

<b>PATENT ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT5106661

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	FIRST LIEN PATENT SECURITY AGREEMENT

**CONVEYING PARTY DATA**

Name	Execution Date
EAGLE VIEW TECHNOLOGIES, INC.	08/14/2018

**RECEIVING PARTY DATA**

<b>Name:</b>	MORGAN STANLEY SENIOR FUNDING, INC., AS COLLATERAL AGENT
<b>Street Address:</b>	1585 BROADWAY
<b>City:</b>	NEW YORK
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10036

**PROPERTY NUMBERS Total: 41**

Property Type	Number
Patent Number:	8145578
Patent Number:	8078436
Patent Number:	8170840
Patent Number:	8209152
Patent Number:	8731234
Patent Number:	9911228
Patent Number:	8670961
Patent Number:	9933257
Patent Number:	8818770
Patent Number:	8825454
Patent Number:	9599466
Patent Number:	8774525
Patent Number:	9959581
Patent Number:	9147287
Patent Number:	9159164
Patent Number:	9141880
Patent Number:	9070018
Patent Number:	9542417
Patent Number:	9514568
Patent Number:	9953370

PATENT

Property Type	Number
Patent Number:	8995757
Patent Number:	9129376
Patent Number:	9135737
Application Number:	13371271
Application Number:	13385607
Application Number:	13843437
Application Number:	13844467
Application Number:	13844684
Application Number:	13954832
Application Number:	14272172
Application Number:	15049595
Application Number:	15364042
Application Number:	16019227
Application Number:	16020643
Application Number:	15898399
Application Number:	15907987
Application Number:	15910729
Application Number:	15967140
Application Number:	29640968
Application Number:	29640976
Application Number:	62607590

**CORRESPONDENCE DATA**

**Fax Number:** (800)494-7512

*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:** 202-370-4756

**Email:** ipteam@coagencyglobal.com

**Correspondent Name:** JAY DASILVA

**Address Line 1:** 1025 VERMONT AVE NW, SUITE 1130

**Address Line 2:** COGENCY GLOBAL INC.

**Address Line 4:** WASHINGTON, D.C. 20005

**ATTORNEY DOCKET NUMBER:** F178853 1L PAT EAGLEVIEW

**NAME OF SUBMITTER:** EMILY OHANNESSIAN

**SIGNATURE:** /Emily Ohannessian/

**DATE SIGNED:** 08/23/2018

**Total Attachments: 9**

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FIRST LIEN PATENT SECURITY AGREEMENT

This Patent Security Agreement, dated as of August 14, 2018 (this “**Patent Security Agreement**”), is made by each signatory hereto listed under “Pledgors” (each a “**Pledgor**” and collectively, the “**Pledgors**”), in favor of Morgan Stanley Senior Funding, Inc., in its capacity as collateral agent for the secured parties (in such capacity, together with its successors and permitted assigns, the “**Collateral Agent**”) pursuant to that certain First Lien Credit Agreement, dated as of August 14, 2018 (as amended, restated, amended and restated, supplemented, extended, waived, renewed, replaced, refinanced or otherwise modified from time to time, the “**Credit Agreement**”), by and among EagleView Technology Corporation, a Delaware corporation (the “**Borrower**”), Phoenix Holdco LLC, a Delaware limited liability company (“**Holdings**”), the other guarantors from time to time party thereto, the lenders and issuing banks from time to time party thereto and the several agents party thereto, including the Collateral Agent.

W I T N E S S E T H:

WHEREAS, the Pledgors are party to the First Lien Security Agreement of even date with the Credit Agreement (as amended, restated, amended and restated, supplemented, waived, renewed, replaced or otherwise modified from time to time, the “**Security Agreement**”) in favor of the Collateral Agent pursuant to which the Pledgors are required to execute and deliver this Patent Security Agreement.

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, each Pledgor hereby agrees with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement, or if not defined therein, in the Credit Agreement.

SECTION 2. Grant of Security Interest in Patent Collateral. As security for the payment or performance, as the case may be, in full of the Secured Obligations, each Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a Lien on and security interest in all of the right, title and interest of such Pledgor in, to and under all the following Pledged Collateral, in each case excluding Excluded Property (collectively, the “**Patent Collateral**”):

(a) all Patents, including, without limitation, the United States patents and patent applications listed on Schedule 1 attached hereto, together with any and all (i) rights and privileges arising under applicable Legal Requirements with respect the use or ownership of any of the foregoing, (ii) inventions, discoveries, designs and improvements described and claimed therein, and (iii) reissues, reexaminations, divisions, renewals, extensions, continuations and continuations in part thereof and amendments thereto; and

(b) all Proceeds of any and all of the foregoing.

SECTION 3. Security Agreement. The security interest granted pursuant to this Patent Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement, and the Pledgors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interest in the Patent Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Patent Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Recordation. Each Pledgor authorizes and requests that the Commissioner for Patents and any other applicable government officer record this Patent Security Agreement.

