

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
Higher One, Inc.		10/16/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, in its capacity as administrative agent
Street Address:	135 South LaSalle Street
Internal Address:	Agency Management-Mail Code: IL4-135-05-41
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60604
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	3076578	ONEDISBURSE
Registration Number:	3203941	CASHNET...ANY PAYMENT, ANYTIME, ANYWHERE
Registration Number:	3452385	REFUND MANAGEMENT
Registration Number:	2524672	HIGHER ONE
Registration Number:	2493262	CASHNET
Registration Number:	2405644	CASHNET
Registration Number:	4071780	CAMPUS LABS
Registration Number:	3889154	COMPLIANCE ASSIST!
Registration Number:	3717501	STUDENTVOICE
Registration Number:	3717502	STUDENTVOICE
Registration Number:	3046038	COLLEGIATELINK
Serial Number:	85630585	ALL YOU
Serial Number:	85630549	MY ONE

OP \$340.00 3076578

CORRESPONDENCE DATA

Fax Number: 8602758299

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

Phone: 860-275-8285

Email: jscheib@rc.com

Correspondent Name: Jacqueline P. Scheib

Address Line 1: 280 Trumbull Street

Address Line 2: Robinson & Cole LLP

Address Line 4: Hartford, CONNECTICUT 06103

NAME OF SUBMITTER:	Jacqueline P. Scheib
Signature:	/Jacqueline P. Scheib/
Date:	10/16/2012

Total Attachments: 6

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**NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of October 16, 2012 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

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Very truly yours,

HIGHER ONE, INC.

By:   
Name: Mark Volchek  
Title: CEO

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

[Signature Page to Notice of Grant of Security Interest in Trademarks]

Very truly yours,

HIGHER ONE, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: *Christine Trotter*  
Name: Christine Trotter  
Title: Assistant Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks]

Schedule 1

**U.S. TRADEMARK REGISTRATIONS**

TRADEMARK	REGISTRATION NO.	REGISTRATION DATE	OWNER	STATUS
ONEDISBURSE	3,076,578	April 4, 2006	Higher One, Inc.	Renewal due April 4, 2016
CASHNET...ANY PAYMENT, ANYTIME, ANYWHERE	3,203,941	January 30, 2007	Higher One, Inc.	Sections 8 & 15 due between January 30, 2012 and January 30, 2013
REFUND MANAGEMENT	3,452,385	January 24, 2008	Higher One, Inc.	Sections 8 & 15 due between January 24, 2013 and January 24, 2014
HIGHER ONE	2,524,672	January 1, 2002	Higher One, Inc.	Renewal due January 1, 2022
CASHNET	2,493,262	September 25, 2001	Higher One, Inc.	Renewal due September 25, 2021
CASHNET	2,405,644	November 21, 2000	Higher One, Inc.	Renewal due November 21, 2020
CAMPUS LABS	4,071,780	December 13, 2011	Higher One, Inc.	Sections 8 & 15 due between December 13, 2016 and December 13, 2017
COMPLIANCE ASSIST!	3,889,154	December 14, 2012	Higher One, Inc.	Sections 8 & 15 due between December 14, 2017 and December 14, 2018

TRADEMARK	REGISTRATION NO.	REGISTRATION DATE	OWNER	STATUS
STUDENT VOICE (Design)	3,717,501	December 1, 2009	Higher One, Inc.	Sections 8 & 15 due between December 1, 2014 and December 1, 2015
STUDENT VOICE	3,717,502	December 1, 2009	Higher One, Inc.	Sections 8 & 15 due between December 1, 2014 and December 1, 2015
COLLEGIATELINK	3,046,038	January 17, 2006	Higher One, Inc.	Renewal due January 17, 2016

**U.S. TRADEMARK APPLICATIONS**

<b>TRADEMARK</b>	<b>APPLICATION NO.</b>	<b>APPLICATION DATE</b>	<b>OWNER</b>	<b>STATUS</b>
ALL YOU	85/630,585	May 24, 2012	Higher One, Inc.	Pending
MY ONE	85/630,549	May 24, 2012	Higher One, Inc.	Approved for Publication on September 12, 2012