

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
HSBC Finance Corporation		05/01/2012	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Capital One Financial Corporation
<b>Street Address:</b>	15000 Capital One Drive
<b>Internal Address:</b>	12077-0270/Becky Dimmett
<b>City:</b>	Richmond
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	23238
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 36**

Property Type	Number	Word Mark
Registration Number:	1926778	DIRECT MERCHANTS BANK
Registration Number:	2478930	DIRECT MERCHANTS BANK
Registration Number:	1802916	ORCHARD
Registration Number:	1805539	ORCHARD BANK
Registration Number:	3409131	ACCOUNT PROTECTION PLUS
Registration Number:	2849627	ACCOUNT SAVER
Registration Number:	2701681	ACCOUNTCENTRAL
Registration Number:	3458617	ACCOUNTSAVER PLUS
Registration Number:	3499472	CREDIT VUE
Registration Number:	2430213	DIRECT REWARDS
Registration Number:	3555753	ECOSMART
Registration Number:	3345507	EVENT PROTECTOR
Registration Number:	4051139	HYPERCOLOR

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Serial Number:	85472747	MYACCOUNTPROTECTOR
Registration Number:	3392344	OPTIPAY
Registration Number:	3424106	POINTS NOW
Registration Number:	3345505	POWER CURVE
Registration Number:	3336488	POWERFUL PROTECTION FOR POWERSPORT VEHICLES
Registration Number:	2718708	TAP
Registration Number:	2820258	TAP PLUS
Registration Number:	3234637	TRIPLE PLUS
Registration Number:	3345184	TRIPLE PLUS FEATURES
Registration Number:	3230913	TRIPLE PLUS PROTECTION
Registration Number:	3228620	TRIPLE PLUS SERVICE
Registration Number:	3230912	TRIPLE PLUS VALUE
Registration Number:	3308160	VALUE GUARD
Registration Number:	2581814	ACCOUNTSECURE
Serial Number:	85543761	ACCOUNTSECURE PLUS
Registration Number:	3489192	DETER. FIND. FIX.
Registration Number:	2863257	CREDITKEEPER
Registration Number:	3908237	ELITE IDENTITY PROTECTION PLAN
Registration Number:	2910487	IDENTITY PROTECTION PLAN
Registration Number:	3376327	MONITOR. MANAGE. MAXIMIZE.
Registration Number:	3134475	PERSONAL ACCOUNT PROTECTION
Registration Number:	3458620	CHOOSE YOUR WAY
Registration Number:	3486417	SNAPSHOT

**CORRESPONDENCE DATA**

Fax Number: 8043447999  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 804-788-7365  
Email: HWRITM@hunton.com, becky.dimmett@capitalone.com  
Correspondent Name: Elizabeth L. Brooks - Hunton & Williams  
Address Line 1: 951 East Byrd Street  
Address Line 2: Riverfront Plaza - East Tower  
Address Line 4: Richmond, VIRGINIA 23219-7074

ATTORNEY DOCKET NUMBER: 67519.10

NAME OF SUBMITTER: Elizabeth L. Brooks

Signature:

**TRADEMARK**  
**REEL: 004784 FRAME: 0891**

/Elizabeth L. Brooks/

Date:

05/22/2012

Total Attachments: 6

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## TRADEMARK ASSIGNMENT AGREEMENT

This TRADEMARK ASSIGNMENT ("Assignment") dated as of May 1, 2012 (the "Effective Date"), is made by and between HSBC Finance Corporation, a Delaware corporation ("Assignor") and Capital One Financial Corporation, a Delaware corporation ("Assignee").

**WHEREAS**, Assignor is the owner of the United States trademark registrations identified on Schedule A (collectively, the "Trademarks");

**WHEREAS**, Assignor and Assignee have entered into that certain Intellectual Property Transfer and Licensing Agreement, dated as of May 1, 2012 (the "IP Transfer and Licensing Agreement"), pursuant to which Assignor conveyed, assigned and transferred certain intellectual property, including the Trademarks, to Assignee;

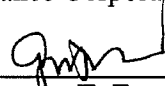
**NOW, THEREFORE**, in consideration of the premises and covenants set forth herein and in the IP Transfer and Licensing Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignment. Assignor hereby conveys, assigns and transfers to Assignee and its successors and assigns all of Assignor's right, title and interest in and to the Trademarks.
2. Purpose. This Assignment has been executed and delivered by the Assignor for the purpose of recording the assignment herein with the United States Patent and Trademark Office. The assignment granted herein has been granted in connection with the IP Transfer and Licensing Agreement and is expressly subject to the terms and conditions thereof. In the event of any conflict between the terms of this Assignment and the terms of the IP Transfer and Licensing Agreement, the terms of the IP Transfer and Licensing Agreement shall control.
3. Counterparts. This Assignment may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of which together shall constitute one and the same instrument.

