

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vibrant Media, Inc.		05/23/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Silicon Valley Bank		
Street Address:	3003 Tasman Drive		
City:	Santa Clara		
State/Country:	CALIFORNIA		
Postal Code:	95054-1191		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2959400	INTELLITXT	
Registration Number:	3291691	INTELLITXT	
Registration Number:	3775201	VIBRANT	
Registration Number:	3439076	VIBRANT MEDIA	
CORRESPONDENCE DATA			
Fax Number:	4156932222		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	4156932440		
Email:	crhem@cooley.com		
Correspondent Name:	Cooley LLP		
Address Line 1:	101 California Street, 5th Floor		
Address Line 4:	San Francisco, CALIFORNIA 94111		
ATTORNEY DOCKET NUMBER:	194491-1532 VIBRANT		
NAME OF SUBMITTER:	C. Rhem		

CH \$115.00 2959400

Signature:	/CR/
Date:	06/06/2013
Total Attachments: 9 source=Vibrant Media - IPSA#page1.tif source=Vibrant Media - IPSA#page2.tif source=Vibrant Media - IPSA#page3.tif source=Vibrant Media - IPSA#page4.tif source=Vibrant Media - IPSA#page5.tif source=Vibrant Media - IPSA#page6.tif source=Vibrant Media - IPSA#page7.tif source=Vibrant Media - IPSA#page8.tif source=Vibrant Media - IPSA#page9.tif	

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This **INTELLECTUAL PROPERTY SECURITY AGREEMENT** is entered into as of May 23, 2013, by and between **SILICON VALLEY BANK** ("Bank") and **VIBRANT MEDIA, INC.**, a Delaware corporation ("Grantor").

RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor dated as of the date hereof (as the same may be further amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used herein are used as defined in the Loan Agreement). Grantor wishes to grant to Bank a security interest in certain Copyrights, Trademarks, Patents, and Mask Works to secure the obligations of Grantor under the Loan Agreement.

B. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its obligations under the Loan Agreement, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property Collateral (including without limitation those Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Address of Grantor:

15th
565 Fifth Avenue, ~~X~~th Floor
New York, NY 10017
Attn: CFO

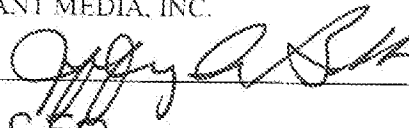
Address of Bank:

3003 Tasman Drive
Santa Clara, CA 95054-1191

Attn: _____

GRANTOR:

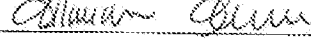
VIBRANT MEDIA, INC.

By:  _____

Title: CFO _____

BANK:

SILICON VALLEY BANK

By:  _____

Title: Vice President _____

EXHIBIT A
COPYRIGHTS

Description	Registration Number	Registration Date
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NONE

EXHIBIT B

PATENTS

Description	Patent / Application Number	Issue / Application Date
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SEE ATTACHMENTS

