution or absolute transfer of such Contributed IP in accordance therewith, but instead constitutes a loan, Grantor granted a security interest in such Contributed IP, including the Patents and the right to bring an action at law or in equity for any infringement, misappropriation or other violation thereof, and to collect all damages, settlements and proceeds relating thereto, and, to the extent not otherwise included, all proceeds of any guaranties, indemnities, insurance and other agreements or arrangements of whatever character from time to time purporting to secure or otherwise relate to the foregoing (collectively, the "Patent Collateral"); and

WHEREAS, pursuant to Section 3.1(e) of the Agreement, Grantor agreed to execute and deliver to Secured Party this Notice for purposes of filing the same with the United States Patent and Trademark Office (the "PTO") to confirm, evidence and perfect the security interest in the Patent Collateral granted pursuant to the Agreement in the event a court of competent jurisdiction were to hold that the contribution of the Patents pursuant to the Agreement does not constitute a valid contribution or absolute transfer of the Patents as set forth in the Agreement, but instead constitutes a loan;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to all applicable terms and conditions of the Agreement, which are incorporated by reference as if fully set forth herein, Grantor hereby grants a security interest in favor of the Secured Party in all of Grantor's right, title and interest in, to and under the Patents Collateral now owned or hereafter acquired to secure such loan in the aggregate value of the Contribution Assets.

Capitalized terms used herein and not defined herein have the meanings set forth in the Agreement.

The Parties intend that this Notice is for recordation purposes only and its terms shall not modify and shall be subject to the applicable terms and conditions of the Agreement, which govern the Secured Party's contingent interest in the Patent Collateral and which shall control in the event of any conflict. Grantor hereby acknowledges the sufficiency and completeness of this Notice to provide notice of the contingent security interest in the Patent

Collateral for the Secured Party, and Grantor hereby requests the PTO to file and record the same together with the annexed Schedule 1.

Grantor and Secured Party hereby acknowledge and agree that the grant of security interest in, to and under the Patent Collateral made hereby may be terminated only in accordance with the terms of the Agreement and shall terminate automatically upon the termination of the Agreement.

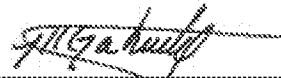
THIS NOTICE SHALL BE CONSTRUED IN ACCORDANCE WITH, AND GOVERNED BY, THE INTERNAL LAWS OF THE STATE OF NEW YORK WITHOUT REGARD TO CHOICE OF LAW RULES (OTHER THAN SECTIONS 5-1401 AND 5-1402 OF THE NEW YORK GENERAL OBLIGATIONS LAW).

This Notice may be executed by the parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which when taken together shall constitute a single agreement.

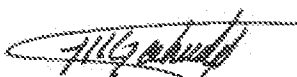
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IN WITNESS WHEREOF, the undersigned has caused this NOTICE OF GRANT OF BACK-UP SECURITY INTEREST IN PATENTS to be duly executed and delivered as of the date first written above.

COINSTAR, LLC

By: 
Name: James H. Gaherty
Title: President & CEO

COINSTAR SPV GUARANTOR, LLC

By: 
Name: James H. Gaherty
Title: CEO

Coinstar, LLC

Patents and Pending Patent Applications

(as of April 28, 2017)

