

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 |
|------------------------------------|----------|----------------|-------------------------------------|
| Benjamin Franklin Franchising, LLC | | 01/07/2009 | LIMITED LIABILITY COMPANY: MISSOURI |

RECEIVING PARTY DATA

| | |
|--------------------------|-------------------------------------|
| Name: | Clockwork IP, LLC |
| Street Address: | 50 Central Ave. |
| Internal Address: | Suite 920 |
| City: | Sarasota |
| State/Country: | FLORIDA |
| Postal Code: | 34236 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 22

| Property Type | Number | Word Mark |
|----------------------|----------|--|
| Serial Number: | 78808029 | (866) 867-5309 |
| Serial Number: | 78808040 | (866) 867-5309 BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER IF THERE'S ANY DELAY, IT'S YOU WE PAY! |
| Serial Number: | 78774913 | INTELLIGENT FREEZEPROOF TECHNOLOGY |
| Serial Number: | 77298809 | ENDLESS HOT WATER, FRUGAL WITH FUEL, AND VIRTUALLY IMMORTAL |
| Serial Number: | 78718091 | WHEN WE SAY WE'LL BE THERE, WE'LL BE THERE |
| Serial Number: | 76607386 | WHEN WE SAY WE'RE GOING TO BE THERE, WE'LL BE THERE |
| Serial Number: | 77298813 | GOHOT |
| Serial Number: | 77257055 | POP-OUT PARTS |
| Serial Number: | 77298816 | THE BRIEFCASE WATER HEATER |
| Registration Number: | 3482611 | |
| Registration Number: | 3359027 | THE PUNCTUAL PLUMBER |

OP \$565.00 78808029

| | | |
|----------------------|---------|--|
| Registration Number: | 2725333 | BENJAMIN FRANKLIN PLUMBING |
| Registration Number: | 2882454 | BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER! |
| Registration Number: | 2924863 | BIOBEN |
| Registration Number: | 2880155 | THANKS ...FOR BEING ON THE JOB |
| Registration Number: | 3026230 | |
| Registration Number: | 2935880 | BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER |
| Registration Number: | 3216736 | BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER |
| Registration Number: | 3114711 | IF THERE'S ANY DELAY, IT'S YOU WE PAY |
| Registration Number: | 3536812 | 1-877-BEN BUZZ |
| Registration Number: | 2762541 | BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER |
| Registration Number: | 2805607 | THE BEN FRANKLIN SOCIETY 'AN OUNCE OF PREVENTION IS WORTH A POUND OF CURE' |

CORRESPONDENCE DATA

Fax Number: (256)718-3139
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: docketing@pelaw.net
Correspondent Name: Michele Lipscomb
Address Line 1: 401 E. Tuscaloosa St.
Address Line 4: Florence, ALABAMA 35630

| | |
|-------------------------|---------------------------|
| ATTORNEY DOCKET NUMBER: | BEN. FRANKLIN FRANCHISING |
| NAME OF SUBMITTER: | Suzanne R. Thurman |
| Signature: | /srt/ |
| Date: | 01/07/2009 |

Total Attachments: 2
source=1-7-09 BFF Assignment, signed#page1.tif
source=1-7-09 BFF Assignment, signed#page2.tif

ASSIGNMENT OF INTELLECTUAL PROPERTY

Benjamin Franklin Franchising, LLC, a limited liability company organized and existing under the laws of the State of Missouri and having a place of business at 50 Central Ave., Suite 920, Sarasota, Florida, 34236, hereinafter referred to as "ASSIGNOR," for good and valuable consideration, the receipt and sufficiency of which is acknowledged hereby grants, bargains, sells, conveys, transfers, assigns, and delivers unto Clockwork IP, LLC, a limited liability company organized and existing under the laws of the State of Delaware (ASSIGNEE), having a place of business at Plaza Five Points, 50 Central Ave., Suite 920, Sarasota, Florida, 34236, its successors, assigns or other legal representative, all of its respective right, title and interest, domestic and foreign, in and to all its trademarks, trade names, service marks, service names, logos, design marks and trade dress and registrations and applications for registration thereof, set forth in the attached Schedule A, including all applications, foreign and domestic, claiming benefit of the filing date thereof, together with the goodwill of the business symbolized by the trademarks, trade names, service marks and service names, and registrations and applications for registration thereof,

Including the right of ASSIGNEE, its successors, assigns or other legal representatives to claims for damages for infringement prior to the date hereof of any provisional and/or trademark rights.

