

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Citibank, N.A.		10/15/2012	Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Jackson Hewitt Inc.
Street Address:	3 Sylvan Way, Box 264
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	CORPORATION: VIRGINIA

Name:	Tax Services of America, Inc.
Street Address:	3 Sylvan Way, Box 264
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	1501580	JACKSON HEWITT TAX SERVICE
Registration Number:	2138700	JACKSON HEWITT
Registration Number:	2930971	DEDUCTIONS@WORK
Registration Number:	3543642	FLEX PAY
Registration Number:	2602863	GET MORE IN RETURN
Registration Number:	2710122	GOLD GUARANTEE
Registration Number:	2979534	IPOWER
Registration Number:	2485397	PROFILER

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Registration Number:	2205113	REFER A FRIEND
Registration Number:	3724802	A PARTNER AND A PATH
Registration Number:	2683355	JACKSON HEWITT TAX SERVICE
Registration Number:	3280357	JACKSON HEWITT TAX SERVICE
Registration Number:	3415828	IPOWER
Registration Number:	3935309	GET EVERY DOLLAR YOU DESERVE
Registration Number:	3938732	OBTENGA CADA DOLAR QUE LE CORRESPONDA
Registration Number:	1596740	SUPERFAST REFUND
Registration Number:	1887410	AX YOUR TAX
Registration Number:	1875522	
Registration Number:	1927058	HOLLAND INCOME TAX

CORRESPONDENCE DATA

Fax Number: 3026365454
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 800-927-9801 x2348
Email: jpaterso@cscinfo.com
Correspondent Name: Corporation Service Company
Address Line 1: 1090 Vermont Avenue NW, Suite 430
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	382427-2
NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	10/16/2012

Total Attachments: 7
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**RELEASE OF SECOND LIEN SECURITY INTEREST IN PATENTS AND
TRADEMARKS**

This RELEASE OF SECOND LIEN SECURITY INTEREST IN PATENTS AND TRADEMARKS (this "Release"), dated as of October 15, 2012, is made by Citibank, N.A., a national banking association with offices at 388 Greenwich Street, 14th Floor, New York, New York 10013, as the collateral agent for the Secured parties defined in the Patent and Trademark Security Agreement (as defined below) ("Assignor"), in favor of Jackson Hewitt Inc., a Virginia corporation with offices at 3 Sylvan Way, Box 264, Parsippany, New Jersey 07054, and Tax Services of America, Inc., a Delaware corporation with offices at 3 Sylvan Way, Box 264, Parsippany, New Jersey 07054 (each an "Assignee" and collectively, "Assignees"). Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Patent and Trademark Security Agreement.

WHEREAS, Assignees and Assignor are parties to that certain (i) Pledge and Security Agreement, dated as of August 16, 2011 (as amended, modified, restated or supplemented from time to time, the "Security Agreement") and (ii) Grant of Second Lien Security Interest in Patents and Trademarks, dated as of August 16, 2011 (the "Patent and Trademark Security Agreement");

WHEREAS, pursuant to the Security Agreement and the Patent and Trademark Security Agreement, as security for the payment and performance of the Secured Obligations, Assignees granted, pledged, assigned and delivered to Assignor, for the ratable benefit of the Secured Parties, a Lien upon and security interest in all of its right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with any and all proceeds thereof and the goodwill of the businesses associated therewith or symbolized by the Trademarks. Notwithstanding the foregoing, in no event did the Lien and security interest granted therein attach to any applications for Trademarks filed in the United States Patent and Trademark Office (the "PTO") pursuant to 15 U.S.C. § 1051 Section 1(b) unless and until evidence of use of the mark in interstate commerce is submitted to the PTO pursuant to 15 U.S.C. § 1051 Section 1(c) or Section 1(d);

WHEREAS, the Patent and Trademark Security Agreement was filed with the Commissioner of Patents and was recorded with the Commissioner of Trademarks on September 7, 2011 at Reel/Frame No. 4618/0585; and

