TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
REARDEN COMMERCE, INC.		09/09/2010	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	GOLD HILL CAPITAL 2008, LP
Street Address:	One Almaden Blvd.
Internal Address:	Suite 630
City:	San Jose
State/Country:	CALIFORNIA
Postal Code:	95113
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	76661530	SERVICES WEB
Serial Number:	76703327	LIFE'S OPERATING SYSTEM
Serial Number:	76632929	REARDEN COMMERCE
Serial Number:	76632927	REARDEN COMMERCE
Serial Number:	76673134	RQST
Registration Number:	3482826	TOTAL TRAVEL EXPERIENCE
Registration Number:	3390633	LIFE. ONLY EASIER.
Registration Number:	3376861	LIFE. ONLY EASIER.
Registration Number:	3376860	LIFE. ONLY EASIER.
Registration Number:	3313058	SAVINGS NOT SOFTWARE
Registration Number:	3303145	LIFE ON DEMAND

CORRESPONDENCE DATA

Fax Number: (858)550-6420

CH $290.00 76661530

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 858-550-6403

Email: erin.obrien@cooley.com

Correspondent Name: Erin O'Brien

Address Line 1:   c/o Cooley LLP

Address Line 2:   4401 Eastgate Mall

Address Line 4:   San Diego, CALIFORNIA   92121

ATTORNEY DOCKET NUMBER:	305623-105 REARDEN TM
NAME OF SUBMITTER:	Erin O'Brien
Signature:	/Erin O'Brien/
Date:	09/28/2010

Total Attachments: 10
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of September _1_, 2010 by and between GOLD HILL CAPITAL 2008, LP, a Delaware limited partnership ("Lender") and REARDEN COMMERCE, INC., a California corporation, formerly known as Talaris Corporation ("Grantor").

RECITALS

Lender has agreed to make certain advances of money and to extend certain financial accommodations to Grantor, Rearden Acquisition Corporation, ExpenseWire LLC and Global Ground Automation, Inc. (collectively, "Borrower") under that certain Loan and Security Agreement by and between Lender and Borrower dated of even date herewith (as amended from time to time, the "Loan Agreement"), subject to that certain Intercreditor Agreement referred to in the Loan Agreement. Capitalized terms used herein are used as defined in the Loan Agreement. Pursuant to the terms of the Loan Agreement, Grantor has granted to Lender a security interest in its personal property, subject to the terms of the Intercreditor Agreement.

NOW, THEREFORE, Grantor agrees as follows:

AGREEMENT

To secure Borrower's obligations under the Loan Agreement and any Loan Document between Borrower and Lender, Grantor grants to Lender a security interest in all of Grantor's right, title and interest in, its intellectual property (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto) and all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof. Grantor represents and warrants that Exhibits A, B, and C attached hereto set forth any and all intellectual property rights in connection to which Grantor has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable, excluding intent to use trademarks. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

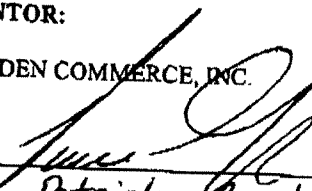[Signature page follows.]

874241 v4/HN

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Address of Grantor:

    1051 E. Hillsdale Blvd., 6th Floor
    Foster City, CA 94404
    Attn: Patrick Grady

GRANTOR:

REARDEN COMMERCE, INC.

By: _____
Name: _Patrick Grady_
Title: _CEO_

LENDER:

GOLD HILL CAPITAL 2008, L.P.

By: _____
Name: _____
Title: _____

Address of Lender:

    One Almaden Blvd., Suite 630
    San Jose, CA 95113
    Attn: Rob Helm

874241 v4/HN

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

Address of Grantor:

    1051 E. Hillsdale Blvd., 6th Floor
    Foster City, CA 94404
    Attn: Patrick Grady

REARDEN COMMERCE, INC.

By: _____

Name: _____

Title: _____

LENDER:

Address of Lender:

    One Almaden Blvd., Suite 630
    San Jose, CA 95113
    Attn: Rob Helm

GOLD HILL CAPITAL 2008, L.P.

