

<b>TRADEMARK ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM613424

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF SECURITY INTEREST - - TRADEMARKS

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Kibo Software, Inc.		12/09/2020	Corporation: DELAWARE
Monetate, Inc.		12/09/2020	Corporation: DELAWARE
Shopatron, LLC		12/09/2020	Limited Liability Company: CALIFORNIA
Certona Corporation		12/09/2020	Corporation: DELAWARE

**RECEIVING PARTY DATA**

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

**PROPERTY NUMBERS Total: 24**

Property Type	Number	Word Mark
<b>Serial Number:</b>	87701894	K
<b>Serial Number:</b>	87321258	RTI
<b>Serial Number:</b>	87321265	SELL EVERYWHERE. FULFILL ANYWHERE.
<b>Serial Number:</b>	87321262	REAL-TIME INDIVIDUALIZATION
<b>Serial Number:</b>	86864950	KIBO
<b>Serial Number:</b>	86809952	INTELLIGENT SELLING
<b>Serial Number:</b>	86050011	INSIGHTFUL COMMERCE
<b>Serial Number:</b>	85892219	MOZU
<b>Serial Number:</b>	85892198	MOZU
<b>Serial Number:</b>	85624104	MOZU
<b>Serial Number:</b>	78636485	BAYNOTE
<b>Serial Number:</b>	77874682	SHOPATRON
<b>Serial Number:</b>	77874698	ONBLOCKS
<b>Serial Number:</b>	87728187	RESONANCE
<b>Serial Number:</b>	87728099	CERTONA
<b>Serial Number:</b>	76001721	N- S P A C E T E C H N O L O G Y

**TRADEMARK**

Property Type	Number	Word Mark
Serial Number:	88604516	M3Q
Serial Number:	88138987	MONETATE INTELLIGENT RECOMMENDATIONS
Serial Number:	88496819	M
Serial Number:	88496838	M
Serial Number:	88496803	M
Serial Number:	88496793	MONETATE
Serial Number:	88496790	GROW MORE OF YOUR CUSTOMERS INTO YOUR BE
Serial Number:	77410536	MONETATE

**CORRESPONDENCE DATA**

**Fax Number:** 2125935955  
*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:** 2127562132  
**Email:** scott.kareff@srz.com  
**Correspondent Name:** S. Kareff c/o Schulte Roth & Zabel LLP  
**Address Line 1:** 919 Third Avenue  
**Address Line 2:** 25th Floor  
**Address Line 4:** New York, NEW YORK 10022

<b>ATTORNEY DOCKET NUMBER:</b>	014951-2004
<b>NAME OF SUBMITTER:</b>	Scott Kareff (014951-2004)
<b>SIGNATURE:</b>	/kc for sk/
<b>DATE SIGNED:</b>	12/09/2020

**Total Attachments: 5**  
source=Kibo - Trademark Security Agreement#page1.tif  
source=Kibo - Trademark Security Agreement#page2.tif  
source=Kibo - Trademark Security Agreement#page3.tif  
source=Kibo - Trademark Security Agreement#page4.tif  
source=Kibo - Trademark Security Agreement#page5.tif

ASSIGNMENT OF SECURITY INTEREST - - TRADEMARKS

December 9, 2020

WHEREAS, Kibo Software, Inc., Monetate, Inc., Shopatron, LLC and Certona Corporation (each, an "Assignor" and collectively, the "Assignors") 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");

WHEREAS, each Assignor has entered into a Pledge and Security Agreement, dated December 9, 2020 (as amended, restated, amended and restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"; capitalized terms used herein and not otherwise defined herein having the respective meanings assigned to them in the Security Agreement or the Financing Agreement (as defined in the Security Agreement), as applicable, in favor of Cerberus Business Finance Agency, LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and permitted assigns, if any, the "Assignee"); and

WHEREAS, pursuant to the Security Agreement, each 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 each 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 "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

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

Each Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the 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. In the event that any provision of this Assignment is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

[Signature pages follow]

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

ASSIGNORS:

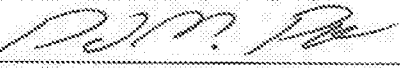
**KIBO SOFTWARE, INC.,**  
a Delaware corporation

