

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM534994

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Intellectual Property Assignment of Security Interest		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
STRUCTURAL CAPITAL INVESTMENTS II, LP		06/28/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	OCEAN II PLO LLC		
Street Address:	3555 Alameda De Las Pulgas		
Internal Address:	Suite 205		
City:	Menlo Park		
State/Country:	CALIFORNIA		
Postal Code:	94026		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	4576599	WITHME	
Registration Number:	3977135	IMVU	
Registration Number:	3384214	C	
Registration Number:	3323556	IMVU	
Registration Number:	3323555	IMVU	
Registration Number:	3323554	IMVU	
Registration Number:	3384212	IMVU	
Registration Number:	3323489	IMVU	
Registration Number:	3323488	IMVU	
Registration Number:	3323487	IMVU	
Registration Number:	3384205	IMVU	
Registration Number:	3323557		
CORRESPONDENCE DATA			
Fax Number:			
<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>			

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Phone: 310-282-9400
Email: lwageman@thompsoncoburn.com
Correspondent Name: Thompson Coburn LLP
Address Line 1: 2029 Century Park East, 19th Floor
Address Line 2: Attn: Jennifer Post
Address Line 4: Los Angeles, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER: 1114093 IMVU

NAME OF SUBMITTER: Jennifer Post

SIGNATURE: /Jennifer Post/

DATE SIGNED: 08/02/2019

Total Attachments: 5

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**INTELLECTUAL PROPERTY ASSIGNMENT
OF
SECURITY INTEREST**

WHEREAS, IMVU, INC. granted a security interest in the Intellectual Property (including without limitation, those Copyrights, Patents and Trademarks listed on Schedules A, B and C, respectively) to STRUCTURAL CAPITAL INVESTMENTS II, LP (“Assignor”), in its capacity as Lender, pursuant to an Intellectual Property Security Agreement dated as of July 20, 2016, and recorded with the United States Patent and Trademark Office at Trademark Reel/Frame 005839/0539 on July 22, 2016 and at Patent Reel/Frame 039249/0081 on July 25, 2016 (as amended, supplemented or otherwise modified from time to time, the “Security Agreement”).

WHEREAS, Assignor has assigned and transferred to OCEAN II PLO LLC (“Assignee”), in its capacity as collateral agent and as administrative agent for one or more Lenders, and Assignee has assumed, all of Assignor’s right, title and interest and obligations under, among other things, the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor confirms it has assigned and transferred to Assignee, and Assignee confirms it has assumed, and for greater certainty, Assignor hereby sells and assigns to Assignee, and Assignee hereby assumes, all of Assignor’s right, title, interest and obligations under the Security Agreement, effective as of June 28, 2019.

[Signatures on following page.]

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

Assignor:

Structural Capital Investments II, LP
By: Structural Capital Management GP II LLC,
Its General Partner

By: *Ken Sui To*
Name: *Ken S. To*
Title: *Managing Member*

Assignee:

Ocean II PLO LLC
By: Structural Capital Management Company II,
LP, Its Manager

By: *Ken Sui To*
Name: *Ken S. To*
Title: *Managing Member*

SCHEDULES A

Copyrights

If None, check this box:

Description	Registration Number	Registration Date

SCHEDULES B

Patents

If None, check this box:

	Description	Patent / Application Number	Issue /Application Date
1.	COMPUTER-IMPLEMENTED METHOD AND APPARATUS TO ALLOCATE REVENUE FROM A DERIVED AVATAR COMPONENT (plus 2 continuations)	7912793, 8290881, 8650134	January 13, 2005, March 17, 2011, September 11, 2012
2.	COMPUTER-IMPLEMENTED CHAT SYSTEM HAVING DUAL CHANNEL COMMUNICATIONS AND SELF-DEFINING PRODUCT STRUCTURES	7995064	August 26, 2005
3.	COMPUTER-IMPLEMENTED SYSTEM AND METHOD FOR HOME PAGE CUSTOMIZATION AND E-COMMERCE SUPPORT	7342587	September 30, 2005
4.	SYSTEM AND METHOD FOR MANAGING MULTIPLE QUEUES OF NON-PERSISTENT MESSAGES IN A NETWORKED ENVIRONMENT	8799400	February 2, 2011
5.	SYSTEM AND METHOD FOR INCREASING CLARITY AND EXPRESSIVENESS IN NETWORK COMMUNICATIONS (plus 1 continuation) Both Allowed, pending issue	US-pub-20140052794 US-pub-20140181229	August 15, 2012, February 25, 2014
6.	SYSTEM AND METHOD FOR MANAGING MULTIPLE QUEUES OF NON-PERSISTENT MESSAGES IN A NETWORKED ENVIRONMENT- Continuation 1	14292926	June 1, 2014
7.	SYSTEM AND METHOD FOR MANAGING MULTIPLE QUEUES OF NON-PERSISTENT MESSAGES IN A NETWORKED ENVIRONMENT- Continuation 2	14318661	June 29, 2014

SCHEDULES C

Trademarks

If None, check this box:

	<u>Description</u>	<u>Serial / Registration Number</u>	<u>Application / Registration Date</u>
1.	WITBME – Goods – Computer game software	4576599	July 29, 2014
2.	IMVU & Design (Stacked Squares) – Goods – 3D animation software	3977135	June 14, 2011
3.	C (STYLIZED) – Goods – Online retail store services	3384214	February 19, 2008
4.	IMVU – Goods – Online retail store services	3384205	February 19, 2008
5.	IMVU (Stylized) – Goods – Online retail store services	3384212	February 19, 2008
6.	IMVU – Goods – Electronic transmission of messages & data	3323487	October 30, 2007
7.	IMVU – Goods – Entertainment services/online computer games	3323488	October 30, 2007
8.	IMVU – Goods – Online non-downloadable software	3323489	October 30, 2007
9.	IMVU (Stylized) – Goods – Electronic transmission of messages & data	3323554	October 30, 2007
10.	IMVU (Stylized) – Goods – Entertainment services/online computer games	3323555	October 30, 2007
11.	IMVU (Stylized) – Goods – 3D animation software	3323556	October 30, 2007
12.	KEYHOLE Design – ABANDONED	3323557	October 30, 2007

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RECORDED: 08/02/2019

REEL: 006710 FRAME: 0708