Docket No.	Client Ref	Country	Matter Type	Status	Matter Title	Application No.	Application Date	Pat./Reg. No.	Grant/Registration Date
099042-0003	VM-001PRO	United States of America	Patents	Expired	SYSTEMS AND METHODS FOR PROVIDING KEYWORD RELATED SEARCH RESULTS IN AUGMENTED CONTENT FOR TEXT ON A WEB PAGE	61/225409	7/11/2009	N/A	N/A
099042-0004	VM-001	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR PROVIDING KEYWORD RELATED SEARCH RESULTS IN AUGMENTED CONTENT FOR TEXT ON A WEB PAGE	12/835602	7/13/2010		
099042-0005	VM-002	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR AUGMENTING A KEYWORD OF A WEB PAGE WITH VIDEO CONTENT	12/826483	6/29/2010		
099042-0006	VM-003US	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR USING A BEHAVIOR HISTORY OF A USER TO AUGMENT CONTENT OF A WEBPAGE	12/905671	10/15/2010		
099042-0007	VM-004US	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR PROVIDING MODULAR CONFIGURABLE CREATIVE UNITS FOR DELIVERY VIA INTEXT ADVERTISING	12/826484	6/29/2010		
099042-0008	VM-005US	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR PROVIDING A HIERARCHY OF CACHE LAYERS OF DIFFERENT TYPES FOR INTEXT ADVERTISING	12/872640	8/31/2010		
099042-0009	VM-006US	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR PROVIDING MULTI-DIMENSIONAL RELEVANCE ORDERING OF AD CAMPAIGNS	61/707438	9/28/2012	N/A	N/A
099042-0010	VM-007US	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR RULE BASED INCLUSION OF PIXEL RETARGETING IN CAMPAIGN MANAGEMENT	12/872625	8/31/2010		
099042-0012	VM-010	United States of America	Patents	Pending	FRAUD PREVENTION AND DETECTION FOR ONLINE ADVERTISING	11/295754	12/6/2005		
099042-0013	VM-011	United States of America	Patents	Patented	METHOD AND SYSTEM FOR AUGMENTING WEB CONTENT	10/645313	8/20/2003	7257585	8/14/2007
099042-0014	VM-012US	United States of America	Patents	Patented	INTELLIGENT AUGMENTATION OF MEDIA CONTENT	12/033639	2/19/2008	7863558	12/14/2010
099042-0015	VM-013US	United States of America	Patents	Patented	LAYERED AUGMENTATION FOR WEB CONTENT	12/233540	9/18/2008	8122014	2/21/2012
099042-0016	VM-008	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR EXTENDED CONTENT HARVESTING FOR CONTEXTUALIZING	13/069256	3/22/2011		
099042-0017	VM-009US	United States of America	Patents	Pending	SYSTEMS AND METHODS FOR EXCLUDING SERVING AN ADVERTISEMENT CAMPAIGN TO UNDESIRABLE WEB PAGES	12/762125	4/16/2010		
099042-0018	VM-011AU	Australia	Patents	Inactive	METHOD AND SYSTEM FOR AUGMENTING WEB CONTENT	2004255005	7/1/2004		
099042-0019	VM-011EP	European Patent Office	Patents	Inactive	METHOD AND SYSTEM FOR AUGMENTING WEB CONTENT	04756575.9	7/1/2004		
099042-0020	VM-011KR	South Korea	Patents	Patented	METHOD AND SYSTEM FOR AUGMENTING WEB CONTENT	10-2005-7025307	7/1/2004	0819739	3/31/2008
099042-0021	VM-011NZ	New Zealand	Patents	Patented	METHOD AND SYSTEM FOR AUGMENTING WEB CONTENT	544469	7/1/2004	544469	2/8/2008
099042-0022	VM-011-CON	United States of America	Patents	Pending	METHOD AND SYSTEMS FOR AUGMENTING WEB CONTENT	12/718056	3/5/2010		

Docket No	Client Ref	Country	Matter Type	Status	Matter Title	Application No	Application Date	Pat./Reg. No.	Grant/Registration Date
099042-0046	VM-011EPDV	European Patent Office	Patents	Pending	METHOD AND SYSTEM FOR AUGMENTING WEB CONTENT	10075669.1	7/1/2004		
099042-0047	VM-012CON	United States of America	Patents	Patented	INTELLIGENT AUGMENTATION OF MEDIA CONTENT	12/940641	11/5/2010	8131767	3/6/2012
099042-0048	VM-012CON2	United States of America	Patents	Pending	INTELLIGENT AUGMENTATION OF MEDIA CONTENT	13/032434	2/22/2011		
099042-0049	VM-015PR	United States of America	Patents	Expired	SYSTEMS AND METHODS FOR INVISIBLE AREA DETECTION AND CONTEXTUALIZATION	61/470768	4/1/2011	N/A	N/A
099042-0050	VM-009PC	P.C.T.	Patents	Inactive	SYSTEMS AND METHODS FOR EXCLUDING SERVING AN ADVERTISEMENT CAMPAIGN TO UNDESIRE WEB PAGES	PCT/US2011/032334	4/13/2011	N/A	N/A
099042-0051	VM-009EP	European Patent Office	Patents	Pending	SYSTEMS AND METHODS FOR EXCLUDING SERVING AN ADVERTISEMENT CAMPAIGN TO UNDESIRE WEB PAGES	11730117.6	4/13/2011		
099042-0104	VM-005PC	P.C.T.	Patents	Pending	SYSTEMS AND METHODS FOR PROVIDING A HIERARCHY OF CACHE LAYERS OF DIFFERENT TYPES FOR INTEXT ADVERTISING	PCT/US2011/049575	8/29/2011	N/A	N/A
099042-0104EP	VM-005PC	European Patent Office	Patents	Not yet filed	SYSTEMS AND METHODS FOR PROVIDING A HIERARCHY OF CACHE LAYERS OF DIFFERENT TYPES FOR INTEXT ADVERTISING				
099042-0105	VM-007PC	P.C.T.	Patents	Pending	SYSTEMS AND METHODS FOR RULE BASED INCLUSION OF PIXEL RETARGETING IN CAMPAIGN MANAGEMENT	PCT/US2011/049576	8/29/2011	N/A	N/A
099042-0105EP	VM-007PC	European Patent Office	Patents	Not yet filed	SYSTEMS AND METHODS FOR RULE BASED INCLUSION OF PIXEL RETARGETING IN CAMPAIGN MANAGEMENT				
099042-0108		P.C.T.	Patents	Pending	SYSTEM AND METHODS FOR CONTEXTUALIZING A TOOLBAR, AN IMAGE AND INLINE MOBILE BANNER ADVERTISING	61/434711	1/20/2011	N/A	N/A
099042-0200	VM-014PR	United States of America	Patents	Expired	SYSTEMS AND METHODS FOR PROVIDING A DISCOVER PROMPT TO AUGMENTED CONTENT OF A WEB PAGE				
099042-0201		United States of America	Patents	Pending	SYSTEMS AND METHODS FOR CONTEXTUALIZING A TOOLBAR	13/222955	8/31/2011		
099042-0202		United States of America	Patents	Pending	SYSTEMS AND METHODS FOR CONTEXTUALIZING SERVICES FOR IMAGES	13/222996	8/31/2011		
099042-0203	VM-002	P.C.T.	Patents	Inactive	SYSTEMS AND METHODS FOR AUGMENTING A KEYWORD OF A WEB PAGE WITH VIDEO CONTENT	PCT/US2011/042228	6/28/2011	N/A	N/A
099042-0203EP	VM-002	European Patent Office	Patents	Inactive	SYSTEMS AND METHODS FOR AUGMENTING A KEYWORD OF A WEB PAGE WITH VIDEO CONTENT				
099042-0204	VM-004PC	P.C.T.	Patents	Inactive	SYSTEMS AND METHODS FOR PROVIDING MODULAR CONFIGURABLE CREATIVE UNITS FOR DELIVERY VIA INTEXT ADVERTISING	PCT/US2011/042232	6/28/2011	N/A	N/A
099042-0204EP	VM-004US	European Patent Office	Patents	Inactive	SYSTEMS AND METHODS FOR PROVIDING MODULAR CONFIGURABLE CREATIVE UNITS FOR DELIVERY VIA INTEXT ADVERTISING				

