

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

11/18/2013
 900272195

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Company to Company Assignment

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
XTREAM SERVICE, INC.		11/11/2013	CORPORATION:
XHCD MANAGEMENT, LLC		11/11/2013	LIMITED LIABILITY COMPANY:
HCD SOFTWARE, LLC		11/11/2013	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	XTREAM SERVICE, INC.
Street Address:	6700 Hollister
City:	Houston
State/Country:	TEXAS
Postal Code:	77040
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Serial Number:	85600060	XTREAMNEW
Serial Number:	85600033	XTREAMMBM
Serial Number:	85600005	XTREAMSEARCH
Serial Number:	85599985	XTREAMSALES
Serial Number:	85600048	XTREAMPOWER
Serial Number:	85599998	XTREAMSERVICE
Serial Number:	85599949	SIMPLIFYING THE AUTOMOBILE DEALERSHIP IN
Serial Number:	85599923	XS
Serial Number:	86013771	XTREAMBDC
Serial Number:	86013758	XTREAM PREOWNED
Serial Number:	86022542	XTREAM MANAGER OVERVIEW

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Serial Number:	85679212	XTREAMBDC
Serial Number:	85686040	XTREAM MANAGER OVERVIEW
Serial Number:	85679208	XTREAM PREOWNED

CORRESPONDENCE DATA

Fax Number: 8328308958

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

Phone: 8326678609

Email: buta@adolphlocklar.com

Correspondent Name: Tom Adolph

Address Line 1: 4615 SW Freeway, Suite 630

Address Line 4: Houston, TEXAS 77027

ATTORNEY DOCKET NUMBER:	XSI.001001
NAME OF SUBMITTER:	Tom Adolph
Signature:	/Tom Adolph/
Date:	11/18/2013

Total Attachments: 7

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TRADEMARK ASSIGNMENT

In consideration of the mutual obligations set forth in the Asset Purchase Agreement dated as of November 12, 2013 by and among XTREAM SERVICE, INC., a Nevada corporation ("Xtream"); XHCD MANAGEMENT, LLC, a Nevada limited liability company ("XHCD"); HCD SOFTWARE, LLC, a Delaware limited liability company ("HCD" and together with Xtream and XHCD, the "Sellers"); and XTREAM SERVICE, INC., a Delaware corporation ("Purchaser") and for other good and valuable consideration, the sufficiency of which is hereby acknowledged, the Sellers agree as follows:

1. Sellers assign to Purchaser all right, title and interest of Sellers in and to:
 - (a) all of Sellers' rights in any trademark, service mark, trade name, or other mark or name (including a product name, service name, brand name, logo or slogan), whether registered or unregistered, owned by any of the Sellers and used or held for use by any of the Sellers in connection with any product or service currently owned, designed, developed, produced, marketed, promoted, distributed, licensed, sold or otherwise exploited by any of the Sellers in the business of the licensing, sale, advertisement, and distribution of software to retail vehicle sales dealers for lead generation for sales of new and pre-owned vehicles (the "Business") as conducted prior to ~~November 12, 2013~~ or otherwise used or held for use by any of the Sellers in the operation of its Business, including each registration and application identified in Attachment A;
 - (b) all of Sellers' rights in the trade name "Xtream" and each other name or derivative thereof (including any trade name, fictitious business name or assumed name), under which Sellers conduct the Business;
 - (c) all of Sellers' rights in the internet domain name www2.xtreamservice.com, and any other internet domain, social media or similar online names, pages or sites registered or used by Sellers;
 - (d) to the extent assignable, all of Sellers' rights in all email addresses and other digital addresses or names registered or used by Sellers;
 - (e) the goodwill related to any marks, names or other rights assigned in (a), (b), (c) and (d) above; and
 - (f) all rights to sue for past, present and future infringement, dilution or violation of any of such rights, and all of Sellers' claims against any third parties relating thereto, known or unknown, contingent or non-contingent.
2. Each Seller shall, from time to time and as necessary, execute and deliver to Purchaser, at Purchaser's expense, all agreements and other documents reasonably necessary to give effect to this Assignment.