SECTION 5. Counterparts. This Patent Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Patent Security Agreement by signing and delivering one or more counterparts. Delivery of an executed counterpart of this Patent Security Agreement by facsimile or other electronic means shall be effective as delivery of a manually executed counterpart of this Patent Security Agreement.


SECTION 6. Governing Law. This Patent Security Agreement shall be construed in accordance with and governed by the law of the State of New York. The terms of Section 10.09(b) and Section 10.10 of the Credit Agreement are incorporated herein mutatis mutandis.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the Pledgor has caused this First Lien Patent Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

**PLEDGOR:**

**EAGLE VIEW TECHNOLOGIES, INC.,**  
a Washington corporation

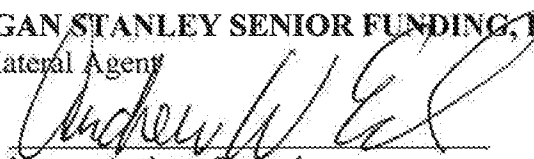
By:   
Name: Matthew R. Quilter  
Title: Treasurer

[Signature Page to First Lien Patent Security Agreement]

Accepted and Agreed:

**MORGAN STANLEY SENIOR FUNDING, INC.,**  
as Collateral Agent

By:



Name: Andrew Earls

Title: Authorized Signatory

SCHEDULE 1  
to  
PATENT SECURITY AGREEMENT

UNITED STATES PATENTS AND PATENT APPLICATIONS

United States Patents:

Owner	Title	Patent Number	Publication Number	Application Number	Issue Date	Filing Date	Status
Eagle View Technologies, Inc.	AERIAL ROOF ESTIMATION SYSTEM AND METHOD	8145578	20080262789	12148439	3/27/2012	4/17/2008	Patented
Eagle View Technologies, Inc.	AERIAL ROOF ESTIMATION SYSTEMS AND METHODS	8078436	20090132436	12253092	12/13/2011	10/16/2008	Patented
Eagle View Technologies, Inc.	PITCH DETERMINATION SYSTEMS AND METHODS FOR AERIAL ROOF ESTIMATION	8170840	20100110074	12467244	5/1/2012	5/15/2009	Patented
Eagle View Technologies, Inc.	CONCURRENT DISPLAY SYSTEMS AND METHODS FOR AERIAL ROOF ESTIMATION	8209152	20100114537	12467250	6/26/2012	5/15/2009	Patented
Eagle View Technologies, Inc.	AUTOMATED ROOF IDENTIFICATION SYSTEMS AND METHODS	8731234	-	12590131	5/20/2014	11/2/2009	Patented
Eagle View Technologies, Inc.	GEOMETRIC CORRECTION OF ROUGH WIREFRAME MODELS DERIVED FROM PHOTOGRAPHS	9911228	20110187713	13019228	3/6/2018	2/1/2011	Patented



Owner	Title	Patent Number	Publication Number	Application Number	Issue Date	Filing Date	Status
Eagle View Technologies, Inc.	AERIAL ROOF ESTIMATION SYSTEMS AND METHODS	8670961	20120170797	13287954	3/11/2014	11/2/2011	Patented
Eagle View Technologies, Inc.	SYSTEMS AND METHODS FOR ESTIMATION OF BUILDING WALL AREA	9933257	20130202157	13385606	4/3/2018	2/3/2012	Patented
Eagle View Technologies, Inc.	PITCH DETERMINATION SYSTEMS AND METHODS FOR AERIAL ROOF ESTIMATION	8818770	20120191424	13438288	8/26/2014	4/3/2012	Patented
Eagle View Technologies, Inc.	CONCURRENT DISPLAY SYSTEMS AND METHODS FOR AERIAL ROOF ESTIMATION	8825454	20120223965	13474504	9/2/2014	5/17/2012	Patented
Eagle View Technologies, Inc.	SYSTEMS AND METHODS FOR ESTIMATION OF BUILDING WALL AREA	9599466	20140046627	13757694	3/21/2017	2/1/2013	Patented
Eagle View Technologies, Inc.	SYSTEMS AND METHODS FOR ESTIMATION OF BUILDING FLOOR AREA	8774525	20130346020	13757712	7/8/2014	2/1/2013	Patented
Eagle View Technologies, Inc.	PROPERTY MANAGEMENT ON A SMARTPHONE	9959581	20140279593	13844552	5/1/2018	3/15/2013	Patented
Eagle View Technologies, Inc.	STATISTICAL POINT PATTERN MATCHING TECHNIQUE	9147287	20140212026	13844572	9/29/2015	3/15/2013	Patented
Eagle View Technologies, Inc.	STATISTICAL POINT PATTERN MATCHING TECHNIQUE	9159164	20140212028	13959406	10/13/2015	8/5/2013	Patented
Eagle View Technologies, Inc.	SYSTEMS AND METHODS FOR RELATING IMAGES TO EACH OTHER BY DETERMINING	9141880	20140099035	14046702	9/22/2015	10/4/2013	Patented

