

Form PTO-1594  
(rev 06/04)

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

U. S. Department of Commerce  
Patent and Trademark Office

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

**1. Name of conveying party(ies)/Execution Date(s):**

Citizens Bank of Massachusetts  
(successor to USTrust)

- Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation Massachusetts  
 Other                                   Citizenship

Effective date - March 20, 2001

Additional name(s) of conveying party(ies) attached?  Yes  No

**3. Nature of conveyance:**

- Assignment                               Merger  
 Security Agreement                   Change of Name  
 Government Interest  
 Other Release of Security Interest

**2. Name and Address of receiving party(ies)**

Additional name(s) & address(es) attached?  Yes  No  
Student Advantage, LLC

Street Address: 280 Summer Street  
City: Boston  
State: Massachusetts  
Country: USA Zip: 02210

- Association - Citizenship   
 General Partnership - Citizenship  
 Limited Partnership - Citizenship  
 Corporation  
 Other limited liability company Delaware  
 If assignee is not domiciled in the United States, a domestic representative designation is attached  Yes  No.

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

A. Trademark Application No(s).

B. Trademark Registration No(s). 1

1813986

Additional numbers attached?  Yes  No

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

Richard S. Eisert, Esq.  
DAVIS & GILBERT LLP  
1740 Broadway  
New York, New York 10019

Tel: (212) 468-4800  
Fax: (212) 468-4888  
REisert@DGLaw.com

**6. Total number of applications and registrations involved:**

1

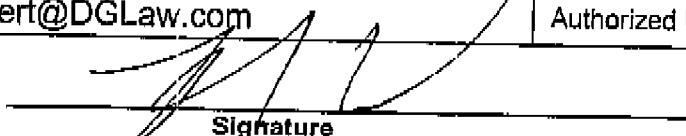
**7. Total fee (37 CFR 1.21(h) and 3.41) \$40.00**

All fees and any deficiencies are authorized to be charged to Deposit Account  
(Our Ref. 6581-9999)

**8. Payment Information**

Deposit Account No. 502293  
Authorized User Name: Lore Traband

**9. Signature.**

  
Signature

Richard S. Eisert

Name of Person Signing

Date 11/10/2005

Total number of pages including cover sheet, and documents:

3

CH \$40.00 502293 1813986

**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARK**

This Termination and Release of Security Interest in U.S. Patent and Trademark Office Trademark Registration No. 1813986 for the mark STUDENT ADVANTAGE (the "Trademark") is granted to be effective on March 20, 2001, by Citizens Bank of Massachusetts, a Massachusetts banking corporation with offices at 28 State Street, Boston Massachusetts 02109 (the successor to USTrust, Massachusetts corporation, 30 Court Street, Boston, Massachusetts 02108) as collateral agent for the lenders (the "Secured Party") to Student Advantage, LLC, a Delaware limited liability company, with offices at 280 Summer Street, Boston, Massachusetts 02210 (the "Borrower"), as follows:

W I T N E S S E T H

WHEREAS, Borrower and Secured Party entered into the Trademark Security Agreement, dated as of April 13, 1998 (the "Trademark Security Agreement") which was recorded with the U.S. Patent and Trademark Office (the "USPTO") on April 27, 1998 at Reel/Frame 1737/0462, et seq.

WHEREAS, pursuant to the Trademark Security Agreement, Borrower granted, conveyed, assigned, and pledged to Secured Party a continuing security interest, lien and mortgage in and to all rights, title, and interest in the Trademark (as such term is defined in the Trademark Security Agreement), to secure the payment, and performance of the secured obligations, as defined in the Trademark Security Agreement (the "Security Interest"); and

WHEREAS, the Borrower has satisfied all of the obligations contained in the Trademark Security Agreement.

