

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
E-REWARDS, INC.		05/17/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	JPMORGAN CHASE BANK, N.A., AS ADMINISTRATIVE AGENT
Street Address:	2200 ROSS AVENUE, 8TH FLOOR
Internal Address:	ATTN. CHRIS SNODGRASS
City:	DALLAS
State/Country:	TEXAS
Postal Code:	75201
Entity Type:	NATIONAL ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Serial Number:	85604198	CHANGING LIVES ONE SURVEY AT A TIME
Serial Number:	85604109	CHANGING THE WORLD ONE SURVEY AT A TIME
Serial Number:	85605140	CLOUD COMMUNITIES
Serial Number:	85619853	FLASH COMMUNITIES
Serial Number:	85627142	
Serial Number:	85603716	RESEARCH ROCKET
Serial Number:	85602364	RIVERSELECT
Serial Number:	85603638	SAMPLIFY
Serial Number:	85604266	SURVEYS THAT CHANGE LIVES
Serial Number:	85594536	SYNDICATED INSIGHTS
Serial Number:	85604326	THE MOBILE CHANNEL
Registration Number:	4091444	DAY AFTER
Registration Number:	4140216	OMNIGIVE

CH \$365.00 85604198

Registration Number:

4115154

ONLINE OBSERVATIONS

CORRESPONDENCE DATA

Fax Number: 2146614691

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

Phone: 214-953-6691

Email: b.k.drinkwater@bakerbotts.com

Correspondent Name: B. K. Drinkwater, c/o Baker Botts L.L.P.

Address Line 1: 2001 Ross Avenue, Suite 600

Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:

002642.2431

NAME OF SUBMITTER:

B. K. Drinkwater

Signature:

/B. K. Drinkwater/

Date:

05/18/2012

Total Attachments: 13

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

May 17, 2012

Pursuant to an Amended and Restated Pledge and Security Agreement (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), dated as of July 14, 2011, e-Rewards, Inc., a Delaware corporation ("Grantor"), whose address is 5800 Tennyson Parkway, Suite 600, Plano, Texas 75024, hereby grants and assigns to JPMorgan Chase Bank, N.A., as Administrative Agent (as defined in the Security Agreement), whose address is 2200 Ross Avenue, 8th Floor, Dallas, Texas 75201, Attention of Chris Snodgrass, a continuing security interest in and a continuing lien upon all of its right, title and interest in and to the following, whether now owned or hereafter acquired:

(a) all copyrights, rights and interests in copyrights, works protectable by copyright, copyright registrations, and copyright applications; all renewals of any of the foregoing; all income, royalties, damages, and payments now or hereafter due and/or payable under any of the foregoing, including damages or payments for past or future infringements for any of the foregoing; the right to sue for past, present, and future infringements of any of the foregoing and all rights corresponding to any of the foregoing throughout the world, including without limitation, the foregoing as set forth on Exhibit A;

(b) any and all patents and patent applications; all inventions and improvements described and claimed therein; all reissues, divisions, continuations, renewals, extensions, and continuations-in-part thereof; all income, royalties, damages, claims, and payments now or hereafter due or payable under and with respect thereto, including damages and payments for past and future infringements thereof; all rights to sue for past, present, and future infringements thereof and all rights corresponding to any of the foregoing throughout the world, including without limitation, the foregoing as set forth on Exhibit B; and

(c) all trademarks (including service marks), trade names, trade dress, and trade styles and the registrations and applications for registration thereof and the goodwill of the business symbolized by the foregoing; all licenses of the foregoing, whether as licensee or licensor; all renewals of the foregoing; all income, royalties, damages, and payments now or hereafter due or payable with respect thereto, including damages, claims, and payments for past and future infringements thereof; all rights to sue for past, present, and future infringements of the foregoing, including the right to settle suits involving claims and demands for royalties owing and all rights corresponding to any of the foregoing throughout the world, including without limitation, the foregoing as set forth on Exhibit C.

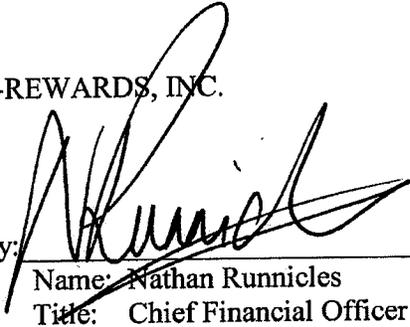
The Administrative Agent's security interest in such copyrights, patents, trademarks, service marks and registrations, applications for registration thereof can be terminated only in accordance with the terms of the Security Agreement.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Intellectual Property Security Agreement as of the date first above written.

