

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM464616

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Biolase, Inc.		03/06/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Western Alliance Bank		
Street Address:	55 Almaden Blvd.		
Internal Address:	Ste. 100		
City:	San Jose		
State/Country:	CALIFORNIA		
Postal Code:	95113		
Entity Type:	Corporation: ARIZONA		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Serial Number:	77570444	WATERLASE DENTISTRY	
Serial Number:	87124429	EPIC PRO	
Serial Number:	87103870	WATERLASE EXPRESS	
Serial Number:	86273003	PEDOLASE	
Serial Number:	85140266	I-LASE	
Serial Number:	85140216	IPLUS	
Serial Number:	85515251	EPIC	
Serial Number:	77567208	WCLI	
Serial Number:	77567196	WORLD CLINICAL LASER INSTITUTE	
Serial Number:	77115446	EZLASE	
Serial Number:	77152392	COMFORTPULSE	
Serial Number:	77185280	WATERLASE MD	
Serial Number:	77115385	EZTIPS	
Serial Number:	77115378	EZLASE	
Serial Number:	77179623	WATERLASE DENTISTRY	
Serial Number:	77185283	ZIPTIP	
Serial Number:	76136329	WATERLASE	
Serial Number:	75225134	BIOLASE	

OP \$490.00 77570444

Property Type	Number	Word Mark
Serial Number:	76355415	BIOLASE

CORRESPONDENCE DATA

Fax Number: 7033826486
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: 7033826485
Email: DHall@VLPLawGroup.com
Correspondent Name: Davis Hall
Address Line 1: 1029 N Stuart Street, Unit 200
Address Line 4: Arlington, VIRGINIA 22201

NAME OF SUBMITTER:	Davis Hall
SIGNATURE:	/DavisHall/
DATE SIGNED:	03/07/2018

Total Attachments: 13
source=WAB_Biolase_Intellectual Property Security Agreement (Parent)_Executed_3-6-18#page1.tif
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT, dated as of March 6, 2018 (the "Agreement") between WESTERN ALLIANCE BANK, an Arizona corporation ("Lender") and BIOLASE, INC., a Delaware corporation ("**Grantor**"), is made with reference to the Business Financing Agreement, dated as of March 6, 2018, among Lender, Grantor, BL Acquisition Corp., and BL Acquisition II Inc. (as amended from time to time, the "Loan Agreement"). Terms defined in the Loan Agreement have the same meaning when used in this Agreement.

For good and valuable consideration, receipt of which is hereby acknowledged, Grantor hereby covenants and agrees as follows:

To secure the Obligations under the Loan Agreement, Grantor grants to Lender a security interest in all right, title, and interest of Grantor in any of the following, whether now existing or hereafter acquired or created in any and all of the following property (collectively, the "Intellectual Property Collateral"):

(a) copyright rights, copyright applications, copyright registrations and like protections in each work or authorship and derivative work thereof, whether published or unpublished and whether or not the same also constitutes a trade secret, now or hereafter existing, created, acquired or held (collectively, the "Copyrights"), including the Copyrights described in Exhibit A;

(b) trademark and service mark rights, whether registered or not, applications to register and registrations of the same and like protections, and the entire goodwill of the business of Borrower connected with and symbolized by such trademarks (collectively, the "Trademarks"), including the Trademarks described in Exhibit B;

(c) patents, patent applications and like protections including without limitation improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same (collectively, the "Patents"), including the Patents described in Exhibit C;

(d) mask work or similar rights available for the protection of semiconductor chips or other products (collectively, the "Mask Works");

(e) trade secrets, and any and all intellectual property rights in computer software and computer software products;

(f) design rights;

(g) claims for damages by way of past, present and future infringement of any of the rights included above, with the right, but not the obligation, to sue for and collect such damages for said use or infringement of the intellectual property rights identified above;

(h) licenses or other rights to use any of the Copyrights, Patents, Trademarks, or Mask Works, and all license fees and royalties arising from such use to the extent permitted by such license or rights;

(i) amendments, renewals and extensions of any of the Copyrights, Trademarks, Patents, or Mask Works; and

(j) proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing.

The rights and remedies of Lender with respect to the security interests granted hereunder are in addition to those set forth in the Loan Agreement, and those which are now or hereafter available to Lender as a matter of law or equity. Each right, power and remedy of Lender provided for herein or in the Loan Agreement, 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 Lender of any one or more of such rights, powers or remedies does not preclude the simultaneous or later exercise by Lender of any other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTOR:

BIOLASE, INC.

