

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Nationwide Discount Benefit Service, LLC		02/24/2009	LIMITED LIABILITY COMPANY: OHIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Amerimark Direct LLC		
<b>Street Address:</b>	6864 Engle Road		
<b>City:</b>	Cleveland		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	44130		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2380061	PASSPORT TO SAVINGS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(216)621-6536		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	216-736-7235		
<b>Email:</b>	fxw@kjk.com		
<b>Correspondent Name:</b>	Frank J. Wardega, Esq.		
<b>Address Line 1:</b>	1375 East 9th Street		
<b>Address Line 2:</b>	One Cleveland Center - 20th fl		
<b>Address Line 4:</b>	Cleveland, OHIO 44114		
<b>NAME OF SUBMITTER:</b>	Frank J. Wardega		
<b>Signature:</b>	/Frank J. Wardega/		
<b>Date:</b>	03/13/2009		

CH \$40.00 2380061

Total Attachments: 1  
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TRADEMARK ASSIGNMENT

THIS ASSIGNMENT ("Assignment") is made effective as of the [24] day of February, 2009, from NATIONWIDE DISCOUNT BENEFIT SERVICE, LLC, an Ohio limited liability company ("ASSIGNOR"), to AMERIMARK DIRECT LLC, a Delaware limited liability company ("ASSIGNEE"):

WHEREAS, ASSIGNOR is the owner of the trademark "PASSPORT TO SAVINGS", Registration Number 2,380,061, (the "MARK"), together with the goodwill of the business symbolized thereby in connection with the goods on which the Mark is used; and

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Mark.

NOW, THEREFORE, in consideration of the payment of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns, delivers, and contributes to ASSIGNEE all of ASSIGNOR'S right, title, and interest of whatever kind in and to the Mark, together with: (1) the goodwill of the business in which the Mark is used and for which it is registered; (2) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the Mark, including without limitation, damages, and payments for past or future infringements and misappropriations of the Mark; and (3) all rights to sue for past, present and future infringements or misappropriations of the Mark.

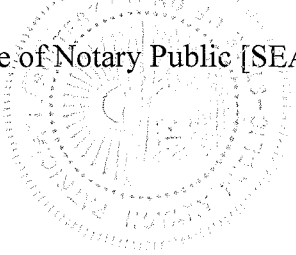
ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in the Mark.

IN WITNESS WHEREOF, ASSIGNOR has duly executed under seal and delivered this Assignment, as of the day and year first above written.

State of [Ohio] )  
County of [Cuyahoga] )  
NATIONWIDE DISCOUNT BENEFIT SERVICE, LLC  
By: [Signature] \_\_\_\_\_  
Title: [President] \_\_\_\_\_

On [2/24/09] before me, [Patricia Soltesz], Notary Public, personally appeared [Louis P Griesler], proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal. [Signature: Patricia L Soltesz]  
Signature of Notary Public [SEAL]



PATRICIA L. SOLTESZ  
Notary Public, State of Ohio  
My Commission Expires March 17, 2010  
Recorded in Cuyahoga County