TITLE	COUNTRY	FILING DATE	APP. NO.	ISSUE DATE	PAT. NO.
COIN BIN WITH LOCKING LID	U.S.A.	27-Jun-97	08/883,776	4-Jan-00	6,082,519
POSITIVE DRIVE COIN DISCRIMINATION APPARATUS AND METHOD	U.S.A.	27-Jun-97	08/883,655	2-Jan-01	6,168,001
VOUCHER CODING FOR SELF-SERVICE COIN DISCRIMINATOR	U.S.A.	23-Oct-98	09/178,441	12-Sep-00	6,116,402
COIN COUNTER PRIZE-AWARDING METHOD AND APPARATUS USING PROMOTIONAL COINS	U.S.A.	4-Aug-98	09/128,440	8-Jun-99	5,909,793
DATA MAPPING METHOD AND APPARATUS WITH MULTI-PARTY CAPABILITY	U.S.A.	14-Sep-00	09/662,413	20-Aug-02	6,438,230
COIN DISCRIMINATOR VOUCHER ANTI-COUNTERFEITING METHOD AND APPARATUS	U.S.A.	21-Oct-99	09/422,917	26-Feb-02	6,349,972
COIN DISCRIMINATOR VOUCHER ANTI-COUNTERFEITING METHOD AND APPARATUS	U.S.A.	21-Sep-01	09/960,599	18-Mar-08	7,344,160
COIN DISCRIMINATOR VOUCHER ANTI-COUNTERFEITING METHOD AND APPARATUS	U.S.A.	5-Jan-02	10/039,181	11-Nov-03	6,644,696
COIN DISCRIMINATOR VOUCHER ANTI-COUNTERFEITING METHOD AND APPARATUS	U.S.A.	19-Jul-04	10/894,358	16-Dec-08	7,464,868
COIN DISCRIMINATOR VOUCHER ANTI-COUNTERFEITING METHOD AND APPARATUS	U.S.A.	22-Sep-08	12/235,574	26-Apr-11	7,931,304
SYSTEM FOR VOUCHER OR TOKEN VERIFICATION	U.S.A.	14-Sep-00	09/662,414	26-Sep-06	7,113,929
SYSTEM FOR VOUCHER OR TOKEN VERIFICATION	U.S.A.	19-Sep-05	11/230,310		
AUTOMATIC COIN INPUT TRAY FOR A SELF-SERVICE COIN-COUNTING MACHINE	U.S.A.	4-May-01	09/849,941	5-Aug-03	6,602,125
METHOD AND APPARATUS FOR COIN OR OBJECT SENSING USING ADAPTIVE OPERATING POINT CONTROL	U.S.A.	5-Oct-01	09/972,050	26-Dec-06	7,152,727
METHODS AND SYSTEMS FOR DETECTING COIN FRAUD IN COIN-COUNTING MACHINES AND OTHER DEVICES	U.S.A.	5-Dec-02	10/313,944	21-Mar-06	7,014,029
METHODS AND SYSTEMS FOR EXCHANGING AND/OR TRANSFERRING VARIOUS FORMS OF VALUE	U.S.A.	14-Feb-03	10/504,438	11-Oct-11	8,033,375

TITLE	COUNTRY	FILING DATE	APP. NO.	ISSUE DATE	PAT. NO.
METHODS AND SYSTEMS FOR EXCHANGING AND/OR TRANSFERRING VARIOUS FORMS OF VALUE	U.S.A.	14-Feb-03	10/504,436	26-Jan-10	7,653,599
METHODS AND SYSTEMS FOR EXCHANGING AND/OR TRANSFERRING VARIOUS FORMS OF VALUE	U.S.A.	14-Feb-03	10/504,437	4-Jan-11	7,865,432
METHODS AND SYSTEMS FOR PROVIDING PRODUCTS, SUCH AS DIGITAL CONTENT INCLUDING GAMES, RING TONES, AND/OR GRAPHICS; AND SERVICES, SUCH AS COMPUTER NETWORK SERVICE INCLUDING INTERNET SERVICE	U.S.A.	7-Feb-07	10/558,907		
METHODS AND SYSTEMS FOR EXCHANGING AND/OR TRANSFERRING VARIOUS FORMS OF VALUE	U.S.A.	22-Jul-08	12/177,275	11-Dec-12	8,332,313
METHODS AND SYSTEMS FOR EXCHANGING AND/OR TRANSFERRING VARIOUS FORMS OF VALUE	U.S.A.	28-Dec-09	12/647,594	24-Jan-12	8,103,586
METHODS AND SYSTEMS FOR EXCHANGING AND/OR TRANSFERRING VARIOUS FORMS OF VALUE	U.S.A.	16-Nov-12	13/679,383		
METHODS AND SYSTEMS FOR PROVIDING PRODUCTS, SUCH AS DIGITAL CONTENT INCLUDING GAMES, RING TONES, AND/OR GRAPHICS; AND SERVICES, SUCH AS COMPUTER NETWORK SERVICE INCLUDING INTERNET SERVICE	U.S.A.	23-Feb-15	14/628,965		
METHODS AND SYSTEMS FOR EXCHANGING AND/OR TRANSFERRING VARIOUS FORMS OF VALUE	U.S.A.	31-Dec-13	14/145,140		
METHODS AND SYSTEMS FOR EXCHANGING AND/OR TRANSFERRING VARIOUS FORMS OF VALUE	U.S.A.	21-Apr-17	15/493,497		
APPARATUSES AND METHODS FOR DISPENSING MAGNETIC CARDS, INTEGRATED CIRCUIT CARDS, AND OTHER SIMILAR ITEMS	U.S.A.	14-Feb-03	10/367,110	25-Oct-05	6,957,746
APPARATUSES AND METHODS FOR DISPENSING MAGNETIC CARDS, INTEGRATED CIRCUIT CARDS, AND OTHER SIMILAR ITEMS	U.S.A.	22-Nov-04	10/995,032	19-Oct-10	7,815,071
APPARATUSES AND METHODS FOR DISPENSING MAGNETIC CARDS, INTEGRATED CIRCUIT CARDS, AND OTHER SIMILAR ITEMS	U.S.A.	8-Sep-10	12/877,261	22-Mar-16	9,290,338