E-REWARDS, INC.

~~HR~~ By:



Name: Nathan Runnicles

Title: Chief Financial Officer

EXHIBIT A

Copyrights and Copyright Applications

None.

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TRADEMARK
REEL: 004783 FRAME: 0431

EXHIBIT B

Patents and Patent Applications

<u>Description</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Country</u>
Method & System for Screening & Evaluation of Research Panel Members	8175903	May 8, 2012	USA

<u>Description</u>	<u>Patent Appln No.</u>	<u>Application Date</u>	<u>Country</u>
System & Method for Conducting Surveys on Devices Without Requiring Persistent Network Connectivity	PCT/US2012/036149	May 2, 2012	PCT

EXHIBIT C

Trademarks and Trademark Applications

<u>Trademark Application</u>	<u>Application No.</u>	<u>Description</u>	<u>Application Date</u>	<u>Country</u>
CHANGING LIVES ONE SURVEY AT A TIME	85/604198	Business and market research services; conducting, processing and analyzing business, market research and public opinion research surveys; promoting the goods and services of others through the administration of loyalty incentive award programs; charitable fundraising services; charitable fundraising services, namely, raising funds through business, market research and public opinion surveys	April 20, 2012	USA
CHANGING THE WORLD ONE SURVEY AT A TIME	85/604109	Business and market research services; conducting, processing and analyzing business, market research and public opinion research surveys; promoting the goods and services of others through the administration of loyalty incentive award programs; charitable fundraising services; charitable fundraising services, namely, raising funds through business, market research and public opinion surveys	April 20, 2012	USA
CLOUD COMMUNITIES (and design)	85/605140	Business and market research services; conducting, processing and analyzing qualitative and quantitative business, market	April 23, 2012	USA

		<p>research and public opinion research surveys; organization and management of focus groups, panel groups and online, offline and mobile opinion panel participants; business information services, namely, data collection and sampling; preparing business, market research and public opinion survey statistical reports; providing a computerized online interactive database for business, market research and public opinion surveys of subscribers featuring survey data and analyses; consulting services in the field of business, market research and public opinion research surveys; providing customer and prospective customer relationship management consultation services to businesses; promoting the goods and services of others through the administration of loyalty incentive award programs</p>		
FLASH COMMUNITIES (and design)	85/619853	<p>Business and market research services; conducting, processing and analyzing qualitative and quantitative business, market research and public opinion research surveys; organization and management of focus groups, panel groups and online, offline and mobile opinion panel participants; business information services, namely, data collection and sampling;</p>	May 8, 2012	USA

		preparing business, market research and public opinion survey statistical reports; providing a computerized online interactive database for business, market research and public opinion surveys of subscribers featuring survey data and analyses; consulting services in the field of business, market research and public opinion research surveys; providing customer and prospective customer relationship management consultation services to businesses; promoting the goods and services of others through the administration of loyalty incentive award programs		
RESEARCH NOW MOBILE	85/627142	Computer software, namely, mobile applications for use in digital tablets, cell phones, and smart phones to record music, to play music, to view data usage, to send messages, to manage account, to conduct market research, and media upload; computer hardware; computer programs for mobile based survey management to the market research industry; electrical and electronic apparatus for maintaining web sites, computer and network systems, namely, applications, application programming interfaces (API), Mobile APPS and smart phones; computer software for computer system and application development, deployment	May 16, 2012	USA

