

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<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>
Cachet Banq		11/17/2010	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SBS Payroll, Inc.		
<b>Street Address:</b>	750 East Green Street		
<b>Internal Address:</b>	Suite 315		
<b>City:</b>	Pasadena		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	91101		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77622921	FLEXVIEW	
<b>Serial Number:</b>	77622917	FLEXCHECKS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(408)720-8383		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	310-207-3800		
<b>Email:</b>	alexis_karriker@bstz.com		
<b>Correspondent Name:</b>	Blakely, Sokoloff, Taylor & Zafman LLP		
<b>Address Line 1:</b>	1279 Oakmead Parkway		
<b>Address Line 4:</b>	Sunnyvale, CALIFORNIA 94085-4040		
<b>ATTORNEY DOCKET NUMBER:</b>	006286.T011 & T012		
<b>NAME OF SUBMITTER:</b>	Eric S. Hyman		
<b>Signature:</b>	/eric s. hyman/		

CH \$65.00 77622921

Date:

11/18/2010

Total Attachments: 2

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6286.T011 & T012

ASSIGNMENT


WHEREAS, Cachet Banq, a California corporation, having a place of business at 750 East Green Street, Suite 315, Pasadena, California 91101 (hereinafter called the "Assignor"), is the owner of the trademarks and corresponding United States applications for registration shown in Schedule 1 attached hereto (hereinafter the "Marks"); and

WHEREAS, SBS Payroll, Inc., a California corporation, having a place of business at 750 East Green Street, Suite 315, Pasadena, California 91101 (hereinafter called the Assignee) is desirous of acquiring from said Assignor the entire right, title and interest in and to the Marks together with the goodwill of the business pertaining thereto and corresponding United States application for registration thereof, and the Assignor is willing to assign the Marks associated goodwill and corresponding United States applications for registration to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which Assignor hereby acknowledges, Assignor does hereby sell, assign and transfer unto the Assignee, the entire right, title and interest in and to the Marks, together with the goodwill of the business pertaining thereto and corresponding United States applications for registration.

IN WITNESS WHEREOF, Assignor has executed this assignment on the 17<sup>th</sup> day of November, 2010.

Cachet Banq  
"Assignor"

By:   
Name: Al Blowers  
Title: President

OF THE STATE OF CALIFORNIA

Mark	Serial No.	Filing Date	Goods/Services
FLEXVIEW	77/622,921	11/26/2008	providing an on-line computer database which permits the user to obtain and print basic demographic, human resources, payroll, and tax information, namely, employee name, employee ID, employee home address, employee department, employee hire date, salary information, employee tax withholding information, employee time off availability information, scheduled payroll deduction information, current and past pay stubs, W2 forms, and 1099 forms
FLEXCHECKS	77/622,917	11/26/2008	bill payment services, namely, check writing services for end user clients in which checks are written on a trust account; CBC services, namely, issuance of bank checks on behalf of others

Schedule 1

TRADEMARK