ASSIGNOR, its successors, assigns or other legal representatives agree to execute any and all papers, including applications for trademark registrations of any and all kinds and in any and all countries and to perform any and all acts which ASSIGNEE, its successors, assigns or other legal representatives may deem necessary and reasonably requested to secure thereto the rights herein assigned, sold and set over.

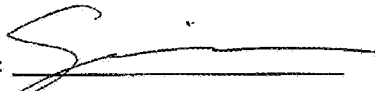
And we hereby request the United States Patent and Trademark Office and all non-U.S. patent and trademark issuing authorities to issue all registered trademarks, trade names, service marks, service names logos, design marks and trade dress to ASSIGNEE.

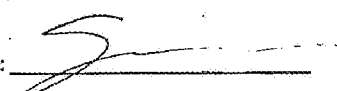
And we hereby represent and warrant that we have not granted any rights inconsistent with the rights granted herein.

IN WITNESS WHEREOF, this Agreement has been duly executed by the Assignor and accepted by the Assignee hereto as of January 7, 2009.

BENJAMIN FRANKLIN FRANCHISING, LLC

CLOCKWORK IP, LLC

By: 
Name: Gatha K. Milhorn
Title: Assistant Secretary

By: 
Name: Gatha K. Milhorn
Title: Assistant Secretary

SCHEDULE A

UNITED STATES

| <u>Serial No.</u> | <u>Trademark</u> |
|-------------------|---|
| 78808029 | (866) 867-5309 (Logo w/ music notes) |
| 78808040 | (866) 867-5309 BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER IF THERE'S ANY DELAY, IT'S YOU WE PAY! |
| 78774913 | INTELLIGENT FREEZEPROOF TECHNOLOGY |
| 77298809 | ENDLESS HOT WATER, FRUGAL WITH FUEL, AND VIRTUALLY IMMORTAL |
| 78718091 | WHEN WE SAY WE'LL BE THERE, WE'LL BE THERE |
| 76607386 | WHEN WE SAY WE'RE GOING TO BE THERE, WE'LL BE THERE |
| 77298813 | GOHOT |
| 77257055 | POP-OUT PARTS |
| 77298816 | THE BRIEFCASE WATER HEATER |

| <u>Registration No.</u> | <u>Trademark</u> |
|-------------------------|--|
| 3482611 | Blue Color Mark |
| 3359027 | THE PUNCTUAL PLUMBER |
| 2725333 | BENJAMIN FRANKLIN PLUMBING |
| 2882454 | BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER! (Stylized) |
| 2924863 | BIOBEN |
| 2880155 | THANKS...FOR BEING ON THE JOB & Design |
| 3026230 | BENJAMIN FRANKLIN Logo (w/ wrench-stand alone) |
| 2935880 | BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER Logo |
| 3216736 | BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER |
| 3114711 | IF THERE'S ANY DELAY, IT'S YOU WE PAY |
| 3536812 | 1-877-BEN BUZZ |
| 2762541 | BENJAMIN FRANKLIN THE PUNCTUAL PLUMBER & Design |
| 2805607 | THE BEN FRANKLIN SOCIETY 'AN OUNCE OF PREVENTION IS WORTH A POUND OF CURE' & Design |

CANADA

| <u>Serial No.</u> | <u>Trademark</u> |
|-------------------|-----------------------------------|
| 1378299 | BENJAMIN FRANKLIN |
| 1378297 | BENJAMIN FRANKLIN & Wrench Design |