

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
TelAmerica, LLC		07/31/2008	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	TA Acquisition Sub, LLC		
Street Address:	1701 John F. Kennedy Boulevard		
City:	Philadelphia		
State/Country:	PENNSYLVANIA		
Postal Code:	19102		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2597493	ADMAX	
Registration Number:	2591945	TELAMERICA	
Registration Number:	2518342	REWARDS 2K	
CORRESPONDENCE DATA			
Fax Number:	(303)223-0948		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	303.223.1148		
Email:	cparent@bhfs.com		
Correspondent Name:	Christopher M. Parent		
Address Line 1:	410 17th Street		
Address Line 2:	Suite 2200		
Address Line 4:	Denver, COLORADO 80202		
ATTORNEY DOCKET NUMBER:	11537.2 01/27/09		
NAME OF SUBMITTER:	Christopher M. Parent		

OP \$90.00 2597493

Signature:

/christophermparent/

Date:

01/27/2009

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

This TRADEMARK ASSIGNMENT AGREEMENT ("Agreement"), made as of this 31 day of July, 2008 by and between TelAmerica, LLC, a Delaware limited liability company ("Assignor"), and TA Acquisition Sub, LLC, a Delaware limited liability company ("Assignee").

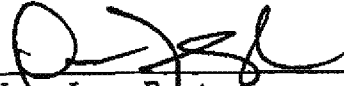
WHEREAS, Assignor has adopted, used and is using the trademarks and service marks shown in Schedule A hereto in its business, and is the record owner of the United States trademark registrations set forth in Schedule A; and

WHEREAS Assignee has on this date acquired from Assignor certain assets and property used in Assignor's business and is desirous of acquiring the trademarks and service marks shown in Schedule A hereto (collectively, the "Trademarks"), the registrations of the Trademarks shown in Schedule A and any other registrations and applications for registration of the Trademarks, along with the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the registrations of the Trademarks shown in Schedule A, any other registrations and applications for registration of the Trademarks, in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Trademarks, all claims for damages by reason of past, present and future infringement of the Trademarks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and the goodwill of the business symbolized by the Trademarks.

[signature page follows]

TelAmerica, LLC

By 
Name: Lance Fuhston
Title:

Signature Page - Assignment of Trademarks

SCHEDULE A

TELAMERICA, LLC

U.S. Trademark Registrations

TRADEMARK	SERIAL NO.	REGISTRATION NO.	FILING/REGISTRATION DATE
ADMAX	76209732	2597493	July 23, 2002
TELAMERICA	75559105	2591945	July 9, 2002
REWARDS 2K	75810315	2518342	December 11, 2001