

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

EPAS ID: PAT5366347

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
CL MEDIA HOLDINGS LLC	01/31/2019
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	FAST PAY PARTNERS LLC
<b>Street Address:</b>	8201 BEVERLY BLVD., SUITE 600
<b>City:</b>	LOS ANGELES
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90048
<b>Name:</b>	FPP SANDBOX LLC
<b>Street Address:</b>	8201 BEVERLY BLVD., SUITE 600
<b>City:</b>	LOS ANGELES
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90048
<b>PROPERTY NUMBERS Total: 4</b>	
<b>Property Type</b>	<b>Number</b>
<b>Patent Number:</b>	7094154
<b>Application Number:</b>	13762304
<b>Application Number:</b>	61522653
<b>Application Number:</b>	61621708
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(800)494-7512
<i>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.</i>	
<b>Phone:</b>	202-370-4750
<b>Email:</b>	ipteam@cogencyglobal.com
<b>Correspondent Name:</b>	JOANNA MCCALL
<b>Address Line 1:</b>	1025 VERMONT AVE NW, SUITE 1130
<b>Address Line 2:</b>	COGENCY GLOBAL INC.
<b>Address Line 4:</b>	WASHINGTON, D.C. 20005
<b>ATTORNEY DOCKET NUMBER:</b>	1044855 PAT

<b>NAME OF SUBMITTER:</b>	HAROLD LEE
<b>SIGNATURE:</b>	/Harold Lee/
<b>DATE SIGNED:</b>	02/08/2019
<b>Total Attachments: 5</b> source=Patent (CL Media Holdings LLC)#page3.tif source=Patent (CL Media Holdings LLC)#page4.tif source=Patent (CL Media Holdings LLC)#page5.tif source=Patent (CL Media Holdings LLC)#page6.tif source=Patent (CL Media Holdings LLC)#page7.tif	

**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

**January 31, 2019**

**CL MEDIA HOLDINGS LLC**, a Delaware limited liability company ("Debtor"), hereby acknowledges that it has granted to each of Fast Pay Partners LLC ("FPP") and FPP Sandbox LLC ("Sandbox", and together with FPP, the "Secured Party"), a security interest in and to all of such Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor (other than intent to use trademark applications to the extent excluded in the Loan Agreement (as defined below)) which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by such Debtor (the "Trademarks"), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"), and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), and all actions for infringement concerning each of the foregoing.

Unless and until an Event of Default (as defined in the Loan Agreement) exists, Debtor shall retain the legal and equitable title to the Trademarks, Patents, and Copyrights, and shall have the right to use and register the Trademarks, Patents, and Copyrights, as applicable, in the Ordinary Course of Business of Debtor. The terms and conditions of the aforementioned security interests are contained in: (a) that certain Amended and Restated Term Loan Security Agreement dated as of January 31, 2019 between Sandbox and Debtor and (b) that certain Amended and Restated Financing Security Agreement dated as of January 31, 2019 among Secured Party and Debtor (collectively, the "Loan Agreement"), as security for the Obligations under and as set forth in the Loan Agreement and other agreements referred to therein. Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Loan Agreement. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Loan Agreement or otherwise.

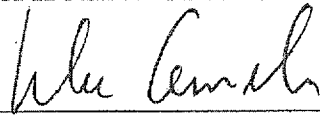
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[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

**DEBTOR:**

**CL MEDIA HOLDINGS LLC**

By:   
Name: Luke Gosselin  
Title: Managing Director

MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY  
(CL MEDIA HOLDINGS LLC)

BN 34680301v3

**PATENT**  
**REEL: 048272 FRAME: 0845**

EXHIBIT A  
TRADEMARKS

<b>Title and Description</b>	<b>Date of Application</b>	<b>Date of Registration</b>	<b>Pending Serial No.</b>	<b>Registered Trademark No.</b>
ROCKYOU		9/13/2011		4024964
ROCKYOU		9/13/2011		4024965
ROCKYOU MEDIA		9/6/2011		4021649
PUREPLAY		4/29/2008		3419492
MALL WORLD		7/5/2011		3988594
DAILYTOAST		5/31/2016		4968708
LUCKY SLOTS		1/3/2013		4504218
LUCKY SLOTS		10/29/2013		4424881
GALACTIC TRADER		9/20/2011		4028841
CLUBMOM	1/5/2000	7/9/2002	75888488	2592351
CLUBMOM - DESIGN	11/13/2001	8/13/2002	76093807	2608079
CAFEMOM (WORD MARK)	1/19/2007	10/23/2007	77087028	3316341
CAFEMOM (DESIGN)	10/2/2014	6/2/2015	86412925	4747392
SWEETPEAS	7/9/2007	2/19/2008	77224943	3385159
CAFEMOM PRESENTS MOM.COM	5/13/2011	7/15/2014	85320348	4566129
THE STIR (WORD MARK)	7/26/2012	5/13/2014	85687337	4527732
THE STIR (DESIGN)	7/26/2012	5/13/2014	85687398	4527733
THE PROWL	5/8/2013	4/15/2014	85926437	4516285
VIVALA	6/17/2015	8/16/2016	86665291	5020283
ATHENA	9/19/2014	9/27/2016	86400086	5047658
REVELIST	9/13/2015	11/22/2016	86755217	5087970
CLUB MOMME			86849967	51 8911 0
MOM.ME			85665529	43491 24
MOM.ME (AND DESIGN BELOW)			85665353	4349125
PURPLE CLOVER			85957218	4818373
<u>LITTLETHINGS.COM</u>	1/19/2016	7/12/2016	86880049	4998319 I
TRUTH BOMB MOM	1/4/2017	8/22/2017	87288919	5270266
LITTLETHINGS LIVE	4/28/2016	4/4/2017	87018328	5178153
THELITTLETHINGS	8/8/2014	N/A	86361677	N/A
LITTLETHINGS SUN AND CLOUD LOGO (DESIGN)	11/4/2015	7/12/2016	86808864	4996756
LISTBLISS	6/29/2012	10/15/2013	4419547	County File No. 095459-0884643

Exhibit A

**PATENT**  
**REEL: 048272 FRAME: 0846**

EXHIBIT B  
PATENTS

<b>Patent Number /Application Number</b>	<b>Title</b>
Prov No. 61522653	Systems and Methods for Crediting Rewards in On-Line Games
13/762,304	Virtual Coupons for use in On-Line Games
Prov No. 61621708	Automated Sweepstakes Manager
7094154/11026783	COMPUTER NETWORKED GAME SYSTEM UTILIZING SUBSCRIPTION BASED MEMBERSHIP AND ALTERNATIVE METHODS OF ENTRY

EXHIBIT C  
COPYRIGHTS

<b>Title</b>	<b>Registration Number</b>	<b>Registration Date</b>
ZOMBIES SOCIAL NETWORKING SOFTWARE.	TXu001578412	2008/07/15
WEREWOLVES SOCIAL NETWORKING SOFTWARE.	TXu001578413	2008/07/15
VAMPIRES SOCIAL NETWORKING SOFTWARE.	TXu001578398	2008/07/15
SLAYERS SOCIAL NETWORKING SOFTWARE.	TXu001578404	2008/07/15
My Hottest Friends / by Javier Guel, Bill Summer, Guy Argus, MMJK, Inc.	TX0006424446	2010/08/16
MY HOTTEST FRIENDS.	TX0007176107	2010/07/16

Exhibit C