TITLE	COUNTRY	FILING DATE	APP. NO.	ISSUE DATE	PAT. NO.
METHODS AND APPARATUSES FOR PURCHASING TELEPHONE CALLING CARD MINUTES USING AN ELECTRONIC COMMERCE KIOSK AND FOR CONDUCTING OTHER FORMS OF ELECTRONIC COMMERCE	U.S.A.	15-Apr-03	10/414,826	21-Mar-06	7,014,108
METHODS AND APPARATUSES FOR PURCHASING TELEPHONE CALLING CARD MINUTES USING AN ELECTRONIC COMMERCE KIOSK AND FOR CONDUCTING OTHER FORMS OF ELECTRONIC COMMERCE	U.S.A.	5-Jan-06	11/325,715	19-Feb-08	7,331,521
CARD DISPENSING APPARATUSES AND ASSOCIATED METHODS OF OPERATION	U.S.A.	5-Dec-05	11/294,652	6-Jul-10	7,748,619
CARD DISPENSING APPARATUSES AND ASSOCIATED METHODS OF OPERATION	U.S.A.	8-Jun-10	12/795,799	18-Oct-11	8,038,059
CARD DISPENSING APPARATUSES AND ASSOCIATED METHODS OF OPERATION	U.S.A.	5-Nov-10	12/940,541	12-Jan-16	9,233,812
DIFFERENTIAL DETECTION COIN DISCRIMINATION SYSTEMS AND METHODS FOR USE WITH CONSUMER-OPERATED KIOSKS AND THE LIKE	U.S.A.	30-Nov-12	13/691,047	11-Mar-14	8,668,069
DIFFERENTIAL DETECTION COIN DISCRIMINATION SYSTEMS AND METHODS FOR USE WITH CONSUMER-OPERATED KIOSKS AND THE LIKE	U.S.A.	22-Jan-14	14/161,020	2-Dec-14	8,899,401
CARD DISPENSING APPARATUSES AND ASSOCIATED METHODS OF OPERATION	U.S.A.	12-Aug-10	12/806,531	8-Oct-13	8,550,294
CONSUMER OPERATED KIOSK FOR BUYING AND/OR SELLING CONSUMER ELECTRONICS	U.S.A.	30-Jan-13	29/444,428	5-Nov-13	D692,951
ACCESS MONITORING SYSTEMS FOR USE WITH CONSUMER-OPERATED KIOSKS AND OTHER ENCLOSURES	U.S.A.	9-Sep-11	13/229,526	9-Jul-13	8,482,413
ACCESS MONITORING SYSTEMS FOR USE WITH CONSUMER-OPERATED KIOSKS AND OTHER ENCLOSURES	U.S.A.	11-Jun-13	13/915,123	24-Jun-14	8,760,296
DEBRIS DIVERTER FOR COIN COUNTING MACHINE AND ASSOCIATED METHOD OF MANUFACTURE AND OPERATION	U.S.A.	9-Sep-11	13/228,676	3-Sep-13	8,522,950
CONSUMER OPERATED KIOSK FOR SAMPLING PRODUCTS	U.S.A.	14-Mar-13	29/449,178	25-Aug-15	D737,376
AUTO-CALIBRATION SYSTEMS FOR COIN COUNTING DEVICES	U.S.A.	7-Oct-11	13/269,121	14-Apr-15	9,003,861

