# PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 EPAS ID: PAT4882495

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF SECURITY INTEREST

## **CONVEYING PARTY DATA**

Name	Execution Date
BP TECHNOLOGY VENTURES INC.	03/23/2018

## **RECEIVING PARTY DATA**

Name:	BIOSYN HOLDINGS, LLC
Street Address:	2780 WATERFRONT PARKWAY EAST DRIVE
Internal Address:	SUITE 200
City:	INDIANAPOLIS
State/Country:	INDIANA
Postal Code:	46214

#### **PROPERTY NUMBERS Total: 61**

Property Type	Number
Patent Number:	8455412
Patent Number:	8716206
Patent Number:	8637689
Patent Number:	8975425
Patent Number:	9328305
Patent Number:	8633143
Patent Number:	9016097
Patent Number:	9487725
Patent Number:	8980361
Patent Number:	9018406
Patent Number:	9076588
Patent Number:	8268199
Patent Number:	8258326
Patent Number:	8877695
Patent Number:	9279092
Patent Number:	8372301
Patent Number:	8541351
Patent Number:	9133410
Patent Number:	9376643

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Property Type	Number
Patent Number:	9145535
Patent Number:	8399389
Patent Number:	9394501
Patent Number:	8512592
Patent Number:	8486875
Patent Number:	9228146
Patent Number:	8450256
Patent Number:	8829216
Patent Number:	9410103
Patent Number:	8287754
Patent Number:	8859658
Patent Number:	8580985
Patent Number:	9199911
Patent Number:	9403752
Patent Number:	9139792
Patent Number:	9365790
Patent Number:	8586771
Patent Number:	9040729
Patent Number:	9346900
Patent Number:	8236194
Patent Number:	8404867
Patent Number:	9365796
Application Number:	15143884
Application Number:	14829468
Application Number:	15174558
Application Number:	14831723
Application Number:	14619430
Application Number:	14788503
Application Number:	14550727
Application Number:	15073540
Application Number:	15059166
Application Number:	14837240
Application Number:	15194568
Application Number:	15174666
Application Number:	14976350
Application Number:	14977361
Application Number:	15047112
Application Number:	15226766

Property Type	Number
Application Number:	15162347
Application Number:	14852301
Application Number:	15179797
Application Number:	15354826

#### **CORRESPONDENCE DATA**

**Fax Number:** (415)439-1500

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:** maria.banda@kirkland.com

Correspondent Name: MARIA BANDA

Address Line 1: KIRKLAND & ELLIS, LLP

Address Line 2: 555 CALIFORNIA STREET, SUITE 2700 Address Line 4: SAN FRANCISCO, CALIFORNIA 94104

ATTORNEY DOCKET NUMBER:	34155-53
NAME OF SUBMITTER:	MARIA BANDA
SIGNATURE:	/Maria Banda/
DATE SIGNED:	03/23/2018

#### **Total Attachments: 14**

source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page1.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page2.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page3.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page4.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page5.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page6.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page7.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page9.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page10.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page11.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page12.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page12.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page13.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page13.tif source=BP Assignment of Security Interests in Patents and Trademarks - BT - EXE#page13.tif

## ASSIGNMENT OF SECURITY INTERESTS IN PATENTS AND TRADEMARKS

THIS ASSIGNMENT OF SECURITY INTERESTS IN PATENTS AND TRADEMARKS (this "Assignment") is made as of March 23, 2018 ("Effective Date") by BP Technology Ventures Inc., a Delaware corporation ("Assignor") in favor of Biosyn Holdings, LLC, a Delaware limited liability company ("Assignee").

**WHEREAS,** Assignor and Biosynthetic Technologies, LLC ("<u>Borrower</u>") are parties to that certain Convertible Note Purchase Agreement dated December 27, 2016 (as amended, modified or restated from time to time, the "<u>Note Purchase Agreement</u>") pursuant to which Borrower granted Assignor a security interest in and lien on certain assets of Borrower;

WHEREAS, in connection with the Note Purchase Agreement, Assignor and Borrower entered into an Intellectual Property Security Agreement, dated December 27, 2016 (the "IP Security Agreement"), pursuant to which Borrower granted Assignor a security interest in and lien on the IP Collateral (as defined therein), including the trademark registrations set forth on Schedule A hereto and the patents and patent applications set forth on Schedule B hereto (collectively, the "Patent and Trademark Collateral");

**WHEREAS,** the IP Security Agreement was recorded with the United States Patent and Trademark Office ("PTO") on January 30, 2018, at Reel/Frame 6261/0176 with respect to trademarks and at Reel/Frame 045196/0587 with respect to patents;

WHEREAS, pursuant to that certain Note Purchase and Agreement and Plan of Merger, dated as of February 21, 2018, Assignor agreed to assign to Assignee all rights and interests in and to the Loan Documents (as such terms are defined in the Note Purchase Agreement), including, without limitation, all security interests or liens in the Patent and Trademark Collateral; and

**WHEREAS,** Assignor and Assignee wish to record the assignment of the security interests and liens granted under the IP Security Agreement with the PTO.

**NOW, THEREFORE,** for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, transfers and grants to Assignee any and all security interests or liens it has in or against the Patent and Trademark Collateral.

This Agreement may be executed in one or more counterparts, each of which shall be deemed an original but all of which shall together constitute one and the same agreement.

The validity, interpretation and enforcement of this Agreement and any dispute arising out of or in connection with this agreement, whether sounding in contract, tort, equity or otherwise, shall be governed by the internal laws (as opposed to the conflicts of laws provisions) and decisions of the State of New York.

\* \* \* \* \*

**IN WITNESS WHEREOF**, the parties hereto have caused this Assignment to be duly executed as of the Effective Date.

BP 1EC	CHNOLOGY VENTURES INC.,
Assigno	DocuSigned by:
By: Name: Title:	Craig®Cobarn 438  Vice President
BIOSY	N HOLDINGS, LLC, as Assignee
By:	
Name:	David J. Rosen
Title:	Co-President
By:	
Name: 1	Bruce A. Fleming
Title: 6	Co-President

**IN WITNESS WHEREOF**, the parties hereto have caused this Assignment to be duly executed as of the Effective Date.

BP TE Assign	CHNOLOGY VENTURES INC., as or
By:	
Name:	
Title:	
By: Name:	David J. Rosen Co-President
By:	
Name:	Bruce A. Fleming
Title:	Co-President

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the Effective Date.

BP TE Assign	CHNOLOGY VENTURES INC., as or
By:	
Name:	
Title:	
BIOSY By:	YN HOLDINGS, LLC, as Assignee
Name:	David J. Rosen
Title:	Co-President
By:	
	Bruce A. Fleming
Title:	Co-President

REEL: 045688 FRAME: 0606

# **SCHEDULE A**

# **TRADEMARKS**

Trademark	App. No. / Reg. No.	Filing / Reg. Date
LUBRIGREEN	3994612	July 12, 2011
BIOSYNTHETIC	4573855	July 22, 2014
WHERE SUSTAINABILITY & HIGH PERFORMANCE CONVERGE	4769486	July 7, 2015

# SCHEDULE B PATENTS

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