WHEREAS, Assignees desire Assignor to terminate and release its Lien upon and security interest in all of Assignees' right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with any and all proceeds thereof and the goodwill of the businesses associated therewith or symbolized by the Trademarks, including the Patents and Trademarks set forth on Schedule A hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby terminates, releases and discharges fully its Lien upon and security interest in all of Assignees' right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with any and all proceeds thereof and

the goodwill of the businesses associated therewith or symbolized by the Trademarks, including the Patents and Trademarks set forth on Schedule A hereto, and hereby reassigns and transfers to Assignees any right, title and interest that Assignor may have in the Patents and Trademarks.

Assignor hereby authorizes Assignees, or the Assignees' authorized representative, to record this release with the United States Patent and Trademark Office.

The provisions of Section 8.8 of the Security Agreement regarding governing law, submission to jurisdiction, waiver of venue and service of process and Section 8.9 of the Security Agreement regarding waiver of jury trial are incorporated herein by reference as though specifically set forth herein, *mutatis mutandi*.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor has caused this Release to be executed by a duly authorized officer as of the date first set forth above.

CITIBANK, N.A.,
as Collateral Agent

By: Cynthia J. Powell
Name: **Cynthia J. Powell**
Title: **Vice President**

[Second Lien Patent and Trademark Release]

TRADEMARK
REEL: 004881 FRAME: 0929

SCHEDULE A
TO
RELEASE OF SECOND LIEN SECURITY INTEREST IN PATENTS AND TRADEMARKS

TRADEMARKS AND TRADEMARK APPLICATIONS

Owner	Mark	Application or Registration No.	Country	Issue or Filing Date
Jackson Hewitt Inc.	Jackson Hewitt Tax Service	1501380	USA	August 23, 1988
Jackson Hewitt Inc.	Jackson Hewitt	2138700	USA	February 24, 1998
Jackson Hewitt Inc.	Deductions@Work	2930971	USA	March 8, 2005
Jackson Hewitt Inc.	Flex Pay	3543642	USA	December 9, 2008
Jackson Hewitt Inc.	Get More In Return	2602863	USA	July 30, 2002
Jackson Hewitt Inc.	Gold Guarantee	2710122	USA	April 22, 2003
Jackson Hewitt Inc.	ipower	2979534	USA	July 26, 2005
Jackson Hewitt Inc.	ProFiler	2485397	USA	September 4, 2001
Jackson Hewitt Inc.	Refer A Friend	2205113	USA	November 24, 1998
Jackson Hewitt Inc.	A Partner and a Path	3724802	USA	December 15, 2009
Jackson Hewitt Inc.	Jackson Hewitt Tax Service (and Design)	2683355	USA	February 24, 2003
Jackson Hewitt Inc.	Jackson Hewitt Tax Service (and Design)	3280357	USA	August 14, 2007
Jackson Hewitt Inc.	ipower (and Design)	3415828	USA	April 22, 2008
Jackson Hewitt Inc.	Get Every Dollar You Deserve	3935309	USA	March 22, 2011
Jackson Hewitt Inc.	Obtenga Cada Dolar Que Le Corresponda	3938732	USA	March 29, 2011
Jackson Hewitt Inc.	SUPERFAST	1596740	USA	May 15, 1990

Owner	Mark	Application or Registration No.	Country	Issue or Filing Date
	REFUND (and Design)			
Tax Services of America, Inc.	As Your Tax	1887410	USA	April 4, 1995
Tax Services of America, Inc.	Miscellaneous Design (to As Your Tax)	1875522	USA	January 24, 1995
Tax Services of America, Inc.	Holland Income Tax	1927058	USA	October 17, 1995

PATENTS AND PATENT APPLICATIONS

Owner	Application or Registration No.	Country	Inventor	Issue or Filing Date
Jackson Hewitt Inc.	(10/926,642)	USA	Jackson Hewitt Inc.	(August 26, 2004)