

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
	Jackson Hewitt Inc.		10/15/2012
	Tax Services of America, Inc.		10/15/2012
			Entity Type
			CORPORATION: VIRGINIA
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Collateral Agent		
Street Address:	One Bryant Park		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3543642	FLEX PAY
CORRESPONDENCE DATA			
Fax Number:	3026365454		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
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:	382427-3		
NAME OF SUBMITTER:	Jean Paterson		
Signature:	/jep/		

Date:

10/16/2012

Total Attachments: 6

source=10-16-12 Jackson Hewitt 3-TM#page1.tif

source=10-16-12 Jackson Hewitt 3-TM#page2.tif

source=10-16-12 Jackson Hewitt 3-TM#page3.tif

source=10-16-12 Jackson Hewitt 3-TM#page4.tif

source=10-16-12 Jackson Hewitt 3-TM#page5.tif

source=10-16-12 Jackson Hewitt 3-TM#page6.tif

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Jackson Hewitt Inc.

- Individual(s) Association
 Partnership Limited Partnership
 Corporation- State: Virginia
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) October 15, 2012

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Bank of America, N.A., as Collateral Agent

Street Address: One Bryant Park

City: New York

State: New York

Country: USA Zip: 10036

- Individual(s) Citizenship _____
 Association Citizenship Federal
 Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

See Schedule A

B. Trademark Registration No.(s)

See Schedule A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Elaine Carrera

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: New York Zip: 10005

Phone Number: (212) 701-3365

Docket Number: _____

Email Address: ecarrera@cahill.com

6. Total number of applications and registrations involved:

23

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Elaine Carrera
 Signature

October 15, 2012
 Date

Elaine Carrera

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
 Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Addendum to Cover Page of Trademarks Form Cover Sheet

1. Name of conveying party(ies)

Jackson Hewitt, Inc. , a Virginia Corporation
Citizenship – US – Virginia

Tax Services of America, Inc., a Delaware Corporation
Citizenship – US – Delaware

**GRANT OF FIRST LIEN SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

WHEREAS, JACKSON HEWITT INC. and TAX SERVICES OF AMERICA, INC. (collectively the “Pledgors,” and each a “Pledgor”) are, respectively, the owners of the trademark applications and registrations listed on Schedule A attached hereto (all such trademarks, registrations and applications, collectively, the “Trademarks”), and are, respectively, the owners of the patents and patent applications listed on Schedule A attached hereto (all such patents, registrations and applications, collectively, the “Patents”); and

WHEREAS, each Pledgor has entered into a Pledge and Security Agreement (as amended, modified, restated or supplemented from time to time, the “Security Agreement”), dated as of October 15, 2012, in which each Pledgor has agreed with Bank of America, N.A., as Collateral Agent (the “Collateral Agent”), with offices at One Bryant Park, New York, NY 10036, to execute this Grant of First Lien Security Interest in Patents and Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), each Pledgor does hereby grant, pledge, assign and deliver to the Collateral Agent, for the ratable benefit of the Secured Parties (as defined in the Security Agreement), a Lien (as defined in the Security Agreement) 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 (as defined in the Security Agreement) and the goodwill of the businesses associated therewith or symbolized by the Trademarks. Notwithstanding the foregoing, in no event shall the Lien and security interest granted herein 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). This Grant of First Lien Security Interest in Patents and Trademarks has been given in conjunction with the security interest granted to the Collateral Agent under the Security Agreement, and the provisions of this Grant of First Lien Security Interest in Patents and Trademarks are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

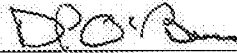
The provisions of Section 8.8 of the Security Agreement regarding governing law, submission to jurisdiction, waiver of venue and service of process and Section 8.9 of the Security Agreement regarding waiver of jury trial are incorporated herein by reference as though specifically set forth herein.

JACKSON HEWITT INC.

By: 

Title: Executive Vice President, Chief Financial
Officer and Treasurer

TAX SERVICES OF AMERICA, INC.

By: 

Title: Executive Vice President, Chief Financial
Officer and Treasurer

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

Jurisdiction	Trademark	Reg No. (App. No.)	Reg. Date (App. Date)	Record Owner	Status
United States	Jackson Hewitt Tax Service	1501580	August 23, 1988	Jackson Hewitt Inc.	Registered
United States	Jackson Hewitt	2138700	February 24, 1998	Jackson Hewitt Inc.	Registered
United States	Deductions@Work	2930971	March 8, 2005	Jackson Hewitt Inc.	Registered
United States	Flex Pay	3543642	December 9, 2008	Jackson Hewitt Inc.	Registered
United States	Get More In Return	2602863	July 30, 2002	Jackson Hewitt Inc.	Registered
United States	Gold Guarantee	2710122	April 22, 2003	Jackson Hewitt Inc.	Registered
United States	ipower	2979534	July 26, 2005	Jackson Hewitt Inc.	Registered
United States	ProFiler	2485397	September 4, 2001	Jackson Hewitt Inc.	Registered
United States	Refer A Friend	2205113	November 24, 1998	Jackson Hewitt Inc.	Registered
United States	A Partner and a Path	3724802	December 15, 2009	Jackson Hewitt Inc.	Registered
United States	Jackson Hewitt Tax Service (and Design)	2683355	February 4, 2003	Jackson Hewitt Inc.	Registered
United States	Jackson Hewitt Tax Service (and Design)	3280357	August 14, 2007	Jackson Hewitt Inc.	Registered
United States	ipower (and Design)	3415828	April 22, 2008	Jackson Hewitt Inc.	Registered
United States	Get Every Dollar You Deserve	3935309	March 22, 2011	Jackson Hewitt Inc.	Registered
United States	Obtenga Cada Dolar Que Le Corresponda	3938732	March 29, 2011	Jackson Hewitt Inc.	Registered
United States	Ax Your Tax	1887410	April 4, 1995	Tax Services of America, Inc.	Registered
United States	Miscellaneous Design (to Ax Your Tax)	1875522	January 24, 1995	Tax Services of America, Inc.	Registered
United States	Holland Income Tax	1927058	October 17, 1995	Tax Services of America, Inc.	Registered
United States	Jackson Hewitt. Así Se Hace.	(85651166)	June 13, 2012	Jackson Hewitt Inc.	Pending
United States	Jackson Hewitt's How You Do It	(85651182)	June 13, 2012	Jackson Hewitt Inc.	Pending
Canada	Jackson Hewitt Tax Service	TMA485983	November 20, 1997	Jackson Hewitt Inc.	Registered
Hawaii	Jackson Hewitt	4059225	December 21, 2007	Tax Services of America, Inc.	Registered
Hawaii	Taxbusters	258089	January 23, 2002	Tax Services of America, Inc.	Registered

PATENTS AND PATENT APPLICATIONS

None.