TITLE	COUNTRY	FILING DATE	APP. NO.	ISSUE DATE	PAT. NO.
MOBILE COMMERCE PLATFORMS AND ASSOCIATED SYSTEMS AND METHODS FOR CONVERTING CONSUMER COINS, CASH, AND/OR OTHER FORMS OF VALUE FOR USE WITH SAME	U.S.A.	23-Nov-11	13/304,254	28-Oct-14	8,874,467
MOBILE COMMERCE PLATFORMS AND ASSOCIATED SYSTEMS AND METHODS FOR CONVERTING CONSUMER COINS, CASH, AND/OR OTHER FORMS OF VALUE FOR USE WITH SAME	U.S.A.	6-Oct-14	14/507,636		
COIN COUNTING MACHINES HAVING COUPON CAPABILITIES, LOYALTY PROGRAM CAPABILITIES, ADVERTISING CAPABILITIES, AND THE LIKE	U.S.A.	6-Feb-12	13/367,129	8-Sep-15	9,129,294
OPTICAL COIN DISCRIMINATION SYSTEMS AND METHODS FOR USE WITH CONSUMER-OPERATED KIOSKS AND THE LIKE	U.S.A.	5-Jun-12	13/489,043	19-May-15	9,036,890
OPTICAL COIN DISCRIMINATION SYSTEMS AND METHODS FOR USE WITH CONSUMER-OPERATED KIOSKS AND THE LIKE	U.S.A.	8-Apr-15	14/681,434	14-Mar-17	9,594,982
CONSUMER OPERATED KIOSKS FOR PURCHASING ITEMS ONLINE AND ASSOCIATED SYSTEMS AND METHODS	U.S.A.	8-Mar-13	13/790,674		
AUTO-POSITIONING SENSORS FOR COIN COUNTING DEVICES	U.S.A.	12-Sep-12	13/612,429	8-Oct-13	8,550,227
DIGITAL IMAGE COIN DISCRIMINATION FOR USE WITH CONSUMER-OPERATED KIOSKS AND THE LIKE	U.S.A.	17-Jan-14	14/158,514	13-Sep-16	9,443,367
DIGITAL IMAGE COIN DISCRIMINATION FOR USE WITH CONSUMER-OPERATED KIOSKS AND THE LIKE	U.S.A.	29-Aug-16	15/249,681		
CONSUMER OPERATED KIOSK FOR PURCHASING FRESH FOODS	U.S.A.	30-Jan-13	29/444,438	24-Dec-13	D696351
COIN COUNTING AND SORTING MACHINES	U.S.A.	27-Feb-13	13/778,461	3-Mar-15	8,967,361
COIN COUNTING AND SORTING MACHINES	U.S.A.	21-Nov-14	14/550,761	5-Jan-16	9,230,381
MULTI-FUNCTION CARD HANDLING APPARATUS AND METHODS OF OPERATION	U.S.A.	14-Mar-13	13/803,559	5-Jan-16	9,227,800
COIN COUNTING AND/OR SORTING MACHINES AND ASSOCIATED SYSTEMS AND METHODS	U.S.A.	30-May-13	13/906,126	5-May-15	9,022,841
COIN COUNTING AND/OR SORTING MACHINES AND ASSOCIATED SYSTEMS AND METHODS	U.S.A.	1-Apr-15	14/675,816	10-Nov-15	9,183,687
DISCRIMINANT VERIFICATION SYSTEMS AND METHODS FOR USE IN COIN DISCRIMINATION	U.S.A.	11-Mar-13	13/793,827	3-Jun-14	8,739,955
COIN INPUT APPARATUS AND ASSOCIATED METHODS AND SYSTEMS	U.S.A.	10-Feb-14	14/177,213	12-Jan-16	9,235,945

TITLE	COUNTRY	FILING DATE	APP. NO.	ISSUE DATE	PAT. NO.
MOBILE SYSTEM FOR EXCHANGING GIFT CARDS	U.S.A.	9-Feb-15	14/617,672		
CONSUMER OPERATED KIOSK FOR SAMPLING PRODUCTS	U.S.A.	27-Aug-14	29/500,664	26-Jan-16	D748,196
MOBILE DEVICE INDUCEMENTS FOR CAUSING CONSUMER INTERACTIONS WITH KIOSKS, SUCH AS PRODUCT SAMPLE KIOSKS	U.S.A.	31-Mar-15	14/674,860		
SYSTEMS AND ASSOCIATED METHODS FOR EXCHANGING GIFT CARDS	U.S.A.	8-Jul-15	14/794,603		
MOBILE DEVICE APPLICATIONS, OTHER APPLICATIONS AND ASSOCIATED KIOSK-BASED SYSTEMS AND METHODS FOR FACILITATING COIN SAVING	U.S.A.	19-Nov-15	14/946,678		
METHODS, SYSTEMS, AND APPARATUSES FOR PAYMENT FULFILLMENT	U.S.A.	20-Oct-15	14/887,502		
KIOSK-BASED SYSTEMS AND METHODS FOR SELLING CONSUMER PRODUCTS AND/OR SERVICES	U.S.A.	29-Dec-14	14/948,005		

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RECORDED: 05/24/2017