

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5727562

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
CONVEYING PARTY DATA	
Name	Execution Date
NEWPORT EXCHANGE HOLDINGS, INC.	09/17/2019
RECEIVING PARTY DATA	
Name:	PACIFIC MERCANTILE BANK
Street Address:	949 SOUTH COAST DRIVE, 3RD FLOOR
City:	COSTA MESA
State/Country:	CALIFORNIA
Postal Code:	92626
PROPERTY NUMBERS Total: 2	
Property Type	Number
Patent Number:	8650115
Application Number:	15196001
CORRESPONDENCE DATA	
Fax Number:	(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>	
Phone:	202.370.4750
Email:	ipteam@cogencyglobal.com
Correspondent Name:	JOANNA MCCALL
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:	1131789
NAME OF SUBMITTER:	ROBIN DUNN
SIGNATURE:	/Robin Dunn/
DATE SIGNED:	09/19/2019
Total Attachments: 15	
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of **September 17, 2019** by and between **PACIFIC MERCANTILE BANK** ("Lender") and **NEWPORT EXCHANGE HOLDINGS, INC. (dba ONLINE TRADING ACADEMY)**, a California corporation, **OTA FRANCHISE CORPORATION**, a Nevada corporation, **NEH SERVICES, INC.**, a California corporation, **OTA REAL ESTATE, INC.**, a California corporation, **OTA TAX PROS, INC.**, a California corporation and **MATRIX FINANCIAL TECHNOLOGIES, INC.**, a California corporation (collectively, the "Grantor"), with reference to the following facts:

A. Lender and Grantor are parties to that certain Loan and Security Agreement dated as of even date herewith (as amended from time to time, the "Loan Agreement"). (Capitalized terms used herein have the meaning assigned in the Loan Agreement.)

B. Pursuant to the Loan Agreement, Grantor has granted to Lender a security interest in all of the Collateral. The Collateral includes without limitation all Intellectual Property (including without limitation the Intellectual Property described herein).

Grantor agrees as follows:

1. To secure performance of all of its "Obligations" as defined in the Loan Agreement, Grantor grants to Lender a security interest in all of Grantor's right, title and interest in Grantor's Intellectual Property, including without limitation (i) the trademarks and servicemarks listed on Schedule A hereto, whether registered or not, and all applications to register and registrations of the same and like protections, and the entire goodwill of the business of Borrower connected with and symbolized by such trademarks, and (ii) the patents and patent applications listed on Schedule B hereto and all like protections including, without limitation, all improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same, and (iii) all copyrights, maskworks, software, computer programs and other works of authorship, including without limitation those registered with the United States Copyright Office and listed on Schedule C hereto, and all extensions and renewals thereof, and (iv) all rights to recover for past or future infringement of any of the foregoing, and (v) all right, title and interest in and to any and all present and future license agreements with respect to any of the foregoing, and (vi) all present and future accounts, accounts receivable and other rights to payment arising from, in connection with or relating to any of the foregoing.

2. Grantor represents and warrants that (i) listed on Schedule A hereto are all trademark registrations and pending registrations owned or controlled by Grantor or licensed to Grantor, (ii) listed on Schedule B are all patents and patent applications owned or controlled by Grantor or licensed to Grantor, and (iii) listed on Schedule C are all copyrights, software, computer programs, mask works, and other works of authorship owned or controlled by Grantor which are registered with the United States Copyright Office.

3. Grantor shall not, hereafter, register any maskworks, software, computer programs or other works of authorship subject to United States copyright protection with the United States Copyright Office without first complying with the following: (i) promptly providing Secured

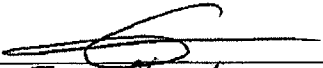
Party with written notice thereof, (ii) providing Secured Party with a copy of the application for any such registration and (iii) executing and filing such other instruments, and taking such further actions as Secured Party may reasonably request from time to time to perfect or continue the perfection of Secured Party's interest in the Collateral, including without limitation the filing with the United States Copyright Office, simultaneously with the filing by Grantor of the application for any such registration, of a copy of this Agreement or a Supplement hereto in form acceptable to Secured Party identifying the maskworks, software, computer programs or other works of authorship being registered and confirming the grant of a security interest therein in favor of Secured Party.

