

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6123004

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST IN PATENT RIGHTS	
CONVEYING PARTY DATA		
	Name	Execution Date
	AVIS BUDGET CAR RENTAL, LLC	05/12/2020
	ZIPCAR, INC.	05/12/2020
RECEIVING PARTY DATA		
Name:	DEUTSCHE BANK TRUST COMPANY AMERICAS, AS NOTES COLLATERAL AGENT	
Street Address:	60 WALL STREET	
City:	NEW YORK	
State/Country:	NEW YORK	
Postal Code:	10005	
PROPERTY NUMBERS Total: 27		
Property Type	Number	
Patent Number:	9635518	
Patent Number:	10536827	
Application Number:	16742065	
Patent Number:	10592974	
Application Number:	16821586	
Application Number:	15934887	
Application Number:	16256501	
Application Number:	15986360	
Application Number:	16178442	
Application Number:	15986528	
Application Number:	15986375	
Application Number:	16279899	
Application Number:	15986504	
Application Number:	16221491	
Patent Number:	10297097	
Application Number:	16418028	
Patent Number:	9576254	
Application Number:	15436973	
Application Number:	13726847	

PATENT

Property Type	Number
Application Number:	13774311
Patent Number:	9442888
Patent Number:	10081298
Application Number:	16141060
Patent Number:	8841987
Patent Number:	10068402
Application Number:	16120544
Application Number:	14686219

CORRESPONDENCE DATA

Fax Number: (212)455-2502

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: (212)455-3346

Email: ksolomon@stblaw.com

Correspondent Name: MELANIE JOLSON, ESQ.

Address Line 1: SIMPSON THACHER & BARTLETT LLP

Address Line 2: 425 LEXINGTON AVENUE

Address Line 4: NEW YORK, NEW YORK 10017

ATTORNEY DOCKET NUMBER: 086251/0974

NAME OF SUBMITTER: MELANIE JOLSON

SIGNATURE: /MJ/

DATE SIGNED: 05/26/2020

Total Attachments: 7

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GRANT OF
SECURITY INTEREST IN PATENT RIGHTS

This GRANT OF SECURITY INTEREST IN PATENT RIGHTS, effective as of May 12, 2020 (the "Agreement") is made by the Persons listed on the signature pages hereof (collectively, the "Obligors"), in favor of Deutsche Bank Trust Company Americas, a New York banking corporation ("DB"), as Notes Collateral Agent (the "Agent") for the Secured Parties, under that certain Indenture, dated as of May 12, 2020 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Indenture"), among AVIS BUDGET CAR RENTAL, LLC, a Delaware limited liability company (the "Company"), AVIS BUDGET FINANCE, INC., a Delaware corporation (the "Co-Issuer"), and together with the Company, the "Issuers"), the Guarantors (as defined in the Indenture) and DB, as trustee (in such capacity, the "Trustee") and as the Agent.

W I T N E S S E T H:

WHEREAS, the proceeds of the Notes issued under the Indenture will be used in part to enable the Issuers to make valuable transfers to one or more of the other Obligors in connection with the operation of their respective businesses; and

WHEREAS, in connection with the Indenture, the Company, each Obligor and certain other subsidiaries and affiliates of the Company have executed and delivered a Notes Collateral Agreement, dated as of May 12, 2020 in favor of the Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the "Notes Collateral Agreement");

WHEREAS, pursuant to the Notes Collateral Agreement, each Obligor pledged and granted to the Agent for the benefit of the Agent, the Trustee and the Holders a continuing security interest in all Intellectual Property, including Patents; and

WHEREAS, each Obligor has duly authorized the execution, delivery and performance of this Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Trustee and the Agent to enter into the Indenture and purchase the Notes, each Obligor agrees, for the benefit of the Agent and the Secured Parties, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Indenture and the Notes Collateral Agreement.

SECTION 2. Grant of Security Interest. Each Obligor hereby grants to the Agent, for the ratable benefit of the Secured Parties, a security interest in, all of the Patents now owned by such Obligor or in which such Obligor now has any right, title or interest (including,

without limitation, those items listed on Schedule A hereto), in each case, excluding any Excluded Property (such property excluding any and all Excluded Property being collectively referred to as, the "Collateral"), as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of such Obligor's Obligations.

