

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
e-Rewards, Inc.		03/29/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A., as Administrative Agent		
Street Address:	2200 Ross Avenue, 8th Floor		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75201		
Entity Type:	Nantional Association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3725976	HYBRID INTERVIEWING	
Serial Number:	85136896	RESEARCH NOW	
Serial Number:	85136899	R N	
Serial Number:	85136906	R N RESEARCH NOW	
Serial Number:	85249799	SHAPE THE WORLD AROUND YOU	
CORRESPONDENCE DATA			
Fax Number:	(214)661-4691		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	214-953-6691		
Email:	b.k.drinkwater@bakerbotts.com		
Correspondent Name:	B.K. Drinkwater, c/o Baker Botts L.L.P.		
Address Line 1:	2001 Ross Avenue, Suite 600		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	002642.2431		

CH \$140.00 3725976

NAME OF SUBMITTER:	B.K. Drinkwater
Signature:	/B.K. Drinkwater/
Date:	04/11/2011
Total Attachments: 9 source=JPMorgan e-Rewards Release 411#page1.tif source=JPMorgan e-Rewards Release 411#page2.tif source=JPMorgan e-Rewards Release 411#page3.tif source=JPMorgan e-Rewards Release 411#page4.tif source=JPMorgan e-Rewards Release 411#page5.tif source=JPMorgan e-Rewards Release 411#page6.tif source=JPMorgan e-Rewards Release 411#page7.tif source=JPMorgan e-Rewards Release 411#page8.tif source=JPMorgan e-Rewards Release 411#page9.tif	

INTELLECTUAL PROPERTY SECURITY AGREEMENT

March 29, 2011

Pursuant to a Pledge and Security Agreement (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), dated as of October 22, 2009, e-Rewards, Inc., a Delaware corporation ("Grantor"), whose address is 5800 Tennyson Parkway, Suite 600, Plano, Texas 75024, hereby grants and assigns to JPMorgan Chase Bank, N.A. as Administrative Agent, whose address is 2200 Ross Avenue, 8th Floor, Dallas, Texas 75201, Attention of Vicount Cornwall, a continuing security interest in and a continuing lien upon all of its right, title and interest in and to the following, whether now owned or hereafter acquired:

(a) all copyrights, rights and interests in copyrights, works protectable by copyright, copyright registrations, and copyright applications; all renewals of any of the foregoing; all income, royalties, damages, and payments now or hereafter due and/or payable under any of the foregoing, including damages or payments for past or future infringements for any of the foregoing; the right to sue for past, present, and future infringements of any of the foregoing and all rights corresponding to any of the foregoing throughout the world, including without limitation, the foregoing as set forth on Exhibit A;

(b) any and all patents and patent applications; all inventions and improvements described and claimed therein; all reissues, divisions, continuations, renewals, extensions, and continuations-in-part thereof; all income, royalties, damages, claims, and payments now or hereafter due or payable under and with respect thereto, including damages and payments for past and future infringements thereof; all rights to sue for past, present, and future infringements thereof and all rights corresponding to any of the foregoing throughout the world, including without limitation, the foregoing as set forth on Exhibit B; and

(c) all trademarks (including service marks), trade names, trade dress, and trade styles and the registrations and applications for registration thereof and the goodwill of the business symbolized by the foregoing; all licenses of the foregoing, whether as licensee or licensor; all renewals of the foregoing; all income, royalties, damages, and payments now or hereafter due or payable with respect thereto, including damages, claims, and payments for past and future infringements thereof; all rights to sue for past, present, and future infringements of the foregoing, including the right to settle suits involving claims and demands for royalties owing and all rights corresponding to any of the foregoing throughout the world, including without limitation, the foregoing as set forth on Exhibit C.

The Administrative Agent's security interest in such copyrights, patents, trademarks, service marks and registrations, applications for registration thereof can be terminated only in accordance with the terms of the Security Agreement.

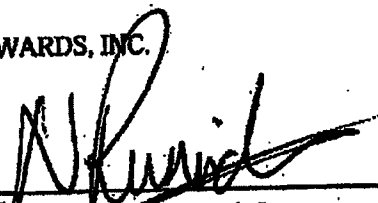
[Signature page follows]

HOU03:1266772

TRADEMARK
REEL: 004519 FRAME: 0405

IN WITNESS WHEREOF, the undersigned has executed this Intellectual Property Security Agreement as of the date first above written.

E-REWARDS, INC.