4. This Agreement is being executed and delivered pursuant to the Loan Agreement; nothing herein limits any of the terms or provisions of the Loan Agreement, and Lender's rights hereunder and under the Loan Agreement are cumulative. This Agreement, the Loan Agreement and the other Loan Documents set forth in full all of the representations and agreements of the parties with respect to the subject matter hereof and supersede all prior discussions, oral representations, oral agreements and oral understandings between the parties. This Agreement may not be modified or amended, nor may any rights hereunder be waived, except in a writing signed by the parties hereto. In the event of any litigation between the parties based upon, arising out of, or in any way relating to this Agreement, the prevailing party shall be entitled to recover all of his costs and expenses (including without limitation attorneys' fees) from the non-prevailing party. This Agreement and all acts, transactions, disputes and controversies arising hereunder or relating hereto, and all rights and obligations of Lender and Grantor shall be governed by, and construed in accordance with the internal laws (and not the conflict of laws rules) of the State of California.


[signatures on next page]

Grantor:

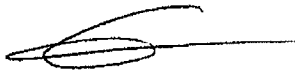
NEWPORT EXCHANGE HOLDINGS, INC.

By: 
Name: Eyal Shachar
Title: Pres.

OTA TAX PROS, INC.

By: 
Name: Eyal Shachar
Title: Pres.

OTA REAL ESTATE, INC.

By: 
Name: Eyal Shachar
Title: Pres.


Address of Grantor:

17780 Fitch, Suite 200
Irvine, California 92614


Address of Lender:

949 South Coast Drive, 3rd Floor
Costa Mesa, California 92626

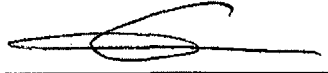
NEH SERVICES, INC.

By: 
Name: Eyal Shachar
Title: Pres.

OTA FRANCHISE CORPORATION

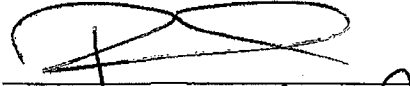
By: 
Name: Eyal Shachar
Title: Pres.

MATRIX FINANCIAL TECHNOLOGIES, INC.

By: 
Name: Eyal Shachar
Title: Pres.

Lender:

PACIFIC MERCANTILE BANK

By: 
Name: Ross Macdonald
Title: SUP


[Signature Page—Intellectual Property Security Agreement]

SCHEDULE A

Trademarks

	<u>Description</u>	<u>Serial/ Registration Number</u>	<u>Filing/ Registration Date</u>	<u>Owner</u>
1	MY OTA	88216576 5811883	12/04/18 07/23/19	Newport Exchange Holdings, Inc.
2	ONLINE TRADING ACADEMY	88114590	09/12/18	Newport Exchange Holdings, Inc.
3	GLOBAL TERRITORIES	87898590 5695127	04/27/18 03/12/19	Newport Exchange Holdings, Inc.
4	OTACADEMY	87278465 5245974	12/22/16 07/18/17	Newport Exchange Holdings, Inc.
5	PROACTIVE INVESTOR	86047020 4521193	08/23/13 04/29/14	Newport Exchange Holdings, Inc.
6	PROACTIVE INVESTOR	86046996 4521192	08/23/13 04/29/14	Newport Exchange Holdings, Inc.
7	MY OTA	86471321 5233017	12/04/14 06/27/17	Newport Exchange Holdings, Inc.
8	MY OTA	86471307 5375611	12/04/14 01/09/18	Newport Exchange Holdings, Inc.
9	OTA REAL ESTATE	86402657 4882607	09/22/14 01/05/16	Newport Exchange Holdings, Inc.

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	<u>Description</u>	<u>Serial/ Registration Number</u>	<u>Filing/ Registration Date</u>	<u>Owner</u>
10	OTA FINANCIAL EDUCATION	86918994 5219442	02/24/16 06/06/17	Newport Exchange Holdings, Inc.
11	MY OTA	86918990 5219441	02/24/16 06/06/17	Newport Exchange Holdings, Inc.
12	OTACADEMY	86946385 5097316	03/19/16 12/06/16	Newport Exchange Holdings, Inc.
13	ONLINE TRADING ACADEMY	86616066 4831993	04/30/15 10/13/15	Newport Exchange Holdings, Inc.
14		86616047 4831992	04/30/15 10/13/15	Newport Exchange Holdings, Inc.
15	PRO PICKS	85540526 4224858	02/12/12 10/16/12	Newport Exchange Holdings, Inc.
16	OTA @HOME	85716222 4357006	08/29/12 06/25/13	Newport Exchange Holdings, Inc.
17	OTA TAX PROS	85343789 4133162	06/10/11 04/24/12	Newport Exchange Holdings, Inc.
18	TRADER'S DASHBOARD	85540530 4188290	02/12/12 08/07/12	Newport Exchange Holdings, Inc.

