

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	08/29/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Discover Financial Services, Inc.		03/27/2008	CORPORATION:

RECEIVING PARTY DATA

Name:	Discover Financial Services, LLC
Street Address:	2500 Lake Cook Road
City:	Riverwoods
State/Country:	ILLINOIS
Postal Code:	60015
Entity Type:	LIMITED LIABILITY COMPANY:

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2553703	DISCOVER MILLS
Registration Number:	2660769	DISCOVER MILLS
Registration Number:	2723364	DISCOVER MILLS
Registration Number:	2600964	DISCOVER MILLS
Registration Number:	2650662	DISCOVER MILLS
Registration Number:	2650550	DISCOVER MILLS

CORRESPONDENCE DATA

Fax Number: (317)236-9907
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: bvoight@binghamchale.com
 Correspondent Name: c/o Brandt R. Voight
 Address Line 1: 10 West Market Street
 Address Line 2: 2700 Market Tower
 Address Line 4: Indianapolis, INDIANA 46204

CH \$165.00 2553703

ATTORNEY DOCKET NUMBER:	8901-67624
NAME OF SUBMITTER:	Brandt R. Voight
Signature:	/Brandt R. Voight/
Date:	04/14/2008
Total Attachments: 2 source=DISCOVER MILLS Assignment Nunc Pro Tunc#page1.tif source=DISCOVER MILLS Assignment Nunc Pro Tunc#page2.tif	

Assignment Nunc Pro Tunc

WHEREAS, Discover Financial Services, Inc., hereinafter referred to as **Assignor**, a Delaware corporation, having a principal place of business at 2500 Lake Cook Road, Riverwoods, Illinois 60015, was the original owner of the following marks (hereinafter "Marks"):

Mark	Registration No.	Registration Date
DISCOVER MILLS	2,553,703	March 26, 2002
DISCOVER MILLS	2,660,769	December 10, 2002
DISCOVER MILLS	2,723,364	June 10, 2003
DISCOVER MILLS	2,600,964	July 30, 2002
DISCOVER MILLS	2,650,662	November 12, 2002
DISCOVER MILLS	2,650,550	November 12, 2002

WHEREAS, Assignor, Discover Financial Services, Inc., was formally dissolved and all of its rights and obligations were assigned to or assumed by Discover Financial Services LLC, effective August 29, 2005, hereinafter referred to as **Assignee**; and

WHEREAS, Assignee acquired said Marks and all rights thereto and goodwill associated therewith upon the dissolution of Assignor and the formation of Assignee, effective August 29, 2005; and

WHEREAS, Assignee is desirous of securing and recording a written agreement documenting said assignment of the above Marks to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee all right, title, and interest in and to said marks, together with the good will of the business as symbolized by said marks, and any United States and foreign registrations and applications that may be created there from.

Assignor hereby makes this written assignment *nunc pro tunc* as of August 29, 2005, with right of the Assignee to sue under the Marks for any past, present or future infringements by third parties.

Assignor agrees to execute all instruments and documents required for the making and prosecution of any application(s) for U.S. or foreign registrations on any of said Marks, for litigation regarding any of said Marks, or for the purpose of protecting title to said Marks.

DISCOVER FINANCIAL SERVICES, INC.

March 27, 2008
Date

By: Linda Chron

Printed: Linda Chron

Title: ASSISTANT SECRETARY

State of Illinois)
County of Lake) SS:

Subscribed and sworn to this 27 day of March 2008, before me a Notary Public in and for said County.

My Commission Expires 10-11-09
Residing in Lake County

Lynne Fletcher
Notary Public

8901-67624/1282583

