

**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>
OneTime.com, Inc.		12/09/2009	CORPORATION: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Smarter Travel Media LLC		
<b>Street Address:</b>	500 Rutherford Avenue		
<b>Internal Address:</b>	2nd Floor		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02129		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: NEVADA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3028451	ONETIME	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(617)261-3175		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	617-261-3100		
Email:	tmboston@klgates.com		
Correspondent Name:	Sara E. Yevics		
Address Line 1:	One Lincoln Street		
Address Line 2:	State Street Financial Center		
Address Line 4:	Boston, MASSACHUSETTS 02111		
ATTORNEY DOCKET NUMBER:	OTC-601		
NAME OF SUBMITTER:	Sara E. Yevics		
Signature:	/Sara E Yevics/		

OP \$40.00 3028451

**900149726**

**TRADEMARK  
 REEL: 004112 FRAME: 0959**

Date:

12/11/2009

**Total Attachments: 3**

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## ASSIGNMENT OF TRADEMARKS

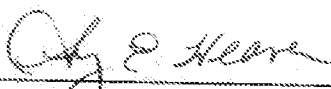
WHEREAS, OneTime.com, Inc., a corporation organized and existing under the laws of the State of Nevada with a principal place of business located at 1600 Rosecrans Avenue, Bldg 6-B, 2<sup>nd</sup> Floor, Manhattan Beach, CA 90266, (hereinafter referred to as "Assignor") is the owner of the entire right, title and interest in and to the trademark identified on Schedule A attached hereto together with the goodwill related thereto (hereinafter referred to as the "Mark"); and

WHEREAS, Smarter Travel Media LLC, a limited liability company organized and existing under the laws of the State of Nevada, with a principal place of business at 500 Rutherford Avenue, 2<sup>nd</sup> Floor, Boston, Massachusetts (hereinafter referred to as "Assignee") is desirous of acquiring the entire right, title and interest in and to the Mark and the business and goodwill of the business in connection with which the aforesaid Mark has been used; and

NOW THEREFORE, in consideration of the foregoing, as well as other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, its successors, legal representatives and assigns, the entire right, title, and interest of Assignor in and to said Mark, together with the business and goodwill of the business in connection with which the aforesaid Mark has been used, and all claims, if any, which may have arisen thereunder prior to the date of this instrument.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed, by its duly authorized corporate officer all effective this 9th day of December, 2009

OneTime.com, Inc.

  
By: Amy E. Weaver  
Title: SVP and Assistant Secretary

STATE OF WASHINGTON     )  
  ) ss.  
COUNTY OF KING         )

I certify that I personally know that Amy E. Weaver is the person who appeared before me, and that she stated under oath that she is the duly appointed Senior Vice President and Assistant Secretary of OneTime.com, Inc., that she has the authority to execute this instrument on behalf of OneTime.com, Inc., and that the execution of this instrument is her free and voluntary act for the uses and purposes mentioned in the instrument.

Dated this 9<sup>th</sup> day of December, 2009.

LORI A. HAGSTROM  
STATE OF WASHINGTON  
NOTARY PUBLIC  
MY COMMISSION EXPIRES  
08-16-11

*Lori Hagstrom*  
\_\_\_\_\_  
NOTARY PUBLIC in and for the State of Washington  
Residing at Bothell, Washington  
My appointment expires: 16 August 2011

Schedule A

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
ONETIME	3028451	December 13, 2005