

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Digital River, Inc.		12/30/2005	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Digital River, Inc.		
Street Address:	9625 West 76th Street		
City:	Eden Prairie		
State/Country:	MINNESOTA		
Postal Code:	55344		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2421142	OUTSOURCE. OUTSMART. OUTSELL.	
CORRESPONDENCE DATA			
Fax Number:	(952)842-1742		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	952-896-1513		
Email:	ipgroup@larkinhoffman.com		
Correspondent Name:	Cathryn J. Quinn		
Address Line 1:	1500 Wells Fargo Plaza		
Address Line 2:	7900 Xerxes Avenue South		
Address Line 4:	Bloomington, MINNESOTA 55431		
ATTORNEY DOCKET NUMBER:	20717-14		
NAME OF SUBMITTER:	Cathryn J. Quinn		
Signature:	/Cathryn J. Quinn/		
Date:	01/13/2006		

OP \$40.00 2421142

Total Attachments: 1
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ASSIGNMENT

In consideration for One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Digital River, Inc., a Minnesota corporation (the Assignor), hereby transfers, sells, and assigns to Digital River, Inc., a Delaware corporation (the Assignee), all of the Assignor's right, title, and interest in and to the mark "Outsource. Outsmart. Outsell." which was registered in the United States Office of Patents and Trademarks (the Trademark Office) on January 16, 2001, and assigned Registration No. 2,421,142 (the Mark); together with all of the goodwill associated with the Mark; any and all registrations in the Trademark Office or in the office or agency of any state, country, or jurisdiction; and any and all rights to sue for any past, present, or future infringement of the Mark.

IN WITNESS WHEREOF, the Assignor has executed this Assignment as of the ~~30th~~ day of December, 2005.

THE ASSIGNOR:
DIGITAL RIVER, INC.
(Minnesota Corporation)

By:



THOMAS M. DONNELLY

Its:

CEO

1048837.1