LENDER:

WESTERN ALLIANCE BANK, an Arizona corporation

By: John R. Beaver

By: _____

Name: John R. Beaver

Name: _____

Title: SVP + CFO

Title: _____

Address for Notices:

Biolase, Inc.
4 Cromwell
Irvine, CA 92618

Fax: _____
Email: BOCONNELL@Biolase.com
Attn: Brendan O'Connell

Address for Notices:

Bridge Bank, a division of Western Alliance Bank
3200 Park Center Drive, Suite 350
Costa Mesa, CA 92626

Attn: Victor Le
Tel: (949) 438-4014
Fax: (949) _____

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTOR:

BIOLASE, INC.

By: _____

Name: _____

Title: _____

Address for Notices:

Biolase, Inc.

4 Cromwell

Irvine, CA 92618

Fax: _____

Email: _____

Attn: Brendan O'Connell

LENDER:

WESTERN ALLIANCE BANK, an Arizona corporation

By:  _____

Name: Victor Le _____

Title: VP _____

Address for Notices:

Bridge Bank, a division of Western Alliance Bank

3200 Park Center Drive, Suite 350

Costa Mesa, CA 92626

Attn: Victor Le

Tel: (949) 438-4014

Fax: (949) _____

EXHIBIT A
COPYRIGHTS

Please Check if No Copyrights Exist

<u>Type of Work:</u>	<u>Title:</u>	<u>International Standard Serial Number (ISSN):</u>	<u>Registration Number:</u>	<u>Filing Date:</u>	<u>Pre - registered?</u>
Visual Material	ezlase		VA0001651282	01/16/2009	
Visual Material	Waterlase MD photograph 7/2005		VA0001651280	01/16/2009	

EXHIBIT B
TRADEMARKS

Please Check if No Trademarks Exist

<u>Mark / Title:</u>	<u>U.S. Serial Number:</u>	<u>U.S. Registration Number:</u>	<u>USPTO Reference Number:</u>	<u>Filing Date:</u>
WATERLASE DENTISTRY	77570444	3822549		09/15/2008
EPIC PRO	87124429	5292538		08/02/2016
WATERLASE EXPRESS	87103870	5292447		07/14/2016
PEDOLASE	86273003			05/06/2014
I-LASE	85140266	4099882		09/28/2010
IPLUS	85140216	4081050		09/28/2010
EPIC	85515251	4448330		12/12/2012
WCLI	77567208	3768531		09/10/2008
WORLD CLINICAL LASER INSTITUTE	77567196	3711090		09/10/2008
EZLASE	77115446	3489443		02/24/2007
COMFORTPULSE	77152392	3595452		04/09/2007
WATERLASE MD	77185280	3587923		05/18/2007
EZTIPS	77115385	3463347		02/24/2007
EZLASE	77115378	3454749		02/23/2007
WATERLASE DENTISTRY	77179623	3521567		05/13/2007
ZIPTIP	77185283	3513413		05/18/2007
WATERLASE	76136329	2660361		09/26/2000
BIOLASE	75225134	2535143		01/13/1997
BIOLASE	76355415	2699819		01/05/2002

EXHIBIT C

PATENTS

Please Check if No Patents Exist

<u>Title:</u>	<u>Patent Number:</u>	<u>Application Serial Number:</u>	<u>Issued or Published?</u>	<u>Issue Date:</u>
PROBES AND BIOFLUIDS FOR TREATING AND REMOVING DEPOSITS FROM TISSUE SURFACES	8221117	12234593		09/19/2008
METHODS FOR TREATING EYE CONDITIONS WITH LOW-LEVEL LIGHT THERAPY	8544473	12204638		09/04/2008
PRE-INITIATED OPTICAL FIBERS AND METHODS OF MAKING THEREOF		15785261		10/16/2017
DENTAL LASER SYSTEM AND METHOD		15655164		07/20/2017
SYSTEM AND METHOD FOR CONTROLLING MULTIPLE LASERS USING A GRAPHICAL USER INTERFACE		15642154		07/05/2017
Systems and Methods for Disruption of an Eye Lens		14746794		06/22/2015
System and Method for Controlling Multiple Lasers Using a Graphical User Interface	9696893	14735020		06/09/2015
DENTAL LASER INTERFACE SYSTEM AND METHOD	9864485	14666287		03/23/2015

