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To the Director of the U. S. Patent

hed documents or the new address(es) below.

1. Name of conveying party(ies):

MediaWhiz Holdings, LLC

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other Limited Liability Company
- Association
- Limited Partnership

Citizenship (see guidelines) Delaware

Additional names of conveying parties attached? Yes No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) July 23, 2010

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: MediaWhiz Holdings, Inc.

Internal

Address: 23rd floor

Street Address: 75 Broad St

City: New York

State: NY

Country: USA Zip: 10004

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

Serial No. 77 375720

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

MediaWhiz Search - standard character

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: David O. Klein

Internal Address: 15th floor

Street Address: 485 Madison Avenue

City: New York

State: NY Zip: 10022

Phone Number: 212-935-6020

Fax Number: 212-753-8101

Email Address: drimas@kleinzelman.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

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40.00 OP

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

7/27/10

Date

David O. Klein

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

Service Mark Assignment Agreement

THIS AGREEMENT, dated as of the 23rd day of July, 2010, by and between MediaWhiz Holdings, LLC., a Delaware corporation, with a principal place of business located at 75 Broad Street, 23rd floor, New York, New York 10004 (hereinafter referred to as "Assignor") and MediaWhiz Holdings, Inc., a Delaware corporation, with a principal place of business located at 75 Broad Street, 23rd floor, New York, New York 10004 (hereinafter referred to as "Assignee").

WHEREAS, Assignor is the applicant of record for one (1) service mark, "Media Whiz Search" (United States Patent & Trademark Office Serial Number 77 375720) (hereinafter referred to as the "Mark").

WHEREAS, the Assignor desires to transfer the Mark to Assignee.

NOW, THEREFORE, in consideration of the mutual covenants, recitals and promises contained herein, and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto agree as follows:

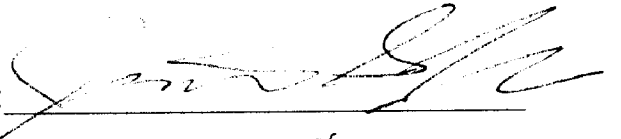
Assignor has agreed to assign, and Assignee has agreed to accept, all rights, title and interest in the Mark. Upon such transfer, Assignor shall have no further interest in the Mark, or liabilities with respect to the Mark.


This Agreement is the complete and only statement of the understanding between the parties and supersedes and merges all prior proposals and understandings between them concerning the subject matter of this Agreement. This Agreement may not be modified or altered except by a written instrument executed by both parties.

IN WITNESS WHEREOF, the parties have each executed this Agreement as of the date first written above.

MediaWhiz, Holdings, LLC:

MediaWhiz Holdings, Inc.:

By: 

By: 

Name: Jonathan Shapiro

Name: Tom Lencetta

Title: CEO

Title: CFO