

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Sperry and Hutchinson Company, Inc.		04/25/2012	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	ProLogic Consumer Marketing Services Inc.
Street Address:	1625 S. Congress Avenue, Suite 200
City:	Delray Beach
State/Country:	FLORIDA
Postal Code:	33445
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	0778858	S & H
Registration Number:	0778856	S & H GREEN STAMPS
Registration Number:	2924845	S&H SOLUTIONS
Registration Number:	1425096	S&H GREEN STAMPS SPERRY AND HUTCHINSON
Registration Number:	1436634	S&H GREEN STAMPS SPERRY AND HUTCHINSON 10 STAMPS VALUE 10 MILLS
Registration Number:	1443517	S & H GREEN STAMPS SPERRY AND HUTCHINSON DISCOUNT FOR CASH VALUE 10 MILLS
Registration Number:	2395091	GREEN STAMPS
Registration Number:	2395090	S&H GREEN STAMPS
Registration Number:	2397169	S&H
Registration Number:	2484258	GREEN POINTS
Registration Number:	2484257	S&H GREEN POINTS
Registration Number:	0832225	IDEABOOK

CH \$340.00 0778858

Registration Number:

3916528

S&H GREENPOINTS

CORRESPONDENCE DATA

Fax Number: 7034150788

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

Phone: (703) 415-1640

Email: Carl@JennisonLaw.com

Correspondent Name: Carl E. Jennison

Address Line 1: Jennison & Shultz, P.C.

Address Line 2: 2001 Jefferson Davis Highway, Suite 1102

Address Line 4: Arlington, VIRGINIA 22202

ATTORNEY DOCKET NUMBER:

PSZJLAW

NAME OF SUBMITTER:

Carl E. Jennison

Signature:

/Carl E. Jennison/

Date:

04/27/2012

Total Attachments: 5

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EXECUTION VERSION

ASSIGNMENT OF TRADEMARK RIGHTS

This ASSIGNMENT OF TRADEMARK RIGHTS (this "Assignment") is made effective as of April 25, 2012 by The Sperry and Hutchinson Company, Inc., a New Jersey corporation ("Assignor"), to and in favor of ProLogic Consumer Marketing Services Inc., a Florida corporation formerly known as ProLogic Loyalty Marketing Services Inc. ("Assignee").

RECITALS

WHEREAS, Assignor and Assignee entered into that certain Asset Purchase Agreement made effective as of March 16, 2012, as amended by the six letter agreements dated April 3, 2012, April 13, 2012, April 16, 2012, April 17, 2012, April 19, 2012, and April 25, 2012, each between Assignor and Assignee (as amended, the "Purchase Agreement"). Capitalized terms used, but not defined herein, shall have the meanings ascribed to them in the Purchase Agreement;

WHEREAS, pursuant to the terms of the Purchase Agreement, Assignor agreed to sell and assign to Assignee, and Assignee agreed to purchase and assume from Assignor, among other assets, all of the Trademarks described on Exhibit A attached hereto (collectively, the "Marks") and the Registration Numbers (defined below) associated therewith (the Marks, together with such Registration Numbers, collectively, the "Mark Rights"); and

WHEREAS, Assignor filed applications with the United States Patent and Trademark Office and certain applicable foreign trademark offices or similar agencies, and obtained registration numbers for each of the Marks (collectively, the "Registration Numbers").

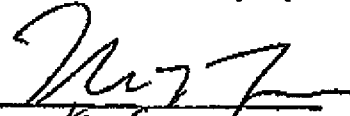
NOW, THEREFORE, in consideration of the closing of the transactions under the Purchase Agreement and the foregoing recitals, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby conveys, transfers and assigns unto Assignee, without representation or warranty except as provided in the Purchase Agreement, all of Assignor's right, title and interest in and to the Mark Rights. This Assignment is made and given pursuant to and in furtherance of the transactions contemplated by the Purchase Agreement and is not intended to, nor shall it be deemed to, modify, limit or otherwise affect in any way Assignor's or Assignee's respective rights and obligations under the Purchase Agreement.

[SIGNATURES LOCATED ON THE NEXT PAGE.]

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first set forth above.

ASSIGNOR:

**THE SPERRY AND HUTCHINSON
COMPANY, INC., a New Jersey corporation**

By: 
Name: Ken Sperry
Title: President

ASSIGNEE:

**PROLOGIC CONSUMER
MARKETING SERVICES INC., a
Florida corporation**

By: _____
Name: _____
Title: _____

[Signature page to Assignment of Trademark Rights]

EXHIBIT "A"

THE MARKS AND REGISTRATION NUMBERS

Country	Mark	Registration No.
United States	S&H (stylized)	778858
United States	S&H GREEN STAMPS plus Shield Design	778856
United States	S&H SOLUTIONS	2924845
Brazil	GREENPOINTS	822703920
United States	S&H GREEN STAMPS SPERRY AND HUTCHINSON 50 STAMPS VALUE 50 MILLS Plus Design	1425096
Hong Kong	GREENPOINTS	200015454
United States	S&H GREEN STAMPS SPERRY AND HUTCHINSON 10 STAMPS VALUE 10 MILLS plus Design	1436634
United States	S&H GREEN STAMPS SPERRY AND HUTCHINSON DISCOUNT FOR CASH VALUE 10 MILLS Plus Design	1443517
Canada	GREENPOINTS	TMA624218
Mexico	GREENPOINTS	656861
Mexico	S&H	969438
United States	GREEN STAMPS	2395091
United States	S&H GREEN STAMPS	2395090

United States	S&H	2397169
Israel	GREENPOINTS	136,618
United States	GREEN POINTS	2484258
United States	S&H GREEN POINTS	2484257
European Union	GREENPOINTS	1591023
Australia	GREENPOINTS	830280
United States	IDEABOOK	832225
Japan	S & H	4495398
European Union	S&H	1591007
United States	S&H GREENPOINTS (Name and Shield)	3916528

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RECORDED: 04/27/2012

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