Pre-Initiated Optical Fibers for Medical Applications	9788899	14628083		02/20/2015
MULTIPLE BEAM LASER TREATMENT DEVICE		14610650		01/30/2015
DUAL WAVELENGTH LASER TREATMENT DEVICE		14587955		12/31/2014
Disposable laser handpiece	D713538	D475593		12/04/2013
Pressure Wave Root Canal Cleaning System		14617593		02/09/2015
Dental Laser Unit with Communication Link to Assistance Center		14204773		03/11/2014
Dual Wavelength Endodontic Treatment		14160996		01/22/2014
Eyelid Treatment Device		13837983		03/15/2013
Handpiece Assembly for Laser Treatment Device	9867997	14060877		10/23/2013
Handpiece Finger Switch for Actuation of Handheld Medical Instrumentation	8653392	13956989		08/01/2013
Methods for Treating Hyperopia and Presbyopia via Laser Tunneling	8603079	13757169		02/01/2013
Disposable laser handpiece	D701971	D418426		
SYSTEM AND METHOD FOR CONTROLLING MULTIPLE LASERS USING A GRAPHICAL USER INTERFACE	9052805	13654944		10/18/2012

Surgical Laser Cutting Device		13633967		10/03/2012
Methods for Treating Eye Conditions	8827990	13630971		09/28/2012
Systems and Methods for Disruption of an Eye Lens	9060845	13633505		10/02/2012
METHODS FOR TREATING EYE CONDITIONS		13607722		09/08/2012
FLUID CONTROLLER	8485818	13369193		02/08/2012
TAPERED FUSED WAVEGUIDE FOR TEETH WHITENING	8439904	13209339		08/12/2011
Initiation sequences for ramping-up pulse power in a medical laser having high-intensity leading subpulses	8821483	13283458		10/27/2011
METHODS FOR TREATING EYE CONDITIONS	8448645	13169357		10/20/2011
METHODS FOR TREATING EYE CONDITIONS	8602033	13009266		01/19/2011
METHODS FOR TREATING EYE CONDITIONS	8276593	13069257		03/22/2011
HANDPIECE FINGER SWITCH FOR ACTUATION OF HANDHELD MEDICAL INSTRUMENTATION	8525059	12985959		01/06/2011
METHODS FOR TREATING HYPEROPIA AND PRESBYOPIA VIA LASER TUNNELING	8366702	12975202		12/21/2010
High power radiation source with active-media housing	8588268	12912680		
TARGET-CLOSE ELECTROMAGNE	8419719	12907827		10/19/2010

TIC ENERGY EMITTING DEVICE				
ELECTROMAGNE TIC ENERGY DISTRIBUTIONS FOR ELECTROMAGNE TICALLY INDUCED MECHANICAL CUTTING	7970027	12907845		10/19/2010
Electromagnetic energy output system	8152797	12632774		12/07/2009
Non-contact handpiece for laser tissue cutting	8403922	12626271		11/25/2009
Satellite-platformed electromagnetic energy treatment device	8764739	12579890		10/15/2009
Methods and devices for treating presbyopia	8479745	12540579		08/13/2009
Dual pulse-width medical laser with presets	7970030	12368266		02/09/2009
Methods for treating eye conditions	8056564	12264135		11/03/2008
Methods for treating eye conditions	7997279	12264112		11/03/2008
Electromagnetic radiation emitting toothbrush and dentifrice system	7942667	12264081		11/03/2008
Fluid and pulsed energy output system	8033825	12245743		10/04/2008
Electromagnetic energy distributions for electromagnetically induced mechanical cutting	7817687	12190797		08/13/2008
Fiber tip fluid output device	8023795	12190690		08/13/2008
Fluid controllable laser endodontic cleaning and disinfecting system	8002544	12142656		06/19/2008

