

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
NB Holdings Corporation		12/18/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	FIA Card Services, National Association		
Street Address:	1100 North King Street		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19884		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3409188	WORKS	
Registration Number:	3425366	W	
Registration Number:	3586255	ACTIVE CARD CONTROL	
CORRESPONDENCE DATA			
Fax Number:	3367338473		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(336) 721-3747		
Email:	trademarkswinston@wcsr.com		
Correspondent Name:	Randel S. Springer		
Address Line 1:	Womble Carlyle Sandridge & Rice, LLP		
Address Line 2:	One West Fourth Street		
Address Line 4:	Winston-Salem, NORTH CAROLINA 27101		
ATTORNEY DOCKET NUMBER:	50195.0015.4		
NAME OF SUBMITTER:	Randel S. Springer		

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Signature:	/Randy Springer/
Date:	02/01/2013
Total Attachments: 3 source=NB Holdings to FIA Assignment#page1.tif source=NB Holdings to FIA Assignment#page2.tif source=NB Holdings to FIA Assignment#page3.tif	

TRADEMARK ASSIGNMENT

This Trademark Assignment Agreement ("Assignment"), dated as of December 18 2012 is between NB Holdings Corporation ("Assignor"), having a place of business at 100 North Tryon Street, 56th Floor, Charlotte, NC 28255, and FIA Card Services, National Association ("Assignee"), having a place of business at 1100 North King Street, Wilmington, DE 19884.

WITNESSETH:

WHEREAS, Assignor desires to quitclaim and assign to Assignee all right, title and interest in and to the trademarks and all related application(s)/registration(s) thereof identified on Exhibit A attached hereto (the "Trademark(s)"), together with any and all goodwill of the business associated with the Trademark(s); and

WHEREAS, Assignee desires to acquire the Trademark(s) and all goodwill associated therewith from Assignor; and

WHEREAS, Assignor and Assignee desire to confirm of record the assignment of the Trademark(s) to Assignee;

NOW, THEREFORE, for \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Assignor hereby quitclaims and assigns to Assignee all right, title and interest in and to the Trademark(s), together with (i) all the goodwill of the business symbolized by such Trademark(s) and (ii) all causes of action, claims and demands and other rights for, or arising from, any infringement, including past infringements, of the Trademark(s).

2. Assignor further agrees without further consideration to cause to be performed such other lawful acts and to be executed such further assignments and other lawful documents as Assignee may from time to time reasonably request to effect fully this Assignment and to permit Assignee to be duly recorded as the registered owner of the Trademark(s) and all other rights hereby conveyed.

IN WITNESS WHEREOF, the parties have caused this Agreement to be duly executed by their respective authorized officers, all as of the day and year first above written.

ASSIGNOR:

ASSIGNEE:

NB Holdings Corporation

FIA Card Services, National Association

By: Philip A. Wertz

By: _____

Name: Philip A. Wertz

Name: _____

Title: Assoc. Dir. Special Counsel

Title: _____

Date: 12-18-2012

Date: _____

TRADEMARK ASSIGNMENT

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WITNESSETH:

WHEREAS, Assignor desires to quitclaim and assign to Assignee all right, title and interest in and to the trademarks and all related application(s)/registration(s) thereof identified on Exhibit A attached hereto (the "Trademark(s)"), together with any and all goodwill of the business associated with the Trademark(s); and

WHEREAS, Assignee desires to acquire the Trademark(s) and all goodwill associated therewith from Assignor; and

WHEREAS, Assignor and Assignee desire to confirm of record the assignment of the Trademark(s) to Assignee;

NOW, THEREFORE, for \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Assignor hereby quitclaims and assigns to Assignee all right, title and interest in and to the Trademark(s), together with (I) all the goodwill of the business symbolized by such Trademark(s) and (II) all causes of action, claims and demands and other rights for, or arising from, any infringement, including past infringements, of the Trademark(s).

2. Assignor further agrees without further consideration to cause to be performed such other lawful acts and to be executed such further assignments and other lawful documents as Assignee may from time to time reasonably request to effect fully this Assignment and to permit Assignee to be duly recorded as the registered owner of the Trademark(s) and all other rights hereby conveyed.

IN WITNESS WHEREOF, the parties have caused this Agreement to be duly executed by their respective authorized officers, all as of the day and year first above written.

ASSIGNOR:

NB Holdings Corporation

By: _____

Name: _____

Title: _____

Date: _____

ASSIGNEE:

FIA Card Services, National Association

By: Kevin J. O'Hanlon

Name: Kevin J. O'Hanlon

Title: Director, Sr. Product Manager

Date: December 13, 2012

EXHIBIT A**TRADEMARK(S)**

Mark	Country	Status	Serial No.	Filing Date	Reg. No.	Reg. Date	Next Filing Due
WORKS	US	Registered - Section 8 & 15 due 08- Apr-2014	78/922,025	03-Jul-2006	3,409,188	08-Apr- 2008	April 8, 2014
W LOGO DESIGN	US	Registered - Section 8 & 15 due 13- May-2014	77/112,172	21-Feb-2007	3,425,366	13-May- 2008	May 13, 2014
ACTIVE CARD CONTROL	US	Registered - Section 8 & 15 due 10- Mar-2015	77/524,328	17-Jul-2008	3,586,255	10-Mar- 2009	March 10, 2015