**[Remainder of page intentionally left blank; next page is signature page]**

IN WITNESS WHEREOF, Assignor and Assignee each has caused this instrument to be executed by its respective duly authorized representative as of the Effective Date.

HSBC Finance Corporation



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Name: Gregory T. Zeeman

Title: Executive Vice President and  
Chief Operating Officer, USA

Capital One Financial Corporation

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Name:

Title:

*[Signature Page to Trademark Assignment Agreement]*

**TRADEMARK**  
**REEL: 004784 FRAME: 0894**

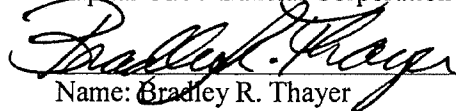
IN WITNESS WHEREOF, Assignor and Assignee each has caused this instrument to be executed by its respective duly authorized representative as of the Effective Date.

HSBC Finance Corporation

\_\_\_\_\_  
Name:

Title:

Capital One Financial Corporation

\_\_\_\_\_

Name: Bradley R. Thayer

Title: Managing Vice President,  
Corporate Development

*[Signature Page to Trademark Assignment Agreement]*

**TRADEMARK**  
**REEL: 004784 FRAME: 0895**

**Schedule A**

**Trademarks**

**TRANSFERRED TRADEMARKS**

***U.S. REGISTERED TRADEMARKS AND PENDING APPLICATIONS***

<b>Mark</b>	<b>Owner</b>	<b>Application No.</b>	<b>Registration No.</b>
DIRECT MERCHANTS BANK (Supplemental)	HSBC Finance Corporation		1,926,788
DIRECT MERCHANTS BANK (Principal)	HSBC Finance Corporation		2,478,930
ORCHARD and Design	HSBC Finance Corporation		1,802,916
ORCHARD BANK	HSBC Finance Corporation		1,805,539
ACCOUNT PROTECTION PLUS	HSBC Finance Corporation		3,409,131
ACCOUNT SAVER	HSBC Finance Corporation		2,849,627
ACCOUNTCENTRAL	HSBC Finance Corporation		2,701,681
ACCOUNTSAVER PLUS	HSBC Finance Corporation		3,458,617
CREDIT VUE (and Design)	HSBC Finance Corporation		3,499,472
DIRECT REWARDS	HSBC Finance Corporation		2,430,213
ECOSMART	HSBC Finance Corporation		3,555,753
EVENT PROTECTOR	HSBC Finance Corporation		3,345,507
HYPERCOLOR	HSBC Finance Corporation		4,051,139
MYACCOUNTPROTECTOR – Pending Application	HSBC Finance Corporation	85/472,747	
OPTIPAY	HSBC Finance Corporation		3,392,344
POINTS NOW	HSBC Finance Corporation		3,424,106
POWER CURVE	HSBC Finance Corporation		3,345,505
POWERFUL PROTECTION FOR POWERSPORT VEHICLES	HSBC Finance Corporation		3,336,488



Mark	Owner	Application No.	Registration No.
TAP	HSBC Finance Corporation		2,718,708
TAP PLUS	HSBC Finance Corporation		2,820,258
TRIPLE PLUS	HSBC Finance Corporation		3,234,637
TRIPLE PLUS FEATURES	HSBC Finance Corporation		3,345,184
TRIPLE PLUS PROTECTION	HSBC Finance Corporation		3,230,913
TRIPLE PLUS SERVICE	HSBC Finance Corporation		3,228,620
TRIPLE PLUS VALUE	HSBC Finance Corporation		3,230,912
VALUE GUARD	HSBC Finance Corporation		3,308,160
ACCOUNTSECURE	HSBC Finance Corporation		2,581,814
ACCOUNTSECURE PLUS – Pending Application	HSBC Finance Corporation	85/543.761	
CREDITKEEPER	HSBC Finance Corporation		2,863,257
DETER. FIND. FIX.	HSBC Finance Corporation		3,489,192
ELITE IDENTITY PROTECTION PLAN	HSBC Finance Corporation		3,908,237
IDENTITY PROTECTION PLAN and Design	HSBC Finance Corporation		2,910,487
MONITOR. MANAGE. MAXIMIZE.	HSBC Finance Corporation		3,376,327
PERSONAL ACCOUNT PROTECTION	HSBC Finance Corporation		3,134,475
CHOOSE YOUR WAY	HSBC Finance Corporation		3,458,620
SNAPSHOT	HSBC Finance Corporation		3,486,417