

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<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>
Sperian Protection Americas, Inc.		06/22/2009	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Sperian Protection Europe SAS		
<b>Street Address:</b>	Immeuble Edison Z.I. Paris Nord II		
<b>Internal Address:</b>	33 rue des Vanesses		
<b>City:</b>	Villepinte		
<b>State/Country:</b>	FRANCE		
<b>Postal Code:</b>	F-93420		
<b>Entity Type:</b>	Societe par actions simplifiee: France: FRANCE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77626605	MARKETSMART BY SPERIAN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(215)279-9394		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	215-279-9393		
<b>Email:</b>	Bryna.scott@flastergreenberg.com		
<b>Correspondent Name:</b>	Bryna Scott		
<b>Address Line 1:</b>	1600 John F. Kennedy Boulevard		
<b>Address Line 2:</b>	Suite 200		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103		
<b>ATTORNEY DOCKET NUMBER:</b>	S1429.0003		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>			

OP \$40.00 77626605

Address Line 1:  
Address Line 2:  
Address Line 3:  
Address Line 4:

NAME OF SUBMITTER:	Denise S. Grisack
Signature:	/Denise S. Grisack/
Date:	07/02/2009
Total Attachments: 2 source=marketsmart assi#page1.tif source=marketsmart assi#page2.tif	

**TRADEMARK ASSIGNMENT**


WHEREAS, Sperian Protection Americas, Inc. (a Delaware corporation), having a principal address at 900 Douglas Pike, Smithfield, Rhode Island 02917, U.S.A (“Assignor”) is the owner of the trademark MARKETSMART BY SPERIAN, Application No. 77/626,605;

WHEREAS, Sperian Protection Europe SAS (Société par actions simplifiée), having a principal address at Immeuble Edison Z.I. Paris Nord II, 33 rue des Vanesses, F-93420 Villepinte France (“Assignee”) is desirous of acquiring Assignor’s trademark application, together with the good will of the business to which said trademark application pertains;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which Assignor acknowledges by its execution below, Assignor assigns to Assignee all its right, title and interest in and to Assignor’s trademark application therefor as shown above, together with the goodwill of the business to which said trademark application pertains.

Signed and sealed at Smithfield, Rhode Island, as of the 22nd day of June, 2009.

Sperian Protection Americas, Inc.,

By:   
Name: Winfield W. Major  
Title: Secretary and General Counsel

NOTARIAL CERTIFICATE

STATE OF RHODE ISLAND :  
 : SS.  
COUNTY OF PROVIDENCE :

On this 22<sup>nd</sup> day of June, 2009, before me personally appeared Winfield W. Major, known to me to be the person whose signature is subscribed to the foregoing instrument and acknowledged to me that the same was his/her act, and that he executed the instrument for the purposes and consideration therein expressed, and in the capacity therein given.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 22<sup>nd</sup> day of June, 2009.

*Theresa A. Potvin*  
NOTARY PUBLIC

(SEAL)

THERESA A. POTVIN, Notary Public  
State of Rhode Island and Providence Plantations  
My Commission Expires July 3, 2009