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	<u>Description</u>	<u>Serial/ Registration Number</u>	<u>Filing/ Registration Date</u>	<u>Owner</u>
19	ONLINE TRADING ACADEMY	78489213 3035060	09/24/04 12/27/05	Newport Exchange Holdings, Inc.
20	XLT	77814493 3749826	08/27/09 02/16/10	Newport Exchange Holdings, Inc.
21	EXTENDED LEARNING TRACK	77814214 3741418	08/27/09 01/19/10	Newport Exchange Holdings, Inc.
22	ONLINE TRADING ACADEMY	77778430 3762672	07/10/09 03/23/10	Newport Exchange Holdings, Inc.
23	PROACTIVE INVESTOR	77919352 3987746	01/25/10 07/05/11	Newport Exchange Holdings, Inc.
24	PROACTIVE INVESTOR	77918186 3956550	01/22/10 05/10/11	Newport Exchange Holdings, Inc.
25	CLIK	88159127	10/17/18	Matrix Financial Technologies, Inc.
26	CLIK	88196271	11/15/18	Matrix Financial Technologies, Inc.

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SCHEDULE B

Patents and Patent Applications

<u>Description</u>	<u>Patent/ Application Number</u>	<u>Filing/ Application Date</u>	<u>Owner</u>
1 Computer based trading system and methodology utilizing supply and demand analysis	8,650,115 13/722,238	02/11/14 12/20/12	Newport Exchange Holdings, Inc.
2 Computer Based System and Methodology for Identifying Trading Opportunities Associated with Optionable Instruments	20170372420 15/196,001	12/28/17 06/28/16	Newport Exchange Holdings, Inc.

SCHEDULE C

Copyrights Registered with the United States Copyright Office

	<u>Description</u>	<u>Registration/ Number</u>	<u>Registratio n/ Date</u>	<u>Owner</u>
1	10 Laws of Risk Management with Mike McMahon.	PA0001647787	09/08/09	Online Trading Academy
2	6 Psychological Biases in Your Trading - Who Are You Really? with Mike McMahon.	PA0001647628	09/08/09	Online Trading Academy
3	7 Pillars of Trading with Mike McMahon.	PA0001647639	09/08/09	Online Trading Academy
4	8 Key Times of the Day with Mike McMahon.	PA0001647790	09/08/09	Online Trading Academy
5	Active Investing Part 1 with Brandon Wendell.	PA0001647625	09/08/09	Online Trading Academy
6	The Active Investor.	TX0007340740	11/23/09	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
7	The Active Investor.	TX0007016210	12/03/09	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
8	Active Investor Library.	PA0001807162	02/29/12	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy
9	Asset Protection: All About Life Insurance, et al.	TX0008215511	11/23/15	Online Trading Academy
10	Basic Principles of Active Trading.	TX0007494035	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
11	Broad Market Analysis.	TX0006972463	09/11/09	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
12	Controlling the Trade Managing Your Money with Brandon Wendell.	PA0001647817	09/08/09	Online Trading Academy