By: _____

Name: _____Rob Helm_____

Title:_____Managing Director_____
        Gold Hill Capital

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EXHIBIT A

Copyrights

Description	Registration Number	Registration Date

EXHIBIT B

Patents

Description	Patent/ Serial Number	Issue /Application Date
Method and system for unused ticket management	7,711,586	05/04/10
System and method for predictive booking of reservations based on historical aggregation and events	7,765,119	07/27/10
System and method fro view of transactions and events with dynamic updates	7,752,328	07/06/10
Method and system for testing of policies to determine cost savings	7,743,002	06/22/10
Method and system for an enhanced portal for services suppliers	7,742,954	06/22/10
Method and system for preferred vendor pre-transaction bidding	7,739,134	06/15/10
Methods and system for preferred vendor pre-transaction bidding	7,734,486	06/08/10
One-click service status tracking and updates	7,706,808	04/27/10
System and method for improved treatment of error conditions in transaction systems	7,681,786	03/23/10
System for optimization of cost management	7,660,743	02/09/10
System and method for availability-based limited-time offerings and transactions	7,599,858	10/06/09
System and method for flexible handling of rules and regulations in labor hiring	7,596,566	09/29/09
Method and system for unified presentation of event booking systems	7,506,805	03/24/09
System and method for optimization of group shipments to reduce shipping costs	7,496,520	02/24/09
Systems and methods to use rules and constraints for service consolidation	12/360,040	01/26/09

Description	Patent/ Serial Number	Issue /Application Date
Systems and methods for a graphical personal assistant with context-sensitive advertising	12/477,864	06/03/09
System and method for availability-based limited-time offerings and transactions	12/573,844	10/05/09
System and method for providing travel schedule of contacts	12/059,947	03/31/08
System and method for multi-modal travel shopping	12/034,424	02/20/08
System and method for optimization of group shipments to reduce shipping costs	12/354,692	01/15/09
Method and system for unified presentation of event booking systems	12/347,656	12/31/08
System and method for latency management assistant	11/829,823	07/27/07
System and method for tentative booking when service providers are temporarily unavailable	11/829,824	07/27/07
System and method for proactive agenda management	11/829,816	07/27/07
System and method for interactive natural language rebooking or rescheduling of calendar activities	11/768,884	06/26/07
System and method for facilitating transfer of experience data in to generate a new member profile for a online service portal	11/625,168	02/16/07
System and method for peer person-and situation-based recommendations	11/625,145	02/16/07
Method and system for fine and course-grained authorization of personal feed contents	11/549,950	10/16/06
System and method for transferring a service policy between domains	11/484,037	07/10/06
Automated knowledge base of feeds tags	11/478,799	06/30/06
Derivation of relationships between data sets using structured tags or schemas	11/479,434	06/30/06
System and method for regulating supplier acceptance of service requests	11/479,603	06/30/06

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Description	Patent/ Serial Number	Issue /Application Date
Method and system for personal restaurant assistant	11/480,106	06/30/06
System and method for changing a personal profile or context during a transaction	11/478,798	06/30/06
Triggered transactions based on criteria	11/479,598	06/30/06
System and method for core identity with personas across multiple domains with permissions on profile data based on rights of domain	11/479,436	06/30/06
System and method for automatically rebooking reservations	11/479,055	06/30/06
Method and system for culling star performers, trendsetters and connectors from a pool of users	11/479,097	06/30/06
Fraudulent address database	11/293,318	12/01/05
Service designer solution	11/292,503	12/01/05
Aggregate transit times	11/293,316	12/01/05
Method and system for capturing and calculating complex consumer ratings of goods and services	11/240,739	09/30/05
Automated refund process	11/292,849	12/01/05
Method and system for dynamic social networking based on similar travel itineraries	11/549,961	10/16/06
System and method for contextualized, interactive maps for finding and booking services	11/549,967	10/16/06
System and method for automatic review of travel changes and improved suggestions and rules set	11/549,957	10/16/06
Automatic Services Exchange	10/338,363	01/07/03
Coordination for Group Procurement of Services	10/855,269	05/26/04
Customer Satisfaction in Booking Process	10/960,408	10/06/04
Platform for Multi-Service Procurement	11/067,537	02/24/05