3. This Assignment is binding on each Seller and its successors and assigns for the benefit of Purchaser and its successors and assigns.

4. This Assignment and the Asset Purchase Agreement (including the Exhibits and Schedules attached, or to be attached), and the "Closing Documents" defined in the Asset Purchase Agreement constitute the entire agreement between the parties as of the date of this Assignment and supersede any prior understandings, agreements, or representations by or between the parties, written or oral, to the extent they have related in any way to the subject matter hereof.

5. THIS ASSIGNMENT SHALL BE GOVERNED BY AND CONSTRUED AND ENFORCED IN ACCORDANCE WITH THE LAWS OF THE STATE OF DELAWARE, WITHOUT REGARD TO ITS CONFLICT OF LAW PRINCIPLES.

[Signature Page Follows]

IN WITNESS WHEREOF, the Parties have duly executed this Assignment as of the date first written above.

XTREAM:

**XTREAM SERVICE, INC.
A Nevada corporation**

By: Charles R. Colson
Charles R. Colson, Chief Executive Officer

XHCD

**XHCD MANAGEMENT, LLC
A Nevada limited liability company**

By: _____
Charles V. Ricks, Manager

HCD

**HCD SOFTWARE, LLC
A Delaware limited liability company**

By: _____
Charles V. Ricks, Manager

Acknowledgement

On November 11, 2013,

Charles R. Colson, Chief Executive Officer, of XTREAM SERVICE, INC.,

~~Charles V. Ricks, Manager, of XHCD MANAGEMENT, LLC, and~~

~~Charles V. Ricks, Manager, of HCD SOFTWARE, LLC,~~

acknowledged this Trademark Assignment before me.

Paige A. Miller
Notary Public for the State of NC
My commission expires 10/17/2017

SIGNATURE PAGE
TRADEMARK ASSIGNMENT

IN WITNESS WHEREOF, the Parties have duly executed this Assignment as of the date first written above.

XTREAM:

XTREAM SERVICE, INC.
A Nevada corporation

By: _____
Charles R. Colson, Chief Executive Officer

XHCD

XHCD MANAGEMENT, LLC
A Nevada limited liability company

By: *C.V. Ricks*
Charles V. Ricks, Manager

HCD

HCD SOFTWARE, LLC
A Delaware limited liability company

By: *C.V. Ricks*
Charles V. Ricks, Manager

Acknowledgement

On November 11, 2013,

~~Charles R. Colson, Chief Executive Officer, of XTREAM SERVICE, INC.,~~

Charles V. Ricks, Manager, of XHCD MANAGEMENT, LLC, and

Charles V. Ricks, Manager, of HCD SOFTWARE, LLC,

acknowledged this Trademark Assignment before me.





