

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Provell, Inc.		02/18/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Sempris, LLC
Street Address:	11100 Wayzata Blvd.
Internal Address:	Suite 680
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55305
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	3295662	VACATION PASSPORT
Registration Number:	3309228	BUYERS PLUS
Registration Number:	3309000	GLEAM & GLAMOUR
Registration Number:	3877999	VALUE SOURCE
Serial Number:	77871721	BUDGET SOURCE
Serial Number:	77871705	MORE FUN 4 LESS
Serial Number:	77929076	TASTE FOR SAVINGS
Serial Number:	77928875	PANTRY CHAMPION
Serial Number:	77928873	PANTRY CHAMP
Serial Number:	77871719	BUDGET NET
Serial Number:	77863895	@HOME FUN
Serial Number:	77863899	FUNTIME CENTRAL
Serial Number:	77838140	PRIMESAVER

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Serial Number:	77838166	SAVERSSOLUTION
Registration Number:	3706572	PULSE
Registration Number:	3514891	FUNSOURCE
Registration Number:	2727977	HOMEPLAY
Registration Number:	2655758	GIFT CERTIFICATE CONNECTION
Registration Number:	3061439	EXPLORE USA
Registration Number:	2397880	TODAY'S HANDYMAN
Registration Number:	2368322	GIFT GALLERY
Registration Number:	2368320	VALUE ACCESS
Registration Number:	2349999	SMART PERKS
Registration Number:	2456907	HANDY VALUES
Registration Number:	2434589	VALUE PLUS
Registration Number:	2250523	BUDGET SAVERS
Registration Number:	2220275	ESSENTIALS FOR HOME
Registration Number:	3540989	PROVELL
Serial Number:	77871710	FUNTIME SAVINGS

CORRESPONDENCE DATA

Fax Number: (404)881-7777
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 404-881-7000
Email: betsy.perkins@alston.com
Correspondent Name: Laura Kees
Address Line 1: 1201 West Peachtree Street
Address Line 4: Atlanta, GEORGIA 30309-3424

ATTORNEY DOCKET NUMBER:	058179/402085
NAME OF SUBMITTER:	Laura Kees
Signature:	/Laura Kees/
Date:	03/25/2011

Total Attachments: 5
source=Sempris assign doc#page1.tif
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ASSET PURCHASE AGREEMENT

This Asset Purchase Agreement (this "Agreement") is entered into on February 18, 2011, by and among SEMPRIS, LLC, a Delaware limited liability company (the "Buyer"), PROVELL, INC., a Delaware corporation (the "Company"), and Big Bridge Holdings, Inc., a Delaware corporation ("Buyer Parent").

RECITALS:

The Company is engaged primarily in the business of creating and servicing entertainment, travel, beauty and other lifestyle programs for consumers (the "Membership Business"). Consumers who join these programs receive discounted products and services. The Company is also engaged in the business of selling name brand merchandise on the Internet at discounted prices to the general public (the "Merchandising Business"). The Membership Business and Merchandising Business are hereinafter collectively referred to as (the "Business").

The Buyer, which is a wholly-owned subsidiary of Big Bridge Holdings, Inc., a Delaware corporation ("Buyer Parent"), wishes, on the terms and conditions set forth in this Agreement, to purchase all of the Company's assets (except for those identified in Section 1.02 hereof). As consideration for these assets, the Buyer will, on the terms and conditions set forth below, assume certain of the Company's liabilities. In addition, Buyer Parent will issue shares of its common stock to the Company. Although the parties hereto are executing this Agreement on the date first written above, the parties hereto desire the Buyer to be deemed to be the owner of the assets being sold hereunder (except for Consent Required Contracts, as defined in Section 1.01 below) and responsible for the liabilities being assumed hereunder as of January 2, 2011.

NOW, THEREFORE, in consideration of the mutual representations, warranties, covenants and agreements herein contained, and upon and subject to the terms and the conditions hereinafter set forth, the parties do hereby agree as follows:

ARTICLE I

PURCHASE AND SALE OF ASSETS; ASSUMPTION OF LIABILITIES

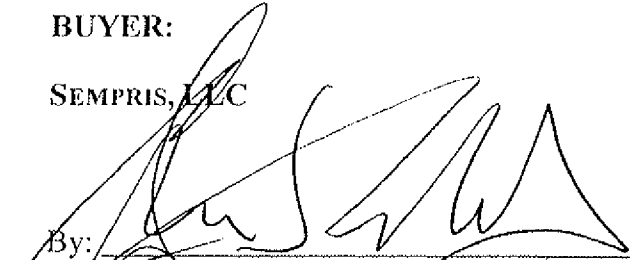
1.01 **Transfer of the Assets.** On the terms and subject to the conditions of this Agreement, the Company hereby sells, conveys, assigns, and transfers to the Buyer, and the Buyer hereby purchases, accepts and takes from the Company, all of the Company's right, title and interest in and to the assets, properties, privileges, claims and contracts of every kind and nature, real and personal, tangible and intangible, absolute or contingent, wherever located and whether or not carried on the books and records of the Company relating to or utilized in the Business, except for the Company's right, title and interest in and to the Excluded Assets, as defined herein, (the "Purchased Assets"). The Purchased Assets shall include, but shall not be limited to the following:

- (a) all customer lists and membership lists which are owned by the Company;

IN WITNESS WHEREOF, each of the parties hereto has duly executed and delivered this Agreement as of the date first above written.

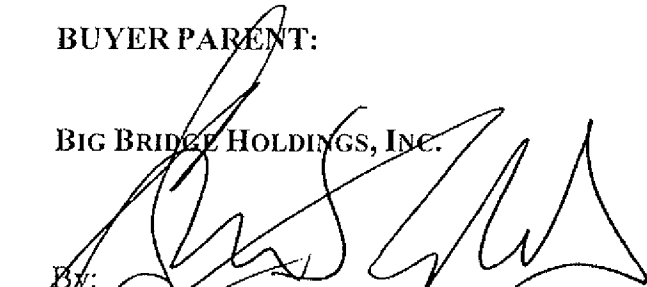
BUYER:

SEMPRIS, LLC

By: 
Name: GEORGE S. RICHARDS
Title: _____


BUYER PARENT:

BIG BRIDGE HOLDINGS, INC.

By: 
Name: GEORGE S. RICHARDS
Title: CHIEF EXECUTIVE OFFICER

COMPANY:

PROVELL, INC.

By: 
Name: THOMAS M. CAVALLE
Title: SVP + CFO

Schedule 3.09(b)
Intellectual Property

Registered Marks

Serial Number	Reg. Number	Word Mark	Record Owner	Date of Issuance	Country
78897759	3295662	Vacation Passport	Provell, Inc.	9/18/07	United States
78765948	3309228	Buyers Plus	Provell, Inc.	10/9/07	United States
78738989	3309000	Gleam & Glamour	Provell, Inc.	10/9/07	United States
77871715	3877999	Value Source	Provell, Inc.	11/16/10	United States
77871721		Budget Source	Provell, Inc.	11/12/09 (filed)	United States
77871705		More Fun 4 Less	Provell, Inc.	11/12/09 (filed)	United States
77929076		Taste for Savings	Provell, Inc.	2/5/10 (filed)	United States
77928875		Pantry Champion	Provell, Inc.	2/5/10 (filed)	United States
77928873		Pantry Champ	Provell, Inc.	2/5/10 (filed)	United States
77871719		Budget Net	Provell, Inc.	11/12/09 (filed)	United States
77863895		@Home Fun	Provell, Inc.	11/3/09 (filed)	United States
77863899		Funtime Central	Provell, Inc.	11/3/09 (filed)	United States
77838140		PrimeSaver	Provell, Inc.	9/30/09 (filed)	United States
77838166		SaversSolution	Provell, Inc.	9/30/09	United States
77545624	3706572	Pulse	Provell, Inc.	11/3/09	United States
77236836	3514891	FunSource	Provell, Inc.	10/14/08	United States
76327148	2727977	HomePlay	Provell, Inc.	6/17/03	United States
76209171	2655758	Gift Certificate Connection	Provell, Inc.	12/3/02	United States
76208542	3061439	Explore USA	Provell, Inc.	2/28/06	United States
75851488	2397880	Today's Handyman	Provell, Inc.	10/24/00	United States
75711798	2368322	Gift Gallery	Provell, Inc.	7/18/00	United States
75711525	2368320	Value Access	Provell, Inc.	7/18/00	United States
75711469	2349999	Smart Perks	Provell, Inc.	5/16/00	United States
75851486	2456907	Handy Values	Provell, Inc.	6/5/01	United States
75629038	2434589	Value Plus	Provell, Inc.	3/13/01	United States
75384752	2250523	Budget Savers	Provell, Inc.	6/1/99	United States
75360220	2220275	Essentials for Home	Provell, Inc.	1/26/99	United States
77161692	3540989	Provell	Provell, Inc.	12/2/08	United States
77871710		Funtime Savings	Provell, Inc.	11/12/09	United States