SECTION 3. Purpose. This Agreement has been executed and delivered by each Obligor hereto for the purpose of recording the grant of security interest herein with the United States Patent and Trademark Office. The security interest granted hereby has been granted to the Agent and the other Secured Parties in connection with the Notes Collateral Agreement and is expressly subject to the terms and conditions thereof. The Notes Collateral Agreement (and all rights and remedies of the Agent and the Secured Parties thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgment. Each Obligor does hereby further acknowledge and affirm that the rights and remedies of the Agent and the other Secured Parties with respect to the security interest in the Collateral granted hereby are more fully set forth in the Indenture and the Notes Collateral Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the terms of the Notes Collateral Agreement, the terms of the Notes Collateral Agreement shall govern.

SECTION 5. Counterparts. This Agreement may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

[Signature pages follow.]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.


AVIS BUDGET CAR RENTAL, LLC

By: 

Name: David T. Calabria

Title: Senior Vice President and Treasurer

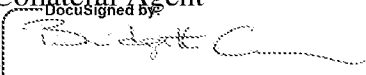
ZIPCAR, INC.

By: 

Name: David T. Calabria

Title: Senior Vice President and Treasurer

DEUTSCHE BANK TRUST COMPANY AMERICAS
as Collateral Agent

By:	<div>DocuSigned by: </div>	<div>DocuSigned by: </div>
	<div>F9840095BFE44D4...</div>	<div>BD1D7BE5055F43F...</div>
Name:	Bridgette Casanovas	Robert Peschler
Title:	Vice President	Vice President

SCHEDULE A

U.S. Patents and Patent Applications

Avis Budget Car Rental, LLC

Patent	Appl. No.	Filed	Patent No.	Issue Date	Status	Owner
Telematics System, Methods and Apparatus for Two-Way Data Communication Between Vehicles in a Fleet and a Fleet Management System	14500750	09/29/14	9635518	04/25/17	Patented	Avis Budget Car Rental LLC
Telematics System, Methods and Apparatus for Two-Way Data Communication Between Vehicles in a Fleet and a Fleet Management System	15496338	04/25/17	10536827	01/14/20	Patented	Avis Budget Car Rental LLC
Telematics System, Methods and Apparatus for Two-Way Data Communication Between Vehicles in a Fleet and a Fleet Management System	16742065	01/14/20			Pending	Avis Budget Car Rental LLC
Systems and methods for third party satellite radio activation and management	14057662	10/18/13	10592974	03/17/20	Patented	Avis Budget Car Rental LLC
Systems and methods for third party satellite radio activation and management	16821586	03/17/20			Pending	Avis Budget Car Rental LLC
System for managing fleet vehicle maintenance and repair	15934887	03/23/18			Pending	Avis Budget Car Rental LLC
Drone usage in connected user and connected fleet communication and interface systems	16256501	01/24/19			Pending	Avis Budget Car Rental LLC
Connected driver communications system and platform	15986360	05/22/18			Pending	Avis Budget Car Rental LLC
Connected user communication and interface system with shuttle tracking application	16178442	11/01/18			Pending	Avis Budget Car Rental LLC
Connected user communication and interface system with travel	15986528	05/22/18			Pending	Avis Budget Car Rental LLC

Patent Security Agreement

PATENT
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interruption service						
Connected fleet management system with low earth orbit satellite communications	15986375	05/22/18			Pending	Avis Budget Car Rental LLC
Distributed maintenance system and methods for connected fleet	16279899	02/19/19			Pending	Avis Budget Car Rental LLC
Connected user communication and interface system with mobile security and wireless access point devices	15986504	05/22/18			Pending	Avis Budget Car Rental LLC
Blockchain-based connected user communication and interface system	16/221,491	12/15/18			Pending	Avis Budget Car Rental LLC

Zipcar, Inc.

