

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                                  |  |                       |                                     |
|----------------------------------|--|-----------------------|-------------------------------------|
| SUBMISSION TYPE:                 | NEW ASSIGNMENT   |                       |                                     |
| NATURE OF CONVEYANCE:            | 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>                  |
| Direct Edge ECN LLC              |  | 04/16/2009            | LIMITED LIABILITY COMPANY: DELAWARE |
| <b>RECEIVING PARTY DATA</b>      |  |                       |                                     |
| <b>Name:</b>                     | Direct Edge Holdings LLC   |                       |                                     |
| <b>Street Address:</b>           | 545 Washington Boulevard   |                       |                                     |
| <b>Internal Address:</b>         | 6th Floor  |                       |                                     |
| <b>City:</b>                     | Jersey City  |                       |                                     |
| <b>State/Country:</b>            | NEW JERSEY   |                       |                                     |
| <b>Postal Code:</b>              | 07310  |                       |                                     |
| <b>Entity Type:</b>              | LIMITED LIABILITY COMPANY: DELAWARE  |                       |                                     |
| <b>PROPERTY NUMBERS Total: 2</b> |  |                       |                                     |
| <b>Property Type</b>             | <b>Number</b>  | <b>Word Mark</b>      |                                     |
| Registration Number:             | 3220770  | DIRECT EDGE ECN       |                                     |
| Registration Number:             | 3595943  | DIRECTEDGE            |                                     |
| <b>CORRESPONDENCE DATA</b>       |  |                       |                                     |
| <b>Fax Number:</b>               | (312)616-5700  |                       |                                     |
|                                  | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |                       |                                     |
| <b>Phone:</b>                    | 312-616-5600   |                       |                                     |
| <b>Email:</b>                    | trademark@leydig.com   |                       |                                     |
| <b>Correspondent Name:</b>       | James D. Zalewa, Leydig, Voit & Mayer  |                       |                                     |
| <b>Address Line 1:</b>           | Two Prudential Plaza, 180 N. Stetson   |                       |                                     |
| <b>Address Line 2:</b>           | Suite 4900   |                       |                                     |
| <b>Address Line 4:</b>           | Chicago, ILLINOIS 60601-6731   |                       |                                     |
| ATTORNEY DOCKET NUMBER:          | 266126   |                       |                                     |
| NAME OF SUBMITTER:               | James D. Zalewa  |                       |                                     |

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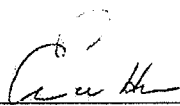
|   |                   |
|---|-------------------|
| Signature:  | /James D. Zalewa/ |
| Date:   | 04/17/2009        |
| Total Attachments: 1<br>source=20090417095922#page1.tif |                   |

**ASSIGNMENT OF TRADEMARK**

WHEREAS, Direct Edge ECN LLC (Assignor), a Delaware Limited Liability Company, is the owner of U.S. Registration No. 3220770 for the mark DIRECT EDGE ECN and U.S. Registration No. 3595943 for the mark DIRECTEDGE and Design, and whereas Direct Edge Holdings LLC, a Delaware Limited Liability Company (Assignee), is desirous of acquiring all right, title and interest in and to said Marks and Registrations;

Now, therefore, Assignor hereby assigns all right, title and interest in and to said marks and the Registrations, together with the goodwill of the business symbolized by said marks to Assignee. and the registrations thereof, and including all common-law and other rights in said marks, all claims, demands and causes for action, both at law and in equity, that Assignor may have, or may hereinafter acquire, on account of any infringement of said marks prior to the date hereof, and does hereby empower Assignee, and its successors in interest, to sue for and collect the same, to its and their own and absolute use.

IN WITNESS WHEREOF, the undersigned, being duly authorized and acting on behalf of Assignor, does hereby execute this assignment to take effect on the 16<sup>th</sup> day of April, 2009.

  
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By: Direct Edge ECN LLC  
Title: *Eric Hass, General Counsel*