TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Grant of Security Interest in US Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Western Money Systems		03/01/2011	CORPORATION: NEVADA

RECEIVING PARTY DATA

Name:	Deutsche Bank Trust Company Americas, as collateral agent
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	Banking corporation: NEW YORK

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	3847071	WESTERN MONEY SYSTEMS
Registration Number:	3830350	WESTERN MONEY SYSTEMS
Registration Number:	3839900	WESTERN MONEY SYSTEMS
Serial Number:	85066861	CHANGEX
Serial Number:	85066889	CHANGEX
Serial Number:	85089860	TICKETXCHANGE
Serial Number:	85094245	JACKPOTXCHANGE
Serial Number:	85128459	JACKPOTXCHANGE
Serial Number:	85093937	XCHANGE MANAGER
Serial Number:	85093895	CASINOXCHANGE
Serial Number:	85094274	CASINOXCHANGE
Serial Number:	85093992	XCHANGE EXPLORER
Serial Number:	85110215	POINTXCHANGE
Serial Number:	85110247	POINTXCHANGE

OP $365.00 3847071

CORRESPONDENCE DATA

Fax Number:	(212)354-8113

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

Phone:	2128198200
Email:	fcutajar@whitecase.com
Correspondent Name:	White & Case LLP
Address Line 1:	1155 Avenue of the Americas
Address Line 2:	Patents & Trademarks
Address Line 4:	New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	1111779-2140
NAME OF SUBMITTER:	Frances B. Cutajar
Signature:	/Frances B. Cutajar/
Date:	03/04/2011

Total Attachments: 4
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EXECUTION VERSION

GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Western Money Systems, a Nevada corporation with principal offices at 3525 East Post Road, Suite 120, Las Vegas, Nevada, 89120 (the "Grantor"), hereby grants to Deutsche Bank Trust Company Americas, as Collateral Agent, with principal offices at 60 Wall Street, New York, New York, 10005 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of March 1, 2011 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 1st day of MARCH, 2011.

WESTERN MONEY SYSTEMS, Grantor

By_____
Name: Scott H. Betts
Title: President

DEUTSCHE BANK TRUST COMPANY AMERICAS,

as Collateral Agent and Grantee

By_____
Name:
Title:

By_____
Name:
Title:

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DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Collateral Agent and Grantee

By: _____
Name: Mary Kay Coyle
Title: Managing Director

By: _____
Name: Scottye Lindsey
Title: Director

SCHEDULE OF MARKS AND APPLICATIONS; INTERNET DOMAIN NAME REGISTRATIONS

1. Marks and Applications:

Registered Marks

Owner	Mark	Registration No.	Reg. Date	Country / State
Western Money Systems	WESTERN MONEY SYSTEMS	3847071	09/14/10	USA
Western Money Systems	WESTERN MONEY SYSTEMS	3830350	08/10/10	USA
Western Money Systems	WESTERN MONEY SYSTEMS	3839900	08/31/10	USA

Applications for Marks

Owner	Mark	Application No.	Application Date	Country
Western Money Systems	CHANGEX	85066861	06/18/10	USA
Western Money Systems	CHANGEX	85066889	06/18/10	USA
Western Money Systems	TICKETXCHANGE	85089860	07/21/10	USA
Western Money Systems	JACKPOTXCHANGE	85094245	07/27/10	USA
Western Money Systems	JACKPOTXCHANGE	85128459	09/13/10	USA
Western Money Systems	XCHANGE MANAGER	85093937	07/27/10	USA
Western Money Systems	CASINOXCHANGE	85093895	07/27/10	USA
Western Money Systems	CASINOXCHANGE	85094274	07/27/10	USA
Western Money Systems	XCHANGE EXPLORER	85093992	07/27/10	USA
Western Money Systems	POINTXCHANGE	85110215	08/18/10	USA
Western Money Systems	POINTXCHANGE	85110247	08/18/10	USA