Copyrights

Reg. Number	Copyright	Record Owner	Country
TX0006074155 TX0006140355 TX0006087757	Duets Entertainment and Travel Guide	Provell, Inc.	United States

Domain Names

Domain Name	Account Holder
8004751942.com	Provell, Inc.
athomefun.com	Provell, Inc.
bestdealcompany.com	Provell, Inc.
budgetsaversonline.com	Provell, Inc.
cookinginstyleonline.com	Provell, Inc.
creditrader.net	Provell, Inc.
customerrelationshipservicers.com	Provell, Inc.
damark.com	Provell, Inc.
damarkrewards.com	Provell, Inc.
direct-to-u.com	Provell, Inc.
duetsonline.com	Provell, Inc.
essentialsforhome.com	Provell, Inc.
exploreusa.us	Provell International (registry error, to be corrected to Provell, Inc. prior to transfer to Sempris, LLC)
funtimesavings.com	Provell, Inc.
gift-gallery-online.com	Provell, Inc.
Glamourinyou.com	Provell, Inc.
gleamandglamour.com	Provell, Inc.
Greatdealclub.com	Provell, Inc.
greatdealcompany.com	Provell, Inc.
greatdealcompany.net	Provell, Inc.
grocery-store-savings.com	Provell, Inc.
homeplayonline.com	Provell, Inc.
ibuyersplus.com	Provell, Inc.
iexploreusa.com	Provell, Inc.
ismartperks.com	Provell, Inc.
ismartperks.net	Provell, Inc.
kitshipment.com	Provell, Inc.
membershipservices.info	Provell, Inc.
Memberstatus.com	Provell, Inc.
merchandisehelp.com	Provell, Inc.
mobivp.com	Provell, Inc.
morefun4lessonline.com	Provell, Inc.
Mybudgetnet.com	Provell, Inc.
mybudgetsource.com	Provell, Inc.
Mybuyersbest.com	Provell, Inc.
Mybuyersplus.com	Provell, Inc.
myfunsource.com	Provell, Inc.
myfuntimecentral.com	Provell, Inc.
myprimesaver.com	Provell, Inc.
mypulseonline.com	Provell, Inc.

mysaverschoice.com	Provell, Inc.
mysaverscircle.com	Provell, Inc.
mymartperks.com	Provell, Inc.
mymartperks.net	Provell, Inc.
mymartsavers.com	Provell, Inc.
myvacationpassport.com	Provell, Inc.
myvalueaccess.com	Provell, Inc.
myvalueway.com	Provell, Inc.
Netsensations.com	Provell, Inc.
onlinemembershipservices.com	Provell, Inc.
pantrychamp.com	Provell, Inc.
pantrychampion.com	Provell, Inc.
programstop.com	Provell, Inc.
pulsesmart.com	Provell, Inc.
saverssolution.com	Provell, Inc.
semprisinc.com	Provell, Inc.
semprisincorporated.com	Provell, Inc.
semprisllc.com	Provell International (registry error, to be corrected to Provell, Inc. prior to transfer to Sempris, LLC)
smartperksonline.com	Provell, Inc.
taste4savings.com	Provell, Inc.
Tasteforsavings.com	Provell, Inc.
thebestdealcompany.com	Provell, Inc.
thegreatdealcompany.com	Provell, Inc.
traveltc.com	Provell, Inc.
tripplerstravel.com	Provell, Inc.
Tripplerstravels.com	Provell, Inc.
tripplertravel.com	Provell, Inc.
tripplertravel.info	Provell, Inc.
tripplertravel.net	Provell, Inc.
tripplertravel.org	Provell, Inc.
tripplertravel.us	Provell International (registry error, to be corrected to Provell, Inc. prior to transfer to Sempris, LLC)
tripplertravels.com	Provell, Inc.
tripplertravel.com	Provell, Inc.
vacationpassportonline.com	Provell, Inc.
valueplus.us	Provell International (registry error, to be corrected to Provell, Inc. prior to transfer to Sempris, LLC)
Valueplusonline.com	Provell, Inc.
valuesourceonline.com	Provell, Inc.
vpcell.com	Provell, Inc.
provell.com	Provell, Inc.