Client Name, Client Case #	Status, Filing Date, App. Serial No. Pub No. & Date	Pat/Reg No., Issue/Reg Date	Title
Zipcar, Inc.	Status: Patented Filed: 6/8/2010 Serial #: 12/796,574 Pub #: US-2011-0060480-A1 Pub Date: 3/10/2011	US Pat. 10,297,097 Issue: 5/21/2019	Title: MOBILE DEVICE APPLICATION FOR COMMUNICATING WITH VEHICLES
Zipcar, Inc.	Status: Pending Filed: 5/21/2019 Serial #: 16/418,028 Pub #: US-2020-0035049 Pub Date: 1/30/2020	N/A	Title: MOBILE DEVICE APPLICATION FOR COMMUNICATING WITH VEHICLES
Zipcar, Inc.	Status: Patented Filed: 2/8/2008 Serial #: 12/028,477 Pub #: US-2008-0228533-A1 Pub Date: 9/18/2008	US Pat. 9,576,254 Issue: 2/21/2017	Title: MULTI-TIERED FLEET MANAGEMENT CACHE
Zipcar, Inc.	Status: Pending (allowed) Filed: 2/8/2017 Serial #: 15/436,973 Pub #: US-2017-0161650 Pub Date: 1/8/2017	N/A	Title: MULTI-TIERED FLEET MANAGEMENT CACHE
Zipcar, Inc.	Status: Pending (allowed) Filed: 12/26/2012 Serial #: 13/726,847 Pub #: US-2013-0246102 Pub Date: 9/19/2013	N/A	Title: SYSTEM FOR IMPROVED VEHICLE LATE RETURN PREDICTION AND DETECTION
Zipcar, Inc.	Status: Pending Filed: 2/22/2013 Serial #: 13/774,311 Pub #: US-2013-0226633 Pub Date: 8/29/2013	N/A	Title: FLEXIBLE BOOKING OF A SHARED VEHICLE

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PATENT
REEL: 052755 FRAME: 0677

Client Name, Client Case #	Status, Filing Date, App. Serial No. Pub No. & Date	Pat/Reg No., Issue/Reg Date	Title
Zipcar, Inc.	Status: Patented Filed: 3/7/2013 Serial #: 13/788,836 Pub #: US-2013-0238167-A1 Pub Date: 9/12/2013	US Pat. 9,442,888 Issue: 9/13/2016	Title: APPARATUS AND METHODS FOR RENTING AND CONTROLLING OCCUPANCY OF A VEHICLE
Zipcar, Inc.	Status: Patented Filed: 9/12/2016 Serial #: 15/262,290 Pub #: US-2017-0008451-A1 Pub Date: 1/12/2017	US Pat. 10,081,298 Issue: 9/25/2018	Title: APPARATUS AND METHODS FOR RENTING AND CONTROLLING OCCUPANCY OF A VEHICLE
Zipcar, Inc.	Status: Pending Filed: 9/25/2018 Serial #: 16/141,060 Pub #: US-2019-0161002 Pub Date: 5/30/2019	N/A	Title: APPARATUS AND METHODS FOR RENTING AND CONTROLLING OCCUPANCY OF A VEHICLE
Zipcar, Inc.	Status: Patented (unpublished) Filed: 11/22/2013 Serial #: 14/087,666	US Pat. 8,841,987 Issue: 9/23/2014	Title: UPGRADE KIT FOR AN IGNITION KEY AND METHODS
Zipcar, Inc.	Status: Patented Filed: 8/18/2014 Serial #: 14/461,754 Pub #: US-2015-0145645-A1 Pub Date: 5/28/2015	US Pat. 10,068,402 Issue: 9/4/2018	Title: UPGRADE KIT FOR AN IGNITION KEY AND METHODS
Zipcar, Inc.	Status: Pending (allowed) Filed: 09/4/2018 Serial #: 16/120,544 Pub #: US-2019-0092282 Pub Date: 3/28/2019	N/A	Title: UPGRADE KIT FOR AN IGNITION KEY AND METHODS
Zipcar, Inc.	Status: Pending Filed 4/4/2105 Serial #: 14/686,219 Pub #: US- 2015-0294403-A1 Pub Date: 10/15/2015	NA	Title: SYSTEMS AND METHOD FOR VEHICLE FLEET SHARING

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