

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5880723

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
CONVEYING PARTY DATA	
Name	Execution Date
HYLA, INC.	12/11/2019
ERV, LLC	12/11/2019
FLIPSWAP SERVICES, LLC	12/11/2019
RECEIVING PARTY DATA	
Name:	WESTERN ALLIANCE BANK
Street Address:	55 ALMADEN BOULEVARD
Internal Address:	SUITE 100
City:	SAN JOSE
State/Country:	CALIFORNIA
Postal Code:	95113
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	16405583
CORRESPONDENCE DATA	
Fax Number:	(858)550-6420
<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:	858-550-6420
Email:	dmonteblanco@cooley.com
Correspondent Name:	DEREK MONTEBLANCO
Address Line 1:	C/O COOLEY LLP
Address Line 2:	4401 EASTGATE MALL
Address Line 4:	SAN DIEGO, CALIFORNIA 92121
ATTORNEY DOCKET NUMBER:	305983-1233
NAME OF SUBMITTER:	DEREK MONTEBLANCO
SIGNATURE:	/DEREK MONTEBLANCO/
DATE SIGNED:	12/20/2019
Total Attachments: 5	
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FIRST AMENDMENT
TO
AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT

This FIRST AMENDMENT TO AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of December 11, 2019 (the "Amendment") by and between WESTERN ALLIANCE BANK, an Arizona corporation ("Lender") and HYL A, INC., a Delaware corporation ("Hyla"), formerly known as eRecycling Group, Inc., ERV, LLC, a Delaware limited liability company ("ERV") and FLIPSWAP SERVICES, LLC, a Delaware limited liability company ("FlipSwap") ("Grantor", and collectively, as the "Grantors").

RECITALS

Grantors and Lender are parties to that certain Amended and Restated Intellectual Property Security Agreement dated as of September 18, 2018, as amended from time to time (the "IPSA"). The parties desire to amend the IPSA in accordance with the terms of this Amendment.

NOW, THEREFORE, the parties agree as follows:

1. Exhibit B (Trademarks) to the IPSA is hereby replaced in its entirety with that attached hereto as Exhibit B.
2. Exhibit C (Patents) to the IPSA is hereby replaced in its entirety with that attached hereto as Exhibit C.
3. Unless otherwise defined, all initially capitalized terms in this Amendment shall be as defined in the IPSA. The IPSA, as amended hereby, shall be and remain in full force and effect in accordance with its respective terms and hereby is ratified and confirmed in all respects. Except as expressly set forth herein, the execution, delivery, and performance of this Amendment shall not operate as a waiver of, or as an amendment of, any right, power, or remedy of Lender under the IPSA, as in effect prior to the date hereof. Each Grantor ratifies and reaffirms the continuing effectiveness of all agreements entered into in connection with the IPSA.
4. This Amendment may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one instrument.

IN WITNESS WHEREOF, the undersigned have executed this Amendment as of the first date above written.

GRANTORS:

HYLA, INC

By: _____

Name: SHAD S. SPEARS

Title: CEO

ERV, LLC

By: _____

Name: SHAD S. SPEARS

Title: CEO

FLIPSWAY SERVICES, LLC

By: _____

Name: SHAD S. SPEARS

Title: CEO

LENDER:

WESTERN ALLIANCE BANK

By: _____

Name: _____

Title: _____

Address for Notices:

Attn: Note Department

55 Almaden Boulevard, Suite 100

San Jose, California 95113

Fax: (408) 282-1681

Address for Notices for all Grantors:

Park West I & 2, 1507 LBJ Freeway, Suite 500

Farmers Branch, TX 75234

Attn: Shad Spears

IN WITNESS WHEREOF, the undersigned have executed this Amendment as of the first date above written.

GRANTORS:

HYLA, INC.

