

## 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                                 |
| Union Bank, N.A.  |  | 02/01/2012     | National Banking Association: UNITED STATES |
| RECEIVING PARTY DATA  |  |                |   |
| Name:   | U.S. Bank National Association               |                |   |
| Street Address:   | 800 Nicollet Mall                            |                |   |
| City:   | Minneapolis                                  |                |   |
| State/Country:  | MINNESOTA                                    |                |   |
| Postal Code:  | 55402  |                |   |
| Entity Type:  | National Banking Association: UNITED STATES  |                |   |
| PROPERTY NUMBERS Total: 1   |  |                |   |
| Property Type   | Number                                       | Word Mark      |   |
| Registration Number:  | 3740040                                      | IDADVANTAGE    |   |
| CORRESPONDENCE DATA   |  |                |   |
| Fax Number:   | (612)340-8856                                |                |   |
| Phone:  | 612-492-6842                                 |                |   |
| Email:  | Cadwell.Jeffrey@dorsey.com                   |                |   |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |  |                |   |
| Correspondent Name:   | Jeffrey R. Cadwell                           |                |   |
| Address Line 1:   | Dorsey & Whitney LLP                         |                |   |
| Address Line 2:   | 50 South Sixth Street, Suite 1500            |                |   |
| Address Line 4:   | Minneapolis, MINNESOTA 55402-1498            |                |   |
| ATTORNEY DOCKET NUMBER:   | M231643                                      |                |   |
| NAME OF SUBMITTER:  | Jeffrey R. Cadwell                           |                |   |
| Signature:  | /Jeffrey R. Cadwell/                         |                |   |

CH \$40.00 3740040

Date:

02/07/2012

**Total Attachments: 4**

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## **TRADEMARK AND DOMAIN NAME ASSIGNMENT**

This Trademark and Domain Name Assignment, dated as of February 1, 2012, is entered into by and between UNION BANK, N.A., a national banking association, with its headquarters located at 400 California Street, San Francisco, California 94104 (“Assignor”) and U.S. BANK NATIONAL ASSOCIATION, a national banking association, with its headquarters located at 800 Nicollet Mall, Minneapolis, Minnesota 55402 (“Assignee”).

### RECITALS

WHEREAS, Assignor owns all right, title and interest in and to, as well as the goodwill associated with, the trademark (the “Mark”) and the domain name (the “Domain Name”) set forth on Schedule A.

WHEREAS, pursuant to that certain Purchase and Assumption Agreement, dated as of January [ ], 2012, by and between Assignor and Assignee (the “Purchase Agreement”), Assignor has assigned to Assignee, all of its right, title and interest in and to the Mark and Domain Name. The assignment of the Mark and the Domain Name includes all rights of action accrued, accruing and to accrue under and by virtue of the Mark and the Domain Name, including all rights in and to all causes of action, either at law or in equity, and the right to sue, counterclaim, and recover for past, present, or future infringement.

WHEREAS, Assignee desires to acquire from Assignor all of Assignor’s right, title and interest in and to the Mark and the Domain Name.

### AGREEMENT

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

1. Assignor hereby irrevocably and unconditionally grants, bargains, sells, assigns, transfers, conveys, sets over, confirms and delivers to Assignee all of Assignor’s right, title and interest assigned in and to the Mark and Domain Name.
2. Assignor hereby authorizes and requests the U.S. Patent and Trademark Office (“USPTO”), and the trademark office or agency of all foreign countries as applicable, to record Assignee as the assignee and owner of any and all of Assignor’s rights in and to the Mark and to issue to Assignee any and all trademark registrations resulting from any relevant trademark applications, or any renewals of said registrations.
3. Assignor agrees to cooperate with Assignee to transfer the Domain Name electronically from Assignor’s account to Assignee’s account at a Registrar of Assignee’s choice within ten (10) Business Days after the date of this Assignment.

4. Assignor agrees to execute and deliver at a future date, for no additional consideration, any additional documents that Assignee reasonably determines are required to perfect Assignee's ownership to the Mark and the Domain Name anywhere in the world.

5. Capitalized terms used herein but not otherwise defined having the meanings set forth in the Purchase Agreement.

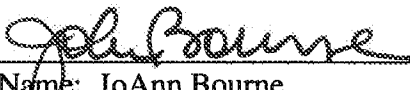
6. Article 11 of the Purchase Agreement is hereby incorporated by reference *mutatis mutandi*.

[Signature page follows.]

IN WITNESS WHEREOF, Assignor has executed this Trademark and Domain Name Assignment as of the date first above written.

**Assignor:**

**UNION BANK, N.A.**

By:   
Name: JoAnn Bourne  
Title: Senior Executive Vice President

[Signature Page to Trademark and Domain Name Assignment]

**TRADEMARK**  
**REEL: 004712 FRAME: 0476**

**SCHEDULE A**

**Trademark Registration**

| MARK        | REG. NO. |
|-------------|----------|
| IDADVANTAGE | 3740040  |

**Domain Name**

definedbenefitplus.com