

MAR 10.22.99

10-27-1999



101184347

Docket No.:

124400/300

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Harold Brierley

- ☒ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☐ Other

Additional names(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

Execution Date: September 14, 1999

2. Name and address of receiving party(ies):

Name: eRewards, Inc.

Internal Address:

Street Address: 1201 Main Street, Suite 2500

City: Dallas State: TX ZIP: 75202

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership

☒ Corporation-State Delaware

☐ Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/090,504

B. Trademark Registration No.(s)

2,204,246

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Gary H. Fechter, Esq.

Internal Address:

Hall Dickler Kent Friedman & Wood, LLP

Street Address: 909 Third Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41): \$ 65.00

☒ Enclosed

☐ Authorized to be charged to deposit account

8. Deposit account number:

10/27/1999 MTHA11 00000029 75090504

01 FC:481

02 FC:482

40.00 OP
25.00 OP

DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Gary H. Fechter, Esq.
Name of Person Signing

Signature

October 20, 1999
Date

Total number of pages including cover sheet, attachments, and documents:

5
TRADEMARK

REEL: 001987 FRAME: 0969

DEED OF ASSIGNMENT OF SERVICE MARK

WHEREAS, HAROLD BRIERLEY, a citizen of the State of Texas with a mailing address of 4324 St. John's Drive, Dallas, Texas 75205 ("Assignor"), is the owner of a certain trademark and the application and registration therefor for the mark **E-MILES**, Registration No. 2,204,246 and of the goodwill of the business appertaining to the trademark in the United States; and

WHEREAS, eREWARDS, INC., a Delaware Corporation, located and doing business at 1201 Main Street, Suite 2500, Dallas, Texas, 75202 ("Assignee"), desires to acquire the entire right, title and interest in, to and under said trademark and the registration and application therefor and the goodwill of the business appertaining to the trademark, including the right to sue and recover for any and all past infringements;

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR, by these presents does sell, assign and transfer to ASSIGNEE, its successors and assigns forever, the entire right, title and interest in, to and under said **E-MILES** trademark and the registration and application therefor, together with the goodwill of the business appertaining to the said trademark, and all rights of action, both at law and in equity, for past infringements, if any, of the said trademark, the same to be held and enjoyed by ASSIGNEE, its successors and assigns forever, as fully and entirely as the same could have been enjoyed by ASSIGNOR if this assignment had not been made.

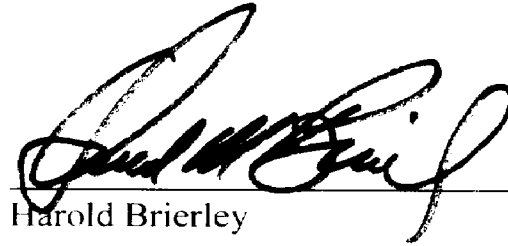
Assignor represents and warrants that Assignor is the sole owner of the Mark and that to the best of its knowledge no other person or entity has any interest in such Mark.

This Agreement supersedes all prior understandings, agreements and documentation relating to this matter.

IN WITNESS WHEREOF, ASSIGNOR has caused this assignment, to be executed by its duly authorized corporate officer on this 19th day of September, 1999.

Dated: Dallas, Texas

By

A handwritten signature in black ink, appearing to read "Harold Brierley", is written over a horizontal line. The signature is stylized with large loops and a prominent initial "H".

Harold Brierley