	<u>Description</u>	<u>Registration/ Number</u>	<u>Registration/ Date</u>	<u>Owner</u>
13	Core Strategy.	TX0008636264	10/12/18	Online Trading Academy
14	Core Strategy Essentials.	TX0007494048	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
15	Core Tax Strategies.	TX0007567312	06/29/12	Online Trading Academy, Transfer: Newport Exchange Holdings, Inc. does business as Online Trading Academy
16	E-Mini Index Futures Trading 1 with Mike McMahon.	PA0001647619	09/08/09	Online Trading Academy
17	The Fantastic World of Foreign Exchange Trading - Forex with Mike McMahon.	PA0001647632	09/08/09	Online Trading Academy
18	Fibonacci with Mike McMahon.	PA0001647792	09/08/09	Online Trading Academy
19	Forex 2 - Spot Market Advanced Strategies with Mike McMahon.	PA0001647635	09/08/09	Online Trading Academy
20	Fundamentally Sound An Introduction to Fundamental Analysis with Brandon Wendell.	PA0001647797	09/08/09	Online Trading Academy
21	Home Ownership: Getting Ready to Purchase, et al.	TX0008215550	11/23/15	Online Trading Academy
22	How the Financial Markets Really Work with Sam Seiden.	PA0001812789	06/12/12	Online Trading Academy
23	Instant Diversification Exchange Traded Funds Strategies with Brandon Wendell.	PA0001647788	09/08/09	Online Trading Academy
24	Investor's Guide to Point & Figure Charting with Brandon Wendell.	PA0001647794	09/08/09	Online Trading Academy
25	Manage Your Foreign Currency Risk with Mike McMahon.	PA0001647642	09/08/09	Online Trading Academy
26	Mastering the Mental Games.	TX0007494070	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy

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	<u>Description</u>	<u>Registration/ Number</u>	<u>Registratio n/ Date</u>	<u>Owner</u>
27	Online Trading Academy Core Strategy.	TX0008455122	06/12/17	Online Trading Academy
28	Online Trading Academy Financial Matters: Understanding Credit & Improve It.	TX0008211196	11/23/15	Online Trading Academy
29	Online Trading Academy Financial Matters: Estate Planning.	TX0008197977	11/20/15	Online Trading Academy
30	Online Trading Academy Financial Matters Health & Medical.	TX0008211195	11/23/15	Online Trading Academy
31	Online Trading Academy Financial Matters Impactful Investing.	TX0008213796	11/23/15	Online Trading Academy
32	Online Trading Academy Financial Matters Managing Major Purchases.	TX0008211199	11/23/15	Online Trading Academy
33	Online Trading Academy Financial Matters Personal Finance Sessions 1, 2 and 3.	TX0008368941	11/23/15	Online Trading Academy
34	Online Trading Academy Financial Matters Personal Tax Strategies: Session 1, 2 and 3.	TX0008213788	11/23/15	Online Trading Academy
35	Online Trading Academy Financial Matters Retirement Planning.	TX0008200362	11/23/15	Online Trading Academy
36	Online Trading Academy Financial Matters: Social Security.	TX0008197976	11/20/15	Online Trading Academy
37	Online Trading Academy Options Intro.	TX0007142663	09/08/09	Online Trading Academy
38	Online Trading Academy Professional Commodities Trader.	TX0007238906	09/08/09	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy
39	Online Trading Academy Professional E-Mini Trader.	TX0007126996	09/08/09	Online Trading Academy
40	Online Trading Academy Professional Forex Trader.	TX0008201131	11/23/15	Online Trading Academy

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41	Online Trading Academy Professional Forex Trader Part 1.	TX0007080496	09/08/09	Newport Exchange Holdings, Inc.
42	Online Trading Academy Professional Futures Trader.	TX0008197982	11/20/15	Newport Exchange Holdings, Inc.
43	Online Trading Academy Professional Options Trader.	TX0007589338	08/17/12	Newport Exchange Holdings, Inc.
44	Online Trading Academy Professional Trader Foundations.	TX0007589336	08/17/12	Newport Exchange Holdings, Inc.
45	Online Trading Academy Professional Trader - Part 1.	TX0008201123	11/23/15	Online Trading Academy
46	Online Trading Academy Professional Trader - Part 1.	TX0007589239	08/17/12	Newport Exchange Holdings, Inc.
47	Online Trading Academy Professional Trader - Part 1.	TX0007144212	09/08/09	Online Trading Academy
48	Online Trading Academy Professional Trader - Part 2.	TX0008201128	11/23/15	Online Trading Academy
49	Online Trading Academy Real Estate Investor.	TX0007084312	09/08/09	Online Trading Academy
50	Online Trading Academy Trader Psychology.	TX0007421950	09/08/09	Online Trading Academy
51	Online Trading Academy Tradestation Quickstart.	TX0007589332	08/17/12	Newport Exchange Holdings, Inc.
52	Opting for Options Trading 1 with Mike McMahon.	PA0001647610	09/08/09	Online Trading Academy
53	Options Trader 1.	TX0007494056	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
54	Options Trader 2.	TX0007494058	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
55	OTA Real Estate Foundations.	TX0008211627	11/23/15	Online Trading Academy
56	OTA Real Estate Multi-Family.	TX0008197979	11/20/15	Online Trading Academy
57	Platform Immersion.	TX0007494054	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy

