

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Mattersight Corporation	FORMERLY eLoyalty Corporation	05/29/2011	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	eLoyalty, LLC
<b>Street Address:</b>	9197 South Peoria Street
<b>City:</b>	Englewood
<b>State/Country:</b>	COLORADO
<b>Postal Code:</b>	80112
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: COLORADO

**PROPERTY NUMBERS Total: 18**

Property Type	Number	Word Mark
Registration Number:	2881937	ELOYALTY
Registration Number:	2775955	ELOYALTY
Serial Number:	85075734	ICALERT
Serial Number:	85095790	ICAPPLICATIONS
Serial Number:	85074418	ICBASIC
Serial Number:	85075675	ICCALLME
Serial Number:	85088574	ICCONFIG
Serial Number:	85075683	ICDESKTOP
Serial Number:	85082797	ICINTELLECT
Serial Number:	85075679	ICLIST
Serial Number:	85084576	ICMETRICS
Serial Number:	85074421	ICPREMISE
Serial Number:	85074419	ICPRIME
Serial Number:	85074420	ICPROACTIVE

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Serial Number:	85075685	ICROUTE
Serial Number:	85082787	ICSPEAK
Serial Number:	85101265	ICSTORE
Serial Number:	85074423	ICVUE

**CORRESPONDENCE DATA**

Fax Number: (614)228-4423  
Phone: 614-228-4422  
Email: cth@cwpll.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Correspondent Name: Perry M. Chappano, Chappano Wood PLL  
Address Line 1: 691 N. High Street  
Address Line 2: Third Floor  
Address Line 4: Columbus, OHIO 43215

ATTORNEY DOCKET NUMBER:	ELOYALTY
NAME OF SUBMITTER:	Perry M. Chappano
Signature:	/pmc/
Date:	03/16/2012

Total Attachments: 4  
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source=Assignment Agreement eLoyalty#page4.tif

**ASSIGNMENT OF TRADEMARKS**

**WHEREAS**, Mattersight Corporation (formerly known as eLoyalty Corporation), a Delaware Corporation, located at 200 S. Wacker Drive, Suite 820, Chicago, Illinois 60606 ("ASSIGNOR") has registered certain trademarks and has applied for registration of other marks in the United States of America, all of which are identified in the attached schedule, Exhibit A hereto, with the goods and/or services covered by the identified Registrations and Applications;

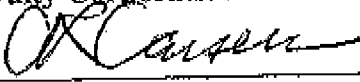
**WHEREAS**, eLoyalty, LLC, a Colorado Limited Liability Company, located at 9197 South Peoria Street, Englewood, Colorado 80112 ("ASSIGNEE") is the successor to the business of ASSIGNOR to which the marks identified on Exhibit A pertain;

**WHEREAS**, ASSIGNOR wishes to assign all its right, title and interest in and to the registered trademarks and marks subject of its pending applications for registration identified in the attached schedule, Exhibit A hereto (collectively, "MARKS") to ASSIGNEE

**NOW, THEREFORE**, for One Dollar (\$1.00) and other good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, grant, transfer and otherwise convey to ASSIGNEE, its successors and assigns, effective as of May 29, 2011, all rights, title and interest in and to the MARKS, as well as all of the goodwill of the business symbolized by said MARKS.

**ASSIGNOR**

eLoyalty Corporation now known as Mattersight Corporation

By: 

Its Christine R. Carsen, VP, General Counsel  
(Printed Name & Title) & Corporate Secretary

**ASSIGNEE**

eLoyalty, LLC

By: 

Its: Adriana Carpenter, VP Controller  
(Printed Name & Title)

**EXHIBIT A**  
**Schedule of Assigned Trademarks**

	<b>Registered Mark</b>	<b>U.S. Registration</b>	<b>Classes and Goods and Services</b>
1	ELOYALTY	Registration No. 2,881,937  Registration Date: 9/7/04	Class 9: Computer software for enterprise customer management  Class 35: Business consulting and information technology services, namely-customer management consulting; evaluation of customer interactions, research and analysis of customer information, aid in the preparation of operational business guidelines for interaction with customers; and business performance monitoring  Class 36: Financial analysis and consulting services, namely, evaluation of financial value of customer relationship management strategies  Class 42: Technical consultation in the field of customer communication networks, namely, analysis of customer communication networks, computer hardware and software consultation, computer system design and software programming for others, database development services, integration of computer system with other communications technology such as telephone call centers and facsimile machines, and networking, maintenance, and upgrading services
2	ELOYALTY & Design	Registration No.: 2,775,955  Registration Date: 10/21/03	Class 9: Computer software for enterprise customer management  Class 35: Business consulting and information technology services, namely customer management consulting, evaluation of customer interactions, research and analysis of customer information, aid in the preparation of operational business guidelines for interaction with customers; and business performance monitoring  Class 36: Financial analysis and consulting services, namely, evaluation of financial value of customer relationship management strategies  Class 42: Technical consultation in the field of customer communication networks, namely, analysis of customer communication networks, computer hardware and software consultation, computer system design and software programming for others, database development services, integration of computer system with other communications technology such as telephone call centers and facsimile machines, and networking, maintenance, and upgrading services

**TRADEMARK**

**REEL: 004737 FRAME: 0889**

	Pending Applications	U.S. Application	Status of U.S. Application
3	ICALERT	App. Ser. No. 85/075734 (filed 7/1/10)	Notice of Allowance issued 2/1/11; extension of time to file Statement of Use accepted 08/01/2011
4	ICAPPLICATIONS	App. Ser. No. 85/095790 (filed 7/29/10)	Notice of Allowance issued 2/22/11; extension of time to file Statement of Use accepted 08/01/2011
5	ICBASIC	App. Ser. No. 85/074418 (filed 6/29/10)	Notice of Allowance issued 2/1/11; extension of time to file Statement of Use accepted 08/01/2011
6	ICCALLME	App. Ser. No. 85/075675 (filed 7/1/10)	Notice of Allowance; issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011
7	ICCONFIG	App. Ser. No. 85/088574 (filed 7/20/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011
8	ICDESKTOP	App. Ser. No. 85/075683 (filed 7/1/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011
9	ICINTELLECT	App. Ser. No. 85/082797 (filed 7/12/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 7/18/2011 and extension granted through 7/18/12
10	ICLIST	App. Ser. No. 85/075679 (filed 7/1/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011
11	ICMETRICS	App. Ser. No. 85/084576 (filed 7/14/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011
12	ICPREMISE	App. Ser. No. 85/074421 (filed 6/29/10)	Application published 12/28/10; extension of time to oppose filed 1/25/11 by iPremise, Inc.; co-existence agreement executed; opposition period closed 06/26/11
13	ICPRIME	App. Ser. No. 85/074419 (filed 6/29/10)	Notice of Allowance issued 2/1/11; extension of time to file Statement of Use accepted 08/01/2011

14	ICPROACTIVE	App. Ser. No. 85/074420 (filed 6/29/10)	Notice of Allowance issued 2/1/11; extension of time to file Statement of Use accepted 08/01/2011
15	ICROUTE	App. Ser. No. 85/075685 (filed 7/1/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011
16	ICSPEAK	App. Ser. No. 85/082787 (filed 7/12/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011
17	ICSTORE	App. Ser. No. 85/101265 (filed 8/5/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011
18	ICVUE	App. Ser. No. 85/074423 (filed 6/29/10)	Notice of Allowance issued 1/18/11; extension of time to file Statement of Use accepted 07/18/2011