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Description	Patent/ Serial Number	Issue /Application Date
Method and System for Delegation of Travel Arrangements by a Temporary Agent	10/943,608	09/17/04
Method and System for an Automated Trip Planner	10/966,561	10/15/04
Intelligent Meeting Planner	11/026,798	12/30/04
Apparatus and Method to Provide Community Pricing	11/027,115	12/30/04
Cost Model Analysis and Breakdown for Cost Buildup	11/093,615	03/29/05
Method and System for Anonymous Resale of Inventory and Profit-Making from Sale of Unused Inventory	11/093,353	03/29/05
Supplier Integration with Services Business language	11/093,610	03/29/05
Method and System for Anonymous Resale of Inventory and Profit-Making from Sale of Unused Inventory	11/096,635	03/31/05
Method and System for Automatic Scheduling of Multiple Subgroup Meetings	11/121,863	05/03/05
Aggregate Collection of Travel Data	11/112,376	04/21/05
Method and Apparatus for Reporting Work hours by Phone or Other E-Media	11/121,861	05/03/05
Method and System for Booking An Open Return Ticket Online	11/178,032	07/07/05
Asynchronous, Location-Independent Web Service Invocation	11/178,107	07/07/05
Method and System for Enhanced Visual Meeting and Schedule Planner	11/177,997	07/07/05
Chance Meeting Addition to Trip Planner or Meeting Planner	11/177,793	07/07/05
Flexible Policy Application to Reduce Travel Costs	11/178,033	07/07/05
System for Travel Services Resource Sharing	11/178,007	07/07/05
Method and System for Interacting via Messages with a Travel Services System	11/315,421	12/21/05

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Description	Patent/ Serial Number	Issue /Application Date
Method and System for Ranking Services on a Variable Scale of Compliance	11/319,911	12/27/05
Method and System for Prediction and Delivery of Time- and Context Sensitive Services	11/321,769	12/28/05
Method and System to Provide Cumulative Budget and Probabilities for a Return on Expenditure for Policy Enforcement	11/324,083	12/29/05
Method and System for Transferring of Stateful Screen in a Stateless Session	11/323,766	12/30/05
Method and System for Dynamic Event Adjustment	11/323,135	12/29/05
Method and System for Resource Planning for Service Provider	11/388,540	03/23/06
Methods and System for Traffic Tracking and Conversion Tracking	11/388,360	03/23/06
System and Method for Viral Distribution of Short-Term Location Oriented Offers	11/395,413	03/30/06
Method and Systems for Personal Restaurant Assistant	11/480,106	06/30/06
Transportation Network System (CANADA-application)	2,282,294	10/21/97
Systems and Methods to Present Travel Options	12/354,692	02/13/09
System and Method for Offering, Tracking and promoting Loyalty Rewards including Geographic Focus	12/771,919	04/30/10

EXHIBIT C

Trademarks

Description	Registration/ Application Number	Registration/ Application Date
SERVICES WEB (Intent to Use application)	76/661,530	06/08/06
LIFE'S OPERATING SYSTEM	76/703,327	06/10/10
REARDEN COMMERCE	76/632,929	03/04/05
REARDEN COMMERCE	76/632,927	03/04/05
RQST (Intent to Use application)	76/673,34	02/26/07
TOTAL TRAVEL EXPERIENCE	3,482,826	08/12/08
LIFE. ONLY EASIER.	3,390,633	03/04/08
LIFE. ONLY EASIER.	3,376,861	02/05/08
LIFE. ONLY EASIER.	3,376,860	02/05/08
SAVINGS NOT SOFTWARE	3,313,058	10/16/07
LIFE ON DEMAND	3,303,145	10/02/07