

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
Worktopia, Inc.		05/18/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	SignUp4, LLC		
Street Address:	3500 Piedmont Road		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30305		
Entity Type:	LIMITED LIABILITY COMPANY: GEORGIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3307787	WORKTOPIA	
Registration Number:	3778769	UNIVERSAL MEETING SOLUTION	
CORRESPONDENCE DATA			
Fax Number:	(904)598-6212		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	904-598-6112		
Email:	krowe@sgrlaw.com		
Correspondent Name:	Katharine F. Rowe		
Address Line 1:	50 N. Laura Street		
Address Line 2:	Suite 2600		
Address Line 4:	Jacksonville, FLORIDA 32202		
NAME OF SUBMITTER:	Katharine F. Rowe		
Signature:	/Katharine F. Rowe/		
Date:	05/25/2011		

OP \$65.00 3307787

Total Attachments: 6

source=Trademark Transfer Statement#page1.tif

source=Trademark Transfer Statement#page2.tif

source=Trademark Transfer Statement#page3.tif

source=Trademark Transfer Statement#page4.tif

source=Trademark Transfer Statement#page5.tif

source=Trademark Transfer Statement#page6.tif

TRADEMARK TRANSFER STATEMENT
(under Uniform Commercial Code Section 9-619)

WHEREAS, Worktopia, Inc., a Delaware corporation ("**Debtor**"), is the registered owner of certain trademarks and service marks registered and pending in the United States Patent and Trademark Office, foreign trademark registrations, and common law trademarks and service marks (hereinafter collectively referred to as the "**Marks**"), all of which are set forth on the Schedule attached hereto;

WHEREAS, Debtor previously granted to Venture Lending & Leasing V, Inc. ("**Secured Party**") security interests in all of Debtor's right, title and interest in and to all general intangibles and other personal property owned by Debtor, including the Marks, as security for certain loans which are in default;

WHEREAS, Debtor has defaulted in connection with its secured obligations to Secured Party;

WHEREAS, Secured Party has exercised its post-default rights of foreclosure of its security interests in and to the Marks and the goodwill associated therewith, and pursuant to a Secured Party Bill of Sale has conveyed on May 18, 2011, the Marks (and the goodwill of the business with which the Marks were used and the right to sue for past, present and future infringement thereof) to SignUp4, LLC, a Georgia limited liability company ("**Transferee**"); and

WHEREAS, by reason of the exercise of such foreclosure remedies and conveyance, all rights of Debtor in and to the Marks (and the goodwill of the business with which the Marks were used and the right to sue for past, present and future infringement thereof) have been acquired by Transferee.

NOW, THEREFORE, in accordance with Section 9619(b) of the California Commercial Code, Transferee is entitled to a transfer of record of all rights of Debtor in the Marks, and request is hereby made that the Commissioner of Patents and Trademarks and the United States Patent and Trademark Office and the Community Trade Marks Register and Office for Harmonization in the Internal Market (OHIM) accept the foregoing transfer statement and promptly amend its records to reflect the aforesaid transfer to Transferee.

The mailing address of Debtor, Secured Party and the Transferee are as follows:

Debtor: Worktopia, Inc.
1311 Mamaroneck Ave.
Suite 360
White Plains, New York 10605
Attention: John Arenas

Secured Party: Venture Lending & Leasing V, Inc.
2010 North First Street, Suite 310
San Jose, CA 95131
Attn: Chief Financial Officer

Transferee: SignUp4, LLC
3500 Piedmont Road
Atlanta, GA 30305
Attention: Nick Romano

This instrument may be executed in counterparts, and each counterpart shall have the same force and effect as an original and shall constitute an effective, binding agreement on the part of each of the undersigned. This instrument may be executed by facsimile signature, and such signature shall be treated as a fully enforceable signature hereto.

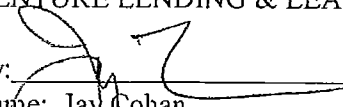
[Signature pages follow]

[Signature page to Trademark Transfer Statement]

IN WITNESS WHEREOF, each of Secured Party and Transferee has caused its name to be signed by a duly authorized representative this 18TH day of May, 2011.

SECURED PARTY:

VENTURE LENDING & LEASING V, INC.

By: 
Name: Jay Cohan
Title: Vice President

TRANSFEREE:

SIGNUP4, LLC

By: _____
Name:
Title:

CONSENT

Worktopia, Inc. hereby consents to the transfer of the Marks to Transferee, and to the transfer of the Marks on the records of the United States Patent Office and the records of the Community Trade Marks Register and Office for Harmonization in the Internal Market (OHIM) from Worktopia, Inc. to SignUp4, LLC as described in the foregoing Trademark Transfer Statement.

WORKTOPIA, INC.

By _____
Name:
Title:

[Signature page to Trademark Transfer Statement]

IN WITNESS WHEREOF, each of Secured Party and Transferee has caused its name to be signed by a duly authorized representative this 18TH day of May, 2011.

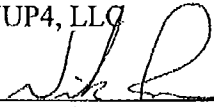
SECURED PARY:

VENTURE LENDING & LEASING V, INC.

By: _____
Name:
Title:

TRANSFEREE:

SIGNUP4, LLC

By:  _____
Name: Nick Romano
Title: President

CONSENT

Worktopia, Inc. hereby consents to the transfer of the Marks to Transferee, and to the transfer of the Marks on the records of the United States Patent Office and the records of the Community Trade Marks Register and Office for Harmonization in the Internal Market (OHIM) from Worktopia, Inc. to SignUp4, LLC as described in the foregoing Trademark Transfer Statement.

WORKTOPIA, INC.

By _____
Name:
Title:

[Signature page to Trademark Transfer Statement]

IN WITNESS WHEREOF, each of Secured Party and Transferee has caused its name to be signed by a duly authorized representative this 18TH day of May, 2011.

SECURED PARTY:

VENTURE LENDING & LEASING V, INC.

By: _____

Name:

Title:

TRANSFeree:

SIGNUP4, LLC

By: _____

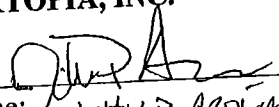
Name:

Title:

CONSENT

Worktopia, Inc. hereby consents to the transfer of the Marks to Transferee, and to the transfer of the Marks on the records of the United States Patent Office and the records of the Community Trade Marks Register and Office for Harmonization in the Internal Market (OHIM) from Worktopia, Inc. to SignUp4, LLC as described in the foregoing Trademark Transfer Statement.

WORKTOPIA, INC.

By: 

Name: John P. Aronias

Title: CEO

Schedule of Trademarks

Description

Registration/Serial Number

WORKTOPIA

Registration No. 3307787

Registration 10/9/2007

UNIVERSAL MEETING
SOLUTION
WORKTOPIA

Registration No. 3778769

Registration 4/20/2010

European Union CTM Reg.
No. 004448585

SGR\8905054.2