Owner	Title	Patent Number	Publication Number	Application Number	Issue Date	Filing Date	Status
Eagle View Technologies, Inc.	TRANSFORMS WITHOUT USING IMAGE ACQUISITION METADATA						
Eagle View Technologies, Inc.	AUTOMATED ROOF IDENTIFICATION SYSTEMS AND METHODS	9070018	-	14086885	6/30/2015	11/21/2013	Patented
Eagle View Technologies, Inc.	PREFERRED IMAGE RETRIEVAL	9542417	20150149454	14092652	1/10/2017	11/27/2013	Patented
Eagle View Technologies, Inc.	AERIAL ROOF ESTIMATION SYSTEMS AND METHODS	9514568	20140177945	14195543	12/6/2016	3/3/2014	Patented
Eagle View Technologies, Inc.	SYSTEMS AND METHODS FOR PERFORMING A RISK MANAGEMENT ASSESSMENT OF A PROPERTY	9953370	20140195275	14204142	4/24/2018	3/11/2014	Patented
Eagle View Technologies, Inc.	AUTOMATED ROOF IDENTIFICATION SYSTEMS AND METHODS	8995757	-	14328266	3/31/2015	7/10/2014	Patented
Eagle View Technologies, Inc.	PITCH DETERMINATION SYSTEMS AND METHODS FOR AERIAL ROOF ESTIMATION	9129376	20150016689	14449045	9/8/2015	7/31/2014	Patented
Eagle View Technologies, Inc.	CONCURRENT DISPLAY SYSTEMS AND METHODS FOR AERIAL ROOF ESTIMATION	9135737	20150015605	14450108	9/15/2015	8/1/2014	Patented

United States Patent Applications:

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Owner	Title	Publication Number	Application Number	Filing Date	Status
Eagle View Technologies, Inc.	AERIAL ROOF ESTIMATION SYSTEM AND METHOD	20120209782	13371271	2/10/2012	Pending Published
Eagle View Technologies, Inc.	SYSTEMS AND METHODS FOR ESTIMATION OF BUILDING FLOOR AREA	20130204575	13385607	2/3/2012	Pending Published
Eagle View Technologies, Inc.	PRICE ESTIMATION MODEL	20140278568	13843437	3/15/2013	Pending Published
Eagle View Technologies, Inc.	SYSTEMS AND METHODS FOR PERFORMING A RISK MANAGEMENT ASSESSMENT OF A PROPERTY	20130262029	13844467	3/15/2013	Pending Published
Eagle View Technologies, Inc.	SYSTEMS AND METHODS FOR ESTIMATION OF BUILDING WALL AREA AND PRODUCING A WALL ESTIMATION REPORT	20130226515	13844684	3/15/2013	Pending Published
Eagle View Technologies, Inc.	AERIAL ROOF ESTIMATION SYSTEM AND METHOD	20130311240	13954832	7/30/2013	Pending Published
Eagle View Technologies, Inc.	PRICE ESTIMATION MODEL	20140278809	14272172	5/7/2014	Pending Published
Eagle View Technologies, Inc.	INTEGRATED CENTRALIZED PROPERTY DATABASE SYSTEMS AND METHODS	20170242873	15049595	2/22/2016	Pending Published
Eagle View Technologies, Inc.	PREFERRED IMAGE RETRIEVAL	20170083546	15364042	11/29/2016	Pending Published
Eagle View Technologies, Inc.	PITCH DETERMINATION SYSTEMS AND METHODS FOR AERIAL ROOF ESTIMATION	-	16019227	6/26/2018	Pending

Owner	Title	Publication Number	Application Number	Filing Date	Status
Eagle View Technologies, Inc.	CONCURRENT DISPLAY SYSTEMS AND METHODS FOR AERIAL ROOF ESTIMATION	-	16020643	6/27/2018	Pending
Eagle View Technologies, Inc.	AERIAL ROOF ESTIMATION SYSTEMS AND METHODS	-	15898399	2/16/2018	Pending
Eagle View Technologies, Inc.	SUPERVISED AUTOMATIC ROOF MODELING	-	15907987	2/28/2018	Pending
Eagle View Technologies, Inc.	GEOMETRIC CORRECTION OF ROUGH WIREFRAME MODELS DERIVED FROM PHOTOGRAPHS	20180190018	15910729	3/2/2018	Pending Published
Eagle View Technologies, Inc.	IMAGE ANALYSIS SYSTEM	-	15967140	4/30/2018	Pending
Eagle View Technologies, Inc.	DISPLAY SCREEN WITH GRAPHICAL USER INTERFACE	-	29640968	3/19/2018	Pending
Eagle View Technologies, Inc.	DISPLAY SCREEN WITH GRAPHICAL USER INTERFACE	-	29640976	3/19/2018	Pending
Eagle View Technologies, Inc.	SUPERVISED AUTOMATIC ROOF MODELING	-	62607590	12/19/2017	Pending

**PATENT**

**REEL: 046919 FRAME: 0127**

**RECORDED: 08/23/2018**