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	<u>Description</u>	<u>Registration/ Number</u>	<u>Registration/ Date</u>	<u>Owner</u>
58	Power Trading in Globalization 3.0 with John O'Donnell.	PA0001647796	09/08/09	Online Trading Academy
59	Proactive Investor 1.	TX0007494071	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
60	Proactive Investor 2.	TX0007494061	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
61	Professional Commodities Trader.	TX0007494066	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
62	Professional E-Mini Trader Library.	PA0001807106	02/13/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
63	Professional Forex Trader Library.	PA0001807170	02/13/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
64	Professional Forex Trader Part 1.	TX0007494023	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
65	Professional Forex Trader Part 2.	TX0008208329	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
66	Professional Options Trader.	TX0007929619	06/27/14	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
67	Professional Options Trader 2.	TX0008636249	10/12/18	Online Trading Academy
68	Professional Options Trader Library.	PA0001807104	02/13/12	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy

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	<u>Description</u>	<u>Registration/ Number</u>	<u>Registration/ Date</u>	<u>Owner</u>
69	Professional Stock Trader.	TX0008636255	10/12/18	Online Trading Academy
70	Professional Stock Trader Library.	PA0001807169	02/13/12	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy
71	Professional Trader - Part 1.	TX0007929609	06/27/14	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy
72	Professional Trader - Part 1.	TX0007978938	10/29/13	Newport Exchange Holdings, Inc.
73	Professional Trader Part 1.	TX0007494065	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
74	Professional Trader - Part 2.	TX0007929614	06/27/14	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy
75	Professional Trader - Part 2.	TX0007974105	10/29/13	Newport Exchange Holdings, Inc.
76	Professional Trader Part 2.	TX0007494043	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
77	Professional Trader Series DVD Set (Days 1-3)	PA0001807156	02/29/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
78	Professional Trader Series DVD Set (Days 1-3), et al.	PA0001647404	09/08/09	Online Trading Academy
79	Professional Trader Series DVD Set (Days 4-7)	PA0001807167	02/29/12	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy

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	<u>Description</u>	<u>Registration/ Number</u>	<u>Registration/ Date</u>	<u>Owner</u>
80	Real Estate Investor.	TX0007492650	02/29/12	Newport Exchange Holdings, Inc. doing business as Online Trading Academy, 1999
81	Real Estate Investor Library.	PA0001807107	02/13/12	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy
82	Real Market Timing.	TX0007492642	02/29/12	Newport Exchange Holdings, Inc. doing business as Online Trading Academy, 1999
83	Saving for College, et al.	TX0008215576	11/23/15	Online Trading Academy
84	Short Selling The Other Side of the Market with Mike McMahon.	PA0001647811	09/08/09	Online Trading Academy
85	Technical Analysis 1 for the Professional Forex Trader with Mike McMahon.	PA0001647615	09/08/09	Online Trading Academy
86	Technical Analysis for the Investor with Brandon Wendell.	PA0001647789	09/08/09	Online Trading Academy
87	Technical Analysis 1 for the Professional Trader with Mike McMahon.	PA0001647910	09/08/09	Online Trading Academy
88	Technical Analysis Strategies.	TX0007491567	02/13/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
89	Trading Planner.	TX0007494032	02/15/12	Newport Exchange Holdings, Inc. d.b.a. Online Trading Academy
90	The Ultimate Professional Trader Plus CD Library.	PA0001807165	02/29/12	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy

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	<u>Description</u>	<u>Registration/ Number</u>	<u>Registratio n/ Date</u>	<u>Owner</u>
91	The Ultimate Professional Trader Plus CD Library.	PA0001807163	02/29/12	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy
92	US Treasuries Investing Part 1 with Brandon Wendell.	PA0001647908	09/08/09	Newport Exchange Holdings, Inc., 1999-d.b.a. Online Trading Academy
93	Broad Market Analysis.	TX0007506492	09/10/09	Newport Exchange Holdings, Inc. d/b/a Online Trading Academy

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