By: _____

Name: _____

Title: _____

ERV, LLC

By: _____

Name: _____

Title: _____

FLIPSWAP SERVICES, LLC

By: _____

Name: _____

Title: _____

LENDER:

WESTERN ALLIANCE BANK

By: Peter Hansen

Name: Peter Hansen

Title: VP

Address for Notices:

Attn: Note Department

55 Almaden Boulevard, Suite 100

San Jose, California 95113

Fax: (408) 282-1681

Address for Notices for all Grantors:

Park West I & 2, 1507 LBJ Freeway, Suite 500

Farmers Branch, TX 75234

Attn: Shad Spears

EXHIBIT B
TRADEMARKS

Please Check if No Trademarks Exist ☐

<u>Description:</u>	<u>U.S. Serial Number:</u>	<u>Filing Date</u>	<u>U.S. Registration Number</u>	<u>Registration Date</u>
PHONEFAX	86561657*	March 12, 2015		Pending
VALUELOCK	86474248	December 8, 2014		Pending
HYLA	85845911*	February 11, 2013		Pending
HYLA	85845909	February 11, 2013	4782365	July 28, 2015
HYLA	85845915	February 11, 2013	4700322	March 10, 2015
HYLA	85845914	February 11, 2013	4700321	March 10, 2015
ERECYCLINGCORPS	85790545	November 29, 2012	4340260	May 21, 2013
Design only	88171381	October 26, 2018	5906717	November 12, 2019
LORI SMART(ER) PHONE PROTECTION	88510381	July 11, 2019		
LORI SMART(ER) PHONE PROTECTION	88510371	July 11, 2019		
LORI SMART(ER) PHONE PROTECTION	88510335	July 11, 2019		
LORI	88510190	July 11, 2019		
Design only	88510168	July 11, 2019		
LORI	88171523	October 26, 2018	5900736	November 5, 2019
LORI	88171510	October 26, 2018	5900735	November 5, 2019
LORI	88171460	October 26, 2018	5900734	November 5, 2019
LORI	88171446	October 26, 2018	5900733	November 5, 2019
Design only	88171420	October 26, 2018	5900732	November 5, 2019
LORI	88171534	October 26, 2018		
LORI	88171479	October 26, 2018		
Design only	88171431	October 26, 2018		
HYLA VISION TUNNEL	88521880	July 18, 2019		
LORI SMART(ER) PHONE PROTECTION	88510303	July 11, 2019		
LORI	88510214	July 11, 2019		
F	85428732	September 21, 2011	4142495	May 15, 2012
FLIPSWAP	78885059	May 16, 2006	3224889	April 3, 2007
FLIPSWAP	85428730	September 21, 2011	4142494	May 15, 2012

EXHIBIT C

PATENTS

Please Check if No Patents Exist ☐

<u>Title:</u>	<u>Patent Number</u>	<u>Application Number</u>	<u>Issue / Publication Date:</u>	<u>Status</u>
System and method for reclaiming residual value of personal electronic devices		14519657	July 23, 2015	Pending
Electronic fobs for managing and tracing mobile devices at multiple locations		14530594	Not yet published	Abandoned, Pending revival
System and method for reclaiming residual value of personal electronic devices		PCT/US15/11199	July 23, 2015	Pending
Automatic Screen Damage Detection for Mobile Devices		62304729	Not Published (provisional applicabion)	Pending
System and method for reclaiming residual value of personal electronic devices		61928690	January 17, 2014	
Process and methods for automated, customer self-driven, on device trade-in mechanism for internet connected devices		62024807	July 15, 2014	
Portable keys for managing access to mobile devices		62468924	March 8, 2017	
Portable keys for managing access to mobile devices		15916246	March 8, 2017	
Screen damage detection for devices		15452707	March 7, 2017	
Systems and methods for generating contextually relevant device protections		15971717	May 4, 2018	
Systems and methods for generating contextually relevant device protections		15971550	May 4, 2018	
Screen damage detection for devices		16405583	May 7, 2019	