By: 
Name: Nathan Runnicles
Title: Chief Financial Officer

HOU03:1266772

Signature Page to IP Security Agreement

TRADEMARK
REEL: 004519 FRAME: 0406

EXHIBIT A

Copyrights and Copyright Applications

None.

HOU03:1266772

TRADEMARK
REEL: 004519 FRAME: 0407

EXHIBIT B

Patents and Patent Applications

Nature of Interest	Description	Application No.	Application Date	Country
Owner	Method & System for Screening & Evaluation of Research Panel Members	PCT/US2009/06336	11/5/2009	PCT

HOU03:1266772

EXHIBIT C

Trademarks and Trademark Applications

[See attached.]

HOU03:1266772

Registered Trademarks

Nature of Interest	Trademark	Application No.	Property Covered	Application Date	Country
Owner	HYBRID INTERVIEWING	3725976	Business and market research services; conducting and analyzing business, market and public opinion research surveys, organization and management of focus groups, panel groups., and online opinion panel participants: preparing survey statistical reports; consulting services in the field of market research and public opinion surveys	12/15/2009	USA
Owner	PANELIST DNA	8502965	Promotion services: market research services: promoting the goods and services of others through the administration of loyalty incentive award programs: conducting processing, and analyzing market research and public opinion surveys: consulting services in the field of market research and public opinion surveys	8/21/2009	CTM
Owner	PANELIST DNA	2524412	Promotion services: market research services: promoting the goods and services of others through the administration of loyalty incentive award programs: conducting processing, and analyzing market research and public opinion surveys: consulting services in the field of market research and public opinion surveys	8/21/2009	UK
Owner	PANELIST DNA	3.02009E+11	Promotion services: market research services: promoting the goods and services of others through the administration of loyalty incentive award programs: conducting processing, and analyzing market research and public opinion surveys: consulting services in the field of market research and public opinion surveys	8/21/2009	GERMANY
Owner	PANELIST DNA	93671670	Promotion services: market research services: promoting the goods and services of others	1/22/2010	FRANCE

HOU03:1266772

Owner	U.TALK.BACK	780349	through the administration of loyalty incentive award programs; conducting processing, and analyzing market research and public opinion surveys; consulting services in the field of market research and public opinion surveys	10/22/2010	CANADA
Owner	VERACITY360 (and design)	93632888	Business and market research services: conducting and analyzing business, market and public opinion research surveys; organization and management of focus groups, panel groups, and on-line opinion panel participants; preparing survey statistical reports; providing a computerized online interactive database for business and marketing research surveys of subscribers featuring survey data and analyses; consulting services in the field of market research and public opinion surveys; providing customer and prospective customer relationship management consultation services to businesses Marketing research services for others	7/31/2009	FRANCE

Trademark Applications

Nature of Interest	Trademark	Application No.	Property Covered	Application Date	Country
Owner	RESEARCH NOW	85/136896	Business and marketing services, namely, conducting, processing, and analyzing qualitative and quantitative business and marketing research and public opinion surveys; consulting services in the field of market research public opinion surveys; organization and management of focus groups, panel	9/3/2010	USA

HOU03:1266772

Owner	RN (design)	85/136899	groups and online opinion panel participants; business information services, namely data collection and data sampling; and providing customer and prospective customer relationship management consultation services to businesses Business and marketing services, namely, conducting, processing, and analyzing qualitative and quantitative business and marketing research and public opinion surveys; consulting services in the field of market research public opinion surveys; organization and management of focus groups, panel groups and online opinion panel participants; business information services, namely data collection and data sampling; and providing customer and prospective customer relationship management consultation services to businesses	9/23/2010	USA
Owner	RN RESEARCH NOW (design)	85/136906	Business and marketing services, namely, conducting, processing, and analyzing qualitative and quantitative business and marketing research and public opinion surveys; consulting services in the field of market research public opinion surveys; organization and management of focus groups, panel groups and online opinion panel participants; business information services, namely data collection and data sampling; and providing customer and prospective customer relationship management consultation services to businesses	9/23/2010	USA
Owner	SHAPE THE WORLD AROUND	85/249799	Promoting the goods and services of others through administration of loyalty incentive award programs; promoting loyalty for	2/23/2011	USA

HOU03:1266772

	YOU		participation via online computer network services by incentive awards to subscribers; organization and management of focus groups, panel groups, and online opinion panel participants; conducting and analyzing business, market and public opinion research surveys		
--	-----	--	--	--	--

HOU03:1266772