By:   
Name: David M. Post  
Title: Chief Executive Officer


**MONETATE, INC.,**  
a Delaware corporation

By:   
Name: David M. Post  
Title: Chief Executive Officer

**SHOPATRON, LLC,**  
a California limited liability company

By:   
Name: David M. Post  
Title: Chief Executive Officer


**CERTONA CORPORATION,**  
a Delaware corporation

By:   
Name: David M. Post  
Title: Chief Executive Officer

[Trademark Security Agreement]

COLLATERAL AGENT:

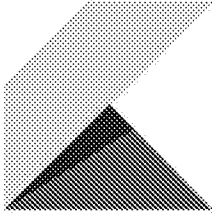


**CERBERUS BUSINESS FINANCE AGENCY,  
LLC**


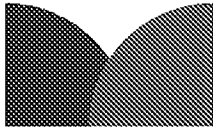

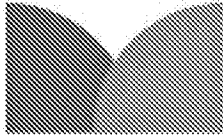
By:  \_\_\_\_\_

Name: Daniel E. Wolf

Title: Senior Managing Director

SCHEDULE A TO ASSIGNMENT OF SECURITY INTEREST

<b>Owner</b>	<b>Trademark</b>	<b>Country</b>	<b>Status</b>	<b>Appl. No. / Appl. Date</b>	<b>Reg. No. / Reg. Date</b>
Kibo Software, Inc.		US	Registered	87701894 11/29/2017	5664547 01/29/2019
Kibo Software, Inc.	RTI	US	Registered	87321258 02/01/2017	5426012 03/20/2018
Kibo Software, Inc.	SELL EVERYWHERE. FULFILL ANYWHERE.	US	Registered	87321265 02/01/2017	5424812 03/13/2018
Kibo Software, Inc.	REAL-TIME INDIVIDUALIZATION	US	Registered	87321262 02/01/2017	5356820 12/12/2017
Kibo Software, Inc.	KIBO	US	Registered	86864950 01/04/2016	5370630 01/02/2018
Kibo Software, Inc.	INTELLIGENT SELLING	US	Registered	86809952 11/04/2015	4996805 07/12/2016
Kibo Software, Inc.	INSIGHTFUL COMMERCE	US	Registered	86050011 08/28/2013	4829672 10/13/2015
Kibo Software, Inc.		US	Registered	85892219 04/01/2013	4909137 03/01/2016
Kibo Software, Inc.		US	Registered	85892198 04/01/2013	4851615 11/10/2015
Kibo Software, Inc.	Mozu	US	Registered	85624104 05/14/2012	4918385 03/15/2016
Kibo Software, Inc.	BAYNOTE	US	Registered	78636485 05/24/2005	3234862 04/24/2007
Kibo Software, Inc.	SHOPATRON	US	Registered	77874682 11/17/2009	3814084 07/06/2010
Kibo Software, Inc.	ONBLOCKS	US	Registered	77874698 11/17/2009	3814087 07/06/2010
Certona Corporation	RESONANCE	US	Registered	87728187 12/20/2017	5529323 07/31/2018

Owner	Trademark	Country	Status	Appl. No. / Appl. Date	Reg. No. / Reg. Date
Certona Corporation	CERTONA	US	Registered	87728099 12/20/2017	5524475 07/24/2018
Certona Corporation		US	Registered	76001721 03/16/2020	2499842 10/23/2001
Monetate, Inc.	M3Q	US	Pending <b>(Intent to Use)</b>	88604516 09/04/2019	N/A
Monetate, Inc.	MONETATE INTELLIGENT RECOMMENDATIONS	US	Pending <b>(Intent to Use)</b>	88138987 10/01/2018	N/A
Monetate, Inc.		US	Pending <b>(Intent to Use)</b>	88496819 07/01/2019	N/A
Monetate, Inc.		US	Pending <b>(Intent to Use)</b>	88496838 07/01/2019	N/A
Monetate, Inc.		US	Pending <b>(Intent to Use)</b>	88496803 07/01/2019	N/A
Monetate, Inc.	MONETATE	US	Pending <b>(Intent to Use)</b>	88496793 07/01/2019	N/A
Monetate, Inc.	GROW MORE OF YOUR CUSTOMERS INTO YOUR BEST CUSTOMERS	US	Pending <b>(Intent to Use)</b>	88496790 07/01/2019	N/A
Monetate, Inc.	MONETATE	US	Registered	77410536 03/01/2008	3729141 12/22/2009