

**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>
Xpays, Inc.		09/09/2011	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ICM Registry, LLC		
<b>Street Address:</b>	PO Box 30129		
<b>City:</b>	Palm Beach Gardens		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33420		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3276906	XXX.XXX	
<b>Registration Number:</b>	2757620	XXX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(650)838-4350		
<b>Phone:</b>	6508384441		
<b>Email:</b>	coleb@perkinscoie.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	Brian R. Coleman		
<b>Address Line 1:</b>	3150 Porter Drive		
<b>Address Line 4:</b>	Palo Alto, CALIFORNIA 94304		
<b>ATTORNEY DOCKET NUMBER:</b>	59149-4000		
<b>NAME OF SUBMITTER:</b>	Brian R. Coleman		
<b>Signature:</b>	/brian r. coleman/		

**CH \$65.00 3276906**

**900202234**

**TRADEMARK  
 REEL: 004623 FRAME: 0842**

Date:

09/15/2011

**Total Attachments: 3**

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**ASSIGNMENT OF TRADEMARKS**

ASSIGNMENT OF TRADEMARK, dated as of September 09, 2011, ICM Registry LLC ("Assignee"), and Xpays, Inc. ("Assignor"). WHEREAS, Assignor is the owner of or has rights in certain trademarks particularly described herein at the attached Exhibit A-1 (the "Trademark Registrations"), including all common law rights related thereto, and made a part hereof; and

WHEREAS, Assignor wishes to convey all of its right, title and interest in and to the Trademark Registrations to Assignee; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

Assignor does hereby sell, grant, assign, convey and transfer unto Assignee or its designees, all of Assignor's right, title and interest in and to the Trademark Registrations, including without limitation all underlying trademarks and service marks, and common law rights related thereto, together with the goodwill of the business connected with the use of, and symbolized by, such Trademark Registrations.

Assignor agrees that it shall execute all further documents reasonably necessary to perfect Assignee's title to the Trademark.

IN WITNESS WHEREOF, Assignor has caused this assignment to be duly executed on September 09 2011.

Xpays, Inc.

By: *Evan Horowitz*  
Name: EVAN HOROWITZ  
Title: CEO

**NOTARY PUBLIC ACKNOWLEDGEMENT**

On 09/12/ 2011 before me personally appeared *Evan Horowitz*, proved to me on the basis of satisfactory evidence to be the person(s) whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity on behalf of Xpays, Inc., and that by his signature on the instrument the person and the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

*[Signature]*  
Signature of Notary Public

[SEAL]



Exhibit A  
Trademark Registration Assignment

**Exhibit A-1  
Trademark Registrations**

Trademarks	Jurisdiction	Reg. Number	Reg. Date	Status	Class
xxx.xxx	USPTO	3276906	Aug. 7, 2007	Live	035
xxx	USPTO	2757620	Aug. 26, 2003	Live	035