

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM333341

| | | | |
|---|-------------------------------------|-----------------------|---------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| QuickPlay Media Inc. | | 02/25/2015 | CORPORATION: CANADA |
| RECEIVING PARTY DATA | | | |
| Name: | ORIX Ventures, LLC | | |
| Street Address: | 245 Park Avenue | | |
| Internal Address: | 19th Floor | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10167 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 6 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3990519 | PRIMETIME2GO | |
| Registration Number: | 4119061 | QUICKPLAY MEDIA | |
| Registration Number: | 3814547 | QUICK PLAY MEDIA | |
| Registration Number: | 4281646 | QUICKPLAY MEDIA | |
| Serial Number: | 86378840 | Q | |
| Serial Number: | 85851604 | TVX | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 8602758299 | | |
| <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: | 860-275-8285 | | |
| Email: | jscheib@rc.com | | |
| Correspondent Name: | Jacqueline P. Scheib | | |
| Address Line 1: | 280 Trumbull Street | | |
| Address Line 2: | Robinson & Cole LLP | | |
| Address Line 4: | Hartford, CONNECTICUT 06103 | | |
| NAME OF SUBMITTER: | Jacqueline P. Scheib | | |
| SIGNATURE: | /Jacqueline P. Scheib/ | | |
| DATE SIGNED: | 02/26/2015 | | |

OP \$165.00 3990519

Total Attachments: 4

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

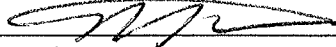
Please be advised that pursuant to the Intellectual Property Security Agreement dated as of February 25, 2015 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement"), by and between QuickPlay Media Inc. (the "Debtor") and ORIX Ventures, LLC (the "Creditor"), the undersigned Debtor has granted a continuing security interest in and continuing lien upon the trademarks shown on Schedule 1 attached hereto to the Creditor.

The undersigned Debtor and the Creditor hereby acknowledge and agree that the security interest in the foregoing trademarks (a) may only be terminated in accordance with the terms of that certain Loan and Security Agreement between Debtor and Creditor dated as of the date hereof, and (b) is not to be construed as an assignment of any trademark or trademark application.

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Very truly yours,

QUICKPLAY MEDIA INC.

By: 
Name: ROLAND TAYLOR
Title: GENERAL COUNSEL
& CORPORATE SECRETARY

Acknowledged and Accepted:

ORIX VENTURES, LLC

By: _____
Name:
Title:

[Signature Page to Notice of Grant of Security Interest in U.S. Trademarks]

TRADEMARK
REEL: 005466 FRAME: 0739

Very truly yours,

QUICKPLAY MEDIA INC.

By: _____

Name:

Title:

Acknowledged and Accepted:

ORIX VENTURES, LLC

By: _____

Name: Mark Campbell

Title: Authorized Representative



[Signature Page to Notice of Grant of Security Interest in U.S. Trademarks]

TRADEMARK
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SCHEDULE 1

TRADEMARK REGISTRATIONS

Owner: QuickPlay Media Inc., a Canadian corporation

| Trademark | Country | Registration Number | Registration Date |
|--|----------------|----------------------------|--------------------------|
| PRIMETIME2GO | United States | 3,990,519 | July 5, 2011 |
| QUICKPLAY MEDIA | United States | 4,119,061 | March 27, 2012 |
| QUICKPLAY MEDIA and Design  | United States | 3,814,547 | July 6, 2010 |
| QUICKPLAY MEDIA and Design QuickPlay MEDIA  | United States | 4,281,646 | January 29, 2013 |

TRADEMARK APPLICATIONS

Owner: QuickPlay Media Inc., a Canadian corporation

| Trademark | Country | Application Number | Application Date |
|------------------|----------------|---------------------------|-------------------------|
| Q (Stylized) | United States | 86/378,840 | August 27, 2014 |
| TVX | United States | 85/851,604 | February 15, 2013 |