

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
BetaZone, Inc.		10/08/2013	CORPORATION: TENNESSEE
RECEIVING PARTY DATA			
Name:	TMW Systems, Inc.		
Street Address:	21111 Chagrin Boulevard		
Internal Address:	TMW Systems, Inc.		
City:	Beachwood		
State/Country:	OHIO		
Postal Code:	44122		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	2687336	ACCESS PLUS	
Registration Number:	3552266	CUI	
Registration Number:	3140017	FLEETRX	
Registration Number:	2647120	FLEXEDI	
Registration Number:	2699555	FLEXFUEL	
Registration Number:	3112530	FLEXPAY	
Registration Number:	2760815	ICC	
Registration Number:	2463262	IES	
Registration Number:	2524233	IES ACCESS	
Registration Number:	3603275	IES MOBILE	
Registration Number:	2478994	INNOVATIVE ENTERPRISE SOFTWARE	
CORRESPONDENCE DATA			
Fax Number:	2165837071		

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TRADEMARK
REEL: 005130 FRAME: 0464

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Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 2165837070
Email: ccrehore@ulmer.com
Correspondent Name: Charles A. Crehore
Address Line 1: 1660 West 2nd Street, Suite 1100
Address Line 2: Ulmer & Berne LLP
Address Line 4: Cleveland, OHIO 44113-1448

ATTORNEY DOCKET NUMBER:

25819-0000

NAME OF SUBMITTER:

Charles A. Crehore

Signature:

/Charles A. Crehore/

Date:

10/14/2013

Total Attachments: 3

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TRADEMARKS ASSIGNMENT AGREEMENT

WHEREAS, Betazone, Inc., a corporation organized and existing under the laws of the State of Tennessee with its principal place of business located at 21111 Chagrin Boulevard, Beachwood, OH 44122 (hereinafter "Assignor"), is the owner of all rights in and to the trademark registrations identified in Schedule A attached hereto and incorporated herein by this reference and including all trademark rights therein (all collectively referred to hereinafter as the "Trademarks"); and

WHEREAS, TMW Systems, Inc., a corporation organized and existing under the laws of the State of Delaware with its principal place of business located at 21111 Chagrin Boulevard, Beachwood, OH 44122, (hereinafter "Assignee") is desirous of acquiring all of Assignor's rights in and to the aforesaid Trademarks; and


NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor hereby sells, transfers, assigns and delivers unto Assignee, effective as of the date hereof, all right, title and interest in and to the aforesaid Trademarks, together with the goodwill of the business connected with and symbolized by the aforesaid Trademarks, as well as all rights to damages or profits, due or accrued, arising out of past infringement of the aforesaid Trademarks or injury to said goodwill, and the right to sue for and recover the same in Assignee's own name. Assignor hereby agrees to cooperate with Assignee hereunder in all such legal actions by Assignee but at Assignee's expense.


Assignor: Betazone, Inc.
Executed By (Name): James A. Kirkland
Title: Vice President

October 8, 2013 Date

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Schedule A

Trademark	Registration Number
ACCESS PLUS	2687336
CUI	3552266
FLEETRX	3140017
FLEXEDI	2647120
FLEXFUEL	2699555
FLEXPAY	3112530
	2760815
IES	2463262
IES ACCESS	2524233
IES MOBILE	3603275
INNOVATIVE ENTERPRISE SOFTWARE	2478994

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

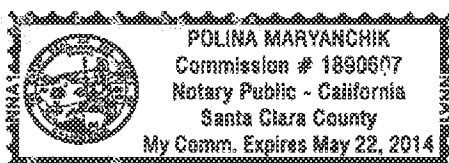
CIVIL CODE § 1189

State of California

County of Santa Clara

On October 8, 2013 before me, Polina Maryanchik, Notary Public

personally appeared James A. Kirkland



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s); or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: Polina Maryanchik

Place Notary Seal Above

Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____ Signer's Name: _____

☐ Corporate Officer — Title(s): _____ ☐ Corporate Officer — Title(s): _____

☐ Individual ☐ Individual

☐ Partner — ☐ Limited ☐ General ☐ Partner — ☐ Limited ☐ General

☐ Attorney in Fact ☐ Attorney in Fact

☐ Trustee ☐ Trustee

☐ Guardian or Conservator ☐ Guardian or Conservator

☐ Other: _____ ☐ Other: _____

Signer Is Representing: _____ Signer Is Representing: _____