

900461291 08/07/2018

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM484983

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sizmek Technologies, Inc.		08/06/2018	Corporation:
Rocket Fuel Inc.		08/06/2018	Corporation:

RECEIVING PARTY DATA

Name:	Cerberus Business Finance, LLC
Street Address:	875 Third Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Registration Number:	2232558	ENLIVEN
Registration Number:	2357310	SUPERSTITIAL
Registration Number:	2371539	UNICAST
Registration Number:	3010428	VIDEOSTITIAL
Registration Number:	4082612	PEER39
Registration Number:	4295840	EYEBLASTER
Registration Number:	4402365	PAGE LEVEL INTELLIGENCE
Registration Number:	4778053	SIZMEK
Registration Number:	4787181	MDX
Registration Number:	5073983	MARKETING THAT LEARNS
Registration Number:	5110180	ROCKET FUEL
Registration Number:	4334659	MOMENTS OF INFLUENCE
Registration Number:	4236217	AUDIENCE ACCELERATOR
Registration Number:	4042162	ROCKET FUEL CONNECT
Registration Number:	4034976	CAMPAIGNS RUN BETTER ON ROCKET FUEL
Registration Number:	3997440	WE'RE BRINGING ROCKET SCIENCE TO DIGITAL
Registration Number:	3993878	ROCKETFUEL
Registration Number:	4001908	TRUELIFT

OP \$840.00 2232558

Property Type	Number	Word Mark
Registration Number:	3993064	SOCIAL BOOSTER
Registration Number:	3993067	AUDIENCE BOOSTER
Registration Number:	3993069	RETARGETING BOOSTER
Registration Number:	3993070	SEARCH BOOSTER
Registration Number:	3985363	INSIGHTS BOOSTER
Registration Number:	3993071	VIDEO BOOSTER
Registration Number:	3993073	MOBILE BOOSTER
Registration Number:	3993075	HOLIDAY SHOPPING BOOSTER
Registration Number:	3993076	AUTO BOOSTER
Registration Number:	3993088	FASHION BOOSTER
Registration Number:	3993090	HOTEL CASINO BOOSTER
Registration Number:	3952676	DIRECT RESPONSE BOOSTER
Registration Number:	3952678	DR BOOSTER
Registration Number:	3648573	ROCKET FUEL
Registration Number:	4344067	ADVERTISING THAT LEARNS

CORRESPONDENCE DATA

Fax Number: 3104074090

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.

Email: rsmith@ktbslaw.com

Correspondent Name: Robert Smith

Address Line 1: 1999 Avenue of the Stars, 39th Floor

Address Line 4: Los Angeles, CALIFORNIA 90049

NAME OF SUBMITTER: Robert Smith

SIGNATURE: /rjs/

DATE SIGNED: 08/07/2018

Total Attachments: 4

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ASSIGNMENT FOR SECURITY - - TRADEMARKS

August 6, 2018

WHEREAS, Sizmek Technologies, Inc., a Delaware corporation, and Rocket Fuel Inc., a Delaware corporation (collectively, the “Assignor”) has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the “Trademarks”), which for the avoidance of doubt shall not include any intent-to-use United States trademark applications for which an amendment to allege use or statement of use has not been filed under 15 U.S.C. § 1051(c) or 15 U.S.C. § 1051(d), respectively, or if filed, has not been deemed in conformance with 15 U.S.C. § 1051(a) or examined and accepted, respectively, by the United States Patent and Trademark Office;

WHEREAS, the Assignor has entered into a Pledge and Security Agreement (Third Lien), dated August 6, 2018 (together with all exhibits and schedules thereto, as amended, restated, supplemented, modified or otherwise changed from time to time, the “Security Agreement”), in favor of Cerberus Business Finance, LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the “Assignee”); and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Secured Parties (as defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the “Trademark Collateral”), to secure the payment, performance and observance of the Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee and the Secured Parties a continuing security interest in the Trademark Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. To the extent there is any conflict between the provisions of this Assignment for Security and the Security Agreement, the Security Agreement shall control.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first written above.


SIZMEK TECHNOLOGIES, INC.

By:


Name: Mark Grether
Title: President

ROCKET FUEL INC.

By:


Name: Mark Grether
Title: President

[Signature Page to Assignment for Security - Trademark (Third Lien)]

TRADEMARK
REEL: 006415 FRAME: 0004

SCHEDULE A TO ASSIGNMENT FOR SECURITY

Mark	Reg. Number	Reg. Date	Owner
ENLIVEN	2,232,558	3/16/1999	Sizmek Technologies, Inc.
SUPERSTITIAL	2,357,310	6/13/2000	Sizmek Technologies, Inc.
UNICAST	2,371,539	7/25/2000	Sizmek Technologies, Inc.
VIDEOSTITIAL	3,010,428	11/1/2005	Sizmek Technologies, Inc.
PEER39	4,082,612	1/10/2012	Sizmek Technologies, Inc.
EYEBLASTER	4,295,840	2/13/2013	Sizmek Technologies Ltd.
PAGE LEVEL INTELLIGENCE	4,402,365	9/17/2013	Sizmek Technologies, Inc.
Sizmek	4,778,053	7/21/2015	Sizmek Technologies, Inc.
MDX	4,787,181	8/4/2015	Sizmek Technologies, Inc.
MARKETING THAT LEARNS	5073983	11/1/2016	Rocket Fuel Inc.
ROCKET FUEL	5110180	12/27/2016	Rocket Fuel Inc.
MOMENTS OF INFLUENCE	4334659	5/14/2013	Rocket Fuel Inc.
ADVERTISING THAT LEARNS	4344067	5/28/2013	Rocket Fuel Inc.
AUDIENCE ACCELERATOR	4236217	11/6/2012	Rocket Fuel Inc.
ROCKET FUEL CONNECT	4042162	10/18/2011	Rocket Fuel Inc.
CAMPAIGNS RUN BETTER ON ROCKET FUEL.	4034976	10/4/2011	Rocket Fuel Inc.
WE'RE BRINGING ROCKET SCIENCE TO DIGITAL ADVERTISING	3997440	7/19/2011	Rocket Fuel Inc.
ROCKETFUEL	3993878	7/12/2011	Rocket Fuel Inc.
TRUELIFT	4001908	7/26/2011	Rocket Fuel Inc.
SOCIAL BOOSTER	3993064	7/12/2011	Rocket Fuel Inc.
AUDIENCE BOOSTER	3993067	7/12/2011	Rocket Fuel Inc.
RETARGETING BOOSTER	3993069	7/12/2011	Rocket Fuel Inc.
SEARCH BOOSTER	3993070	7/12/2011	Rocket Fuel Inc.
INSIGHTS BOOSTER	3985363	6/28/2011	Rocket Fuel Inc.
VIDEO BOOSTER	3993071	7/12/2011	Rocket Fuel Inc.

Mark	Reg. Number	Reg. Date	Owner
MOBILE BOOSTER	3993073	7/12/2011	Rocket Fuel Inc.
HOLIDAY SHOPPING BOOSTER	3993075	7/12/2011	Rocket Fuel Inc.
AUTO BOOSTER	3993076	7/12/2011	Rocket Fuel Inc.
FASHION BOOSTER	3993088	7/12/2011	Rocket Fuel Inc.
HOTEL CASINO BOOSTER	3993090	7/12/2011	Rocket Fuel Inc.
DIRECT RESPONSE BOOSTER	3952676	4/26/2011	Rocket Fuel Inc.
DR BOOSTER	3952678	4/26/2011	Rocket Fuel Inc.
ROCKET FUEL	3648573	6/30/2009	Rocket Fuel Inc.