

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
YOURTEL AMERICA, INC.		01/04/2013	CORPORATION: MISSOURI
RECEIVING PARTY DATA			
Name:	TracFone Wireless, Inc.		
Street Address:	9700 NW 112 AVenue		
City:	Miami		
State/Country:	FLORIDA		
Postal Code:	33178		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3823505	PAY AS U GO	
CORRESPONDENCE DATA			
Fax Number:	3059615812		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	3055790812		
Email:	mrv@gtlaw.com		
Correspondent Name:	Greenberg Traurig Attn: M. Valcarcel		
Address Line 1:	333 Avenue of the Americas, Suite 4400		
Address Line 4:	Miami, FLORIDA 33131		
ATTORNEY DOCKET NUMBER:	027207.070000		
NAME OF SUBMITTER:	Manuel Valcarcel		
Signature:	/Manuel Valcarcel/		
Date:	01/15/2013		
Total Attachments: 1 source=Pay As You Go Assignment _Executed#page1.tif			

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**ASSIGNMENT**

**WHEREAS**, YourTel America, Inc., a corporation organized and existing under the laws of Missouri, having a place of business at 401 East Memorial Road, Suite 500, Oklahoma City, OK 73114 (“Assignor”), owns the entire right, title and interest in and to the following registration as set forth below (hereinafter “Assignor’s Trademark”);

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
<b>Pay As<sub>GO</sub></b>	3,823,505	July 27, 2010

**AND WHEREAS**, TracFone Wireless, Inc., a Delaware corporation, having an address of 9700 NW 112<sup>th</sup> Avenue, Miami, Florida 33178 (“Assignee”) is desirous of acquiring the entire right, title and interest in and to the Assignor’s Trademark;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over unto Assignee, its legal representatives, successors, the entire right, title and interest in and to Assignor’s Trademark, together with the whole of the goodwill of the business pertaining thereto, the same and the rights of the Assignor to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives; together with all claims for damages by reason of past infringement of the Assignor’s Trademark with the right to sue for and collect the same for its own use and benefit, and for the use and on behalf of its successors, assigns or other legal representatives;

**UPON SAID CONSIDERATION**, Assignor hereby agrees with the said Assignee that Assignor will not execute any writing or do any act whatsoever conflicting with this present, and that Assignor will, at any time upon request, without further or additional consideration but at the expense of said Assignee, execute such additional assignments and other writings and do such additional acts as said Assignee may deem necessary or desirable to perfect the Assignee's enjoyment of this grant, it being understood that the foregoing covenant and agreement shall bind and inure to the benefit of the assigns and legal representatives of Assignor and Assignee;

**IN TESTIMONY WHEREOF**, Assignor has caused the aforesaid trademark to be assigned by its duly authorized officer.

**YOURTEL AMERICA, INC.**

By: \_\_\_\_\_

Name: Dale R Schmitz

Title: VP/CSO

Date: 1/4/13