

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL																										
CONVEYING PARTY DATA																											
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CORRESPONDENCE DATA																											
<p>Fax Number: 4153468987 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 415-885-9800 Email: hpranger@prangerlaw.com Correspondent Name: Holly Pranger Address Line 1: 3223 Webster Street Address Line 4: San Francisco, CALIFORNIA 94123</p>																											
ATTORNEY DOCKET NUMBER:	237-07																										
NAME OF SUBMITTER:	Holly Pranger																										
Signature:	/Holly Pranger/																										
Date:	04/13/2013																										
<p>Total Attachments: 1 source=assignment 2#page1.tif</p>																											

OP \$40.00 85703783

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (the "Agreement") is made on March 29, 2013, by and between Manhattan Entrepreneurs Group, LLC, a limited liability company organized under the laws of the state of New York and located at 3 Hanover Square, Suite 14G, New York NY 10004 ("Assignor"), and Threadflip, Inc., a Delaware corporation, located at 188 King Street, Suite 605, San Francisco CA 94107 ("Assignee"), collectively referred to herein as the "Parties."

RECITALS

Assignor wishes to assign all of Assignor's right, title and interest in and to the trademark THREADFLIP, including all national, state and foreign registrations, applications for registration and renewals and extensions thereof, all common law rights and goodwill related thereto, together with that portion of Seller's business associated with and symbolized by the trademark THREADFLIP and all benefits, privileges, causes of action and remedies relating to any of the foregoing, whether before or hereafter accrued (collectively, the "Trademark") to Assignee in accordance with the provisions of this Agreement, and Assignee wishes to accept such assignment, including without limitation the following pending United States trademark application:

Mark THREADFLIP Serial Number 85/703,783

AGREEMENT

In consideration of the foregoing recitals, the Settlement and Release Agreement entered into by the Parties, the mutual agreements, provisions and covenants contained herein, and for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

Assignment and Ownership. Assignor hereby transfers, conveys and assigns all of its rights, title and interest in and to the Application and the Trademark to Assignee as of the Effective Time, and Assignor agrees not to challenge the validity of Assignee's ownership in the Trademark at any time after the Effective Time. Assignor further transfers, conveys and assigns to Assignee, without any additional consideration, all ownership, right, and interest in and to that portion of the Assignor's business symbolized by the Trademark, and all goodwill associated with the foregoing.

Capitalized terms used herein but not otherwise defined herein shall have the meaning given to such terms in that certain Settlement and Release Agreement, dated as of March 29, 2013, by and between Assignor and Assignee.

IN WITNESS WHEREOF, the Parties have caused this Agreement to be executed by their duly authorized representatives.

Manhattan Entrepreneurs Group, LLC

By: Raj Narayanan

Name: RAJ NARAYANAN

Title: MANAGING MEMBER

Threadflip, Inc

By: Jeff Shiao

Name: Jeff Shiao

Title: CTO