

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Trustwave Corp		03/05/2005	COMPANY: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Trustwave Holdings, Inc.		
<b>Also Known As:</b>	AKA Trustwave		
<b>Street Address:</b>	116 Defense Highway		
<b>Internal Address:</b>	Suite 501		
<b>City:</b>	Annapolis		
<b>State/Country:</b>	MARYLAND		
<b>Postal Code:</b>	21401		
<b>Entity Type:</b>	COMPANY: UNITED STATES		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2673271	TRUSTKEEPER	
<b>Serial Number:</b>	77246757	RISK PROFILER	
<b>Serial Number:</b>	77133117	TRUSTMINDER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(410)571-8493		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	410.573.6910		
<b>Email:</b>	legal@trustwave.com		
<b>Correspondent Name:</b>	Trustwave Holdings, Inc.		
<b>Address Line 1:</b>	116 Defense Highway		
<b>Address Line 2:</b>	Suite 501		
<b>Address Line 4:</b>	Annapolis, MARYLAND 21401		
<b>NAME OF SUBMITTER:</b>	Phillip J. Smith		

OP \$90.00 2673271

Signature:	/Phillip J. Smith/
Date:	10/08/2007
<b>Total Attachments: 9</b> source=Approval of Contribution_Page_1#page1.tif source=Approval of Contribution_Page_2#page1.tif source=Approval of Contribution_Page_3#page1.tif source=Approval of Contribution_Page_4#page1.tif source=Approval of Contribution_Page_5#page1.tif source=Approval of Contribution_Page_6#page1.tif source=Approval of Contribution_Page_7#page1.tif source=Approval of Contribution_Page_8#page1.tif source=Approval of Contribution_Page_9#page1.tif	

**TRUSTWAVE HOLDINGS, INC.**

**WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
IN LIEU OF MEETING**

Dated as of March 14, 2005

THE UNDERSIGNED, being all of the members of the Board of Directors of TrustWave Holdings, Inc., a Delaware corporation (the "Company"), in accordance with the authority contained in Section 141(f) of the Delaware General Corporation Law (the "DGCL"), do hereby consent in writing that the following resolutions shall have the same force and effect as if duly adopted at a meeting of the Board of Directors of the Company, duly noticed, called and held in accordance with the law and the Bylaws of the Company.

Ratification of Bylaws

RESOLVED, that the bylaws previously adopted by the Sole Incorporator in the form attached hereto as Exhibit A are hereby ratified, confirmed and adopted as the bylaws of the Company.

Election of Officers

RESOLVED, that the following persons are hereby duly elected and qualified to serve as officers of the Company in accordance with the Bylaws of the Company until their respective successors shall be appointed and shall qualify:

<u>Name</u>	<u>Position</u>
Robert J. McCullen	Chief Executive Officer
Andrew Bokor	Chief Operating Officer
Joseph Patanella	President
Phillip J. Smith	Secretary, General Counsel and Executive Vice President
Erik Schetina	Chief Technical Officer
Kevin Bradford	Chairman of the Board and President of Payment Industry

Approval of Contribution Agreement and Related Agreements

WHEREAS, the Board of Directors of the Company deems it advisable and in the best interests of the Company to enter into a contribution agreement (the "Contribution Agreement") with TrustWave Corporation,

Forms of Certificates for Capital Stock

RESOLVED, that the forms of certificates for shares of capital stock of the Company attached hereto as Exhibit E be and they are hereby approved.

Ancillary Agreements

RESOLVED, that the Company is hereby authorized to enter into such other agreements that the corporate officers deem necessary or advisable to consummate the foregoing resolutions in such form as the officers executing the same shall approve, such approval to be conclusively evidenced by the execution and delivery thereof.

General Authority

RESOLVED, that the officers of the Company be, and they hereby are, authorized, empowered and directed to do and perform all such further acts and things as they shall determine to be necessary or advisable in order to effectuate the intent and purposes of the foregoing resolutions; and it is further

RESOLVED, that any acts of any officer or officers of the Company, and any person or persons designated and authorized to act by any officer of the Company, on behalf of the Company, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as the acts of the Company; and it is further


RESOLVED, that any officer of the Company is hereby authorized to certify and deliver to any person to whom such certification and delivery may be deemed necessary and desirable in the opinion of such officer a true copy of the foregoing resolutions.

[ *Signature Pages to Follow* ]

This document may be executed in any number of counterparts, each of which shall constitute an original but all of which together shall constitute one and the same instrument. This document may also be delivered by facsimile transmission with the same force and effect as if originally executed copies of this document were delivered to all parties.

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors of TrustWave Holdings, Inc., have executed this Unanimous Written Consent in Lieu of Meeting as of the day and year first set forth above.

DIRECTORS:

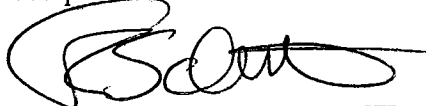
  
Richard Garman

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Kevin Bradford

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Joseph Patanella

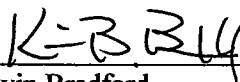
  
Erik Schetina

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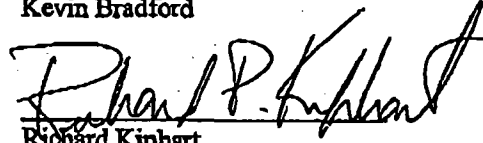
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1-PR/1283584.2

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REEL: 003635 FRAME: 0415



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