 Lavonne Reed


Notary Public for the State of North Carolina

My commission expires 12.9.2017

**Attachment A
The Trademark Registrations**

Country	Mark Name	App. No. (Date)	Reg. No. (Date)	Owner
U.S.A.	XTREAMNEW	85/600,060 (4/17/2012)	4,307,954 (3/26/2013)	XHCD Management, LLC
U.S.A.	XTREAMMBM	85/600,033 (4/17/2012)	4,307,953 (3/26/2013)	XHCD Management, LLC
U.S.A.	XTREAMSEARCH	85/600,005 (4/17/2012)	4,307,952 (3/26/2013)	XHCD Management, LLC
U.S.A.	XTREAMSALES	85/599,985 (4/17/2012)	4,307,951 (3/26/2013)	XHCD Management, LLC
U.S.A.	XTREAMPOWER	85/600,048 (4/17/2012)	4,250,064 (11/27/2012)	XHCD Management, LLC
U.S.A.	XTREAMSERVICE	85/599,998 (4/17/2012)	4,250,062 (11/27/2012)	XHCD Management, LLC
U.S.A.	SIMPLIFYING THE AUTOMOBILE DEALERSHIP INDUSTRY	85/599,949 (4/17/2012)	4,250,059 (11/27/2012)	XHCD Management, LLC
U.S.A.	XS & Design 	85/599,923 (4/17/2012)	4,250,056 (11/27/2012)	XHCD Management, LLC
U.S.A.	XTREAMBDC	86/013,771 (7/18/2013)	Pending	XHCD Management, LLC
U.S.A.	XTREAM PREOWNED	86/013,758 (7/18/2013)	Pending	XHCD Management, LLC
U.S.A.	XTREAM MANAGER OVERVIEW	86/022,542 (7/29/2013)	Pending	XHCD Management, LLC
U.S.A.	XTREAMBDC	85/679,212 (7/17/2012)	4,320,228 (6/11/2013)	HCD Software, LLC
U.S.A.	XTREAM MANAGER OVERVIEW	85/686,040 (7/15/2012)	4,349,163 (6/11/2013)	HCD Software, LLC
U.S.A.	XTREAM PREOWNED	85/679,208 (7/17/2012)	Abandoned	HCD Software, LLC
Canada	XS & Design 	1,634,710 (7/10/2013)	Pending	XHCD Management, LLC
Canada	SIMPLIFYING THE AUTOMOBILE DEALERSHIP INDUSTRY	1,634,708 (7/10/2013)	Pending	XHCD Management, LLC
Canada	XTREAMSALES	1,634,705 (7/10/2013)	Pending	XHCD Management, LLC
Canada	XTREAMSERVICE	1,634,706 (7/10/2013)	Pending	XHCD Management, LLC
Canada	XTREAMSEARCH	1,634,704 (7/10/2013)	Pending	XHCD Management, LLC
Canada	XTREAMMBM	1,634,703 (7/10/2013)	Pending	XHCD Management, LLC
Canada	XTREAMPOWER	1,634,709 (7/10/2013)	Pending	XHCD Management, LLC
Canada	XTREAMNEW	1,634,701 (7/10/2013)	Pending	XHCD Management, LLC
Canada	XTREAMBDC	1,638,202 (8/05/2013)	Pending	XHCD Management, LLC
Canada	XTREAM PREOWNED	1,638,203 (8/05/2013)	Pending	XHCD Management, LLC
Canada	XTREAM MANAGER OVERVIEW	1,638,204 (8/05/2013)	Pending	XHCD Management, LLC

Country	Mark Name	App. No. (Date)	Reg. No. (Date)	Owner
Canada	SIMPLIFYING THE AUTOMOBILE DEALERSHIP INDUSTRY	1,595,932 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XS & Design 	1,595,933 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAM MANAGER OVERVIEW	1,595,935 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAM PREOWNED	1,595,937 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAMBDC	1,595,936 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAMMBM	1,595,940 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAMNEW	1,595,934 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAMPOWER	1,595,930 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAMSALES	1,595,942 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAMSEARCH	1,595,941 (9/26/2012)	Abandoned	HCD Software, LLC
Canada	XTREAMSERVICE	1,595,931 (9/26/2012)	Abandoned	HCD Software, LLC
Mexico	XS & Design 	1394126 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	SIMPLIFYING THE AUTOMOBILE DEALERSHIP INDUSTRY	0084056 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	SIMPLIFYING THE AUTOMOBILE DEALERSHIP INDUSTRY	1394106 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMSALES	1394116 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMSALES	1394117 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMSERVICE	1394111 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMSERVICE	1394110 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMSEARCH	1394118 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMSEARCH	1394120 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMMBM	1394127 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMPOWER	1394113 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMPOWER	1394112 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMNEW	1394121 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMNEW	1394122 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMBDC	1394123 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAMBDC	1394128 (