Medical radiation device with a tapered fused waveguide	7998136	12122689		05/17/2008
Modified-output fiber optic tips	7702196	12202373		09/01/2008
Methods for treating eye conditions	7967017	11975168		10/17/2007
Radiation emitting apparatus with spatially controllable output energy distributions	7697814	11901839		09/18/2007
DUAL PULSE-WIDTH MEDICAL LASER	7957440	12028817		02/10/2008
Methods for treating hyperopia and presbyopia via laser tunneling	8256431	11980887		10/30/2007
Target-close electromagnetic energy emitting device	7815630	11800435		05/03/2007
Methods for treating eye conditions	8568392	11978868		10/29/2007
Methods for treating eye conditions	7458380	11980886		10/30/2007
Methods for treating hyperopia and presbyopia via laser tunneling	7867223	11980889		10/30/2007
Methods for treating eye conditions	7891363	11978836		10/29/2007
Methods for treating eye conditions	7909040	11906889		10/04/2007
Methods for treating eye conditions	7461658	11973056		10/04/2007
Contra-angle rotating handpiece having tactile-feedback tip ferrule	7578622	11904900		09/27/2007
Fiber tip detector apparatus and related methods	7575381	11904801		09/27/2007
Contra-angle rotating handpiece having tactile-feedback tip ferrule	7461982	11904677		09/27/2007
Electromagnetic energy output system	7695469	11800434		05/03/2007

Modified-output fiber optic tips	7421186	11800184		05/03/2007
Fiber detector apparatus and related methods	7356208	11715218		03/06/2007
Tissue treatment device and method	7751895	11447605		06/05/2006
Electromagnetic energy output system	9101377	11698345		01/25/2007
Fiber tip fluid output device	7424199	11644155		12/22/2006
Electromagnetic energy distributions for electromagnetically induced mechanical cutting	7415050	11606660		11/29/2006
Electromagnetic energy distributions for electromagnetically induced mechanical cutting	7696466	11523492		09/18/2006
Device having activated textured surfaces for treating oral tissue	8241035	11441788		05/25/2006
Electromagnetic radiation emitting toothbrush and dentifrice system	7467946	11438091		05/18/2006
Methods for treating eye conditions	7665467	11413590		04/26/2006
Methods for treating hyperopia and presbyopia via laser tunneling	7878204	11410564		04/24/2006
Caries detection using timing differentials between excitation and return pulses	7303397	11203399		08/12/2005
Dual pulse-width medical laser	7630420	11191594		07/27/2005
Contra-angle rotating handpiece having tactile-feedback tip ferrule	7292759	11186619		07/20/2005

Fiber tip detector apparatus and related methods	7290940	11181373		07/13/2005
Radiation emitting apparatus with spatially controllable output energy distributions	7270657	11074452		03/08/2005
Modified-output fiber optic tips	7620290	11033441		01/10/2005
Handpieces having illumination and laser outputs	7563226	11033031		01/10/2005
Electromagnetic energy distributions for electromagnetically induced mechanical cutting	7108693	10993498		11/18/2004
Tapered fused waveguide for delivering treatment electromagnetic radiation toward a target surfaced	7384419	10705744		11/10/2003
Electromagnetic radiation emitting toothbrush and dentifrice system	7261558	10624963		07/21/2003
Device for dental care and whitening	7144249	10624847		07/22/2003
Fluid and laser system	7320594	10435325		05/09/2003
Radiation emitting apparatus with spatially controllable output energy distributions	6942658	10229374		08/26/2002
High-efficiency, side-pumped diode laser system	7288086	10178080		06/21/2002
Device for reduction of thermal lensing	6744790	10177743		06/21/2002
Electromagnetic energy distributions for electromagnetically induced cutting	6821272	10164451		06/06/2002

Fiber detector apparatus and related methods	6829427	10029586		10/24/2001
Tissue remover and method	6669685	09714479		11/15/2000
Electromagnetic radiation emitting toothbrush and dentifrice system	6616451	09445947		12/30/1998
Device for dental care and whitening	6616447	09991533		11/15/2001
Electromagnetically induced cutting with atomized fluid particles for dermatological applications	6544256	09298112		04/23/1999
Rotating handpiece	6389193	09469571		12/22/1999
Tissue remover and method	6254597	09188072		11/06/1998
Intracavity modulated pulsed laser and methods of using the same	5832013	08768250		12/17/1996
SURFACE STRUCTURE MODIFICATION		13127453		11/03/2009
Laser Systems, with a Fiber Storage and Dispensing Unit, Useful in Medicine and Dentistry		95002271		
		PCT/US17/54101		09/28/2017
		PCT/US17/55413		10/05/2017
		PCT/US17/68009		12/21/2017
		62550509		08/25/2017
		15872859		01/16/2018
		15866173		01/09/2018
		15851452		12/21/2017
		15726221		10/05/2017
		15719137		09/28/2017