		<p>and management; computer application software for mobile based survey management to the market research industry in the area of business solutions; data processing, transmitting, receiving and storing apparatus and instruments for digital tablets, cell phones and smart phones; encoded electronic chip or smart cards for identifying digital tablets, cell phones, and smart phone users; compact discs, audio and video discs, and floppy discs all featuring business information; computer software platforms for conducting market research, in Class 9</p> <p>Business and market research services; market research by means of a computer database; collection of market research information; analysis of market research data and statistics; conducting, processing and analyzing qualitative and quantitative business, market research and public opinion research surveys; business information services, namely, data collection and sampling; marketing, promotional and advertising services provided by mobile telephone connections; providing information in the fields of business innovation process, business</p>		
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		management and business opportunities; international business consulting services relating to merchandise trading, human resource interchange, management support, marketing, advertising, promotion, and domestic and international market research and development; business administration including business process management, business appraisals, business activity monitoring; systemization and compilation of information into computer databases, office functions, commercial or industrial project management assistance, project management for others in the field of information technology for business purposes; providing a web site featuring a directory of market research panels for consumers; preparing business, market research and public opinion survey statistical reports; providing a computerized online interactive database for business, market research and public opinion surveys of subscribers featuring survey data and analyses, in Class 35		
RESEARCH ROCKET	85/603716	Business and market research services; business information services, namely, data collection and sampling; conducting, processing and analyzing	April 20, 2012	USA

		business, market research and public opinion research surveys; consulting services in the field of business, market research and public opinion research surveys; SAAS featuring software for designing, conducting and managing online, offline and mobile surveys, polls and other feedback and data collection activities; SAAS featuring software for the administration, distribution, collection, reporting, analysis and presentation of respondents' feedback and other information gathered; PAAS featuring computer software platforms enabling panel integrated research tools; PAAS featuring computer software platforms enabling customers to conduct market research on a self-serve basis, the ability to customize surveys and the ability to customize the panel of survey respondents		
RIVERSELECT	85/602364	Marketing research services; market intelligence services; business information services, namely, data collection and sampling; conducting business, market research and public opinion research surveys; consulting services in the field of business, market research and public opinion research surveys; preparing survey statistical reports; providing a computerized online interactive database for business, market research and public opinion research	April 19, 2012	USA

		surveys of subscribers featuring survey data and analyses		
SAMPLIFY	85/603638	Business and market research services; business information services, namely, data collection and sampling; conducting, processing and analyzing business, market research and public opinion research surveys; consulting services in the field of business, market research and public opinion research surveys; SAAS featuring software for designing, conducting and managing online, offline and mobile surveys, polls and other feedback and data collection activities; SAAS featuring software for the administration, distribution, collection, reporting, analysis and presentation of respondents' feedback and other information gathered; PAAS featuring computer software platforms enabling panel integrated research tools; PAAS featuring computer software platforms enabling customers to conduct market research on a self-serve basis, the ability to customize surveys and the ability to customize the panel of survey respondents	April 20, 2012	USA
SURVEYS THAT CHANGE LIVES	85/604266	Business and market research services; conducting, processing and analyzing business, market research and public opinion research surveys; promoting the goods and services of others through the	April 20, 2012	USA

		administration of loyalty incentive award programs; charitable fundraising services; charitable fundraising services, namely, raising funds through business, market research and public opinion surveys		
SYNDICATED INSIGHTS	85/594536	Promoting the goods and services of others through the administration of loyalty incentive award programs; conducting, processing, and analyzing market research and public opinion surveys; consulting services in the field of market research and public opinion surveys; providing customer and prospective customer relationship management consultation services to businesses; conducting and producing both custom and syndicated market research reports; providing online, offline and mobile audience measurement services; building and maintaining market research panels and communities of consumers and business people	April 11, 2012	USA
THE MOBILE CHANNEL	85/604326	Advertising services for others; business and technical consulting services in the field of advertising services; promoting the goods and services of others through incentive programs; online streaming of audio, data and video material on the Internet and through mobile devices; business and market research services; business information	April 20, 2012	USA

		services, namely, data collection and sampling; conducting, processing and analyzing business, market research and public opinion research surveys; consulting services in the field of business, market research and public opinion research surveys		
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<u>Trademark Registration</u>	<u>Registration No.</u>	<u>Description</u>	<u>Registration Date</u>	<u>Country</u>
DAY AFTER	4091444	Market research services; conducting, processing, and analyzing market research and public opinion surveys; consulting services in the field of market research and public opinion surveys	January 24, 2012	USA
OMNIGIVE	4140216	Conducting market research and public opinion surveys; consulting services in the field of market research and public opinion surveys	May 8, 2012	USA
ONLINE OBSERVATIONS	4115154	Conducting, processing, and analyzing market research and public opinion surveys; conducting and producing both custom and syndicated market research reports; providing online audience measurement services	March 20, 2012	USA

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