EXHIBIT C
TRADEMARKS

Description	Registration/ Serial Number	Registration/ Application Date
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SEE ATTACHMENTS

**Vibrant Media Inc.
Trademark Summary Report
March 5, 2013**

Trademark	Country	Owner	Class	App. Date	App. #	Reg. Date	Reg. #	Renewal Date	Status
INTELLIXT	China	Vibrant Media Inc.	09	09/15/2006	5608261	08/14/2009	5608261	08/13/2019	Registered
INTELLIXT	China	Vibrant Media Inc.	35	09/15/2006	5608260	10/14/2009	5608260	10/13/2019	Registered
INTELLIXT	European Union	Vibrant Media Inc.	09, 35, 42	09/04/2006	005291737	11/07/2007	005291737	09/30/2016	Registered
INTELLIXT	Japan	Vibrant Media Inc.	09, 35, 42	09/01/2006	2006081559	10/23/2009	5274690	10/23/2019	Registered
INTELLIXT	United States	Vibrant Media Inc.	09	07/08/2003	78271611	06/07/2005	2959400	06/07/2015	Registered
INTELLIXT	United States	Vibrant Media Inc.	35, 42	05/04/2005	78623091	09/11/2007	3291691	09/11/2017	Registered
VIBRANT	United States	Vibrant Media Inc.	35, 42	10/11/2007	77302359	04/13/2010	3775201	04/13/2020	Registered
VIBRANT MEDIA	China	Vibrant Media Inc.	09	09/15/2006	5608264	08/14/2009	5608264	08/13/2019	Registered
VIBRANT MEDIA	China	Vibrant Media Inc.	35	09/15/2006	5608263	02/21/2012	5608263	02/20/2022	Registered
VIBRANT MEDIA	China	Vibrant Media Inc.	42	09/15/2006	5608262	10/14/2009	5608262	10/13/2019	Registered
VIBRANT MEDIA	European Union	Vibrant Media Inc.	09, 35, 42	09/04/2006	005291729	10/24/2007	005291729	09/04/2016	Registered
VIBRANT MEDIA	Japan	Vibrant Media Inc.	09, 35, 42	09/01/2006	200681558	10/23/2009	5274689	10/23/2019	Registered
VIBRANT MEDIA	United Kingdom	Vibrant Media Inc.	09, 35, 38, 42	12/08/2000	2255315	12/28/2001	2255315	12/08/2020	Registered
VIBRANT MEDIA	United States	Vibrant Media Inc.	35, 42	03/07/2007	77125148	06/03/2008	3439076	06/03/2018	Registered

Attorney/Client Privileged - Confidential

EXHIBIT D
MASK WORKS

Description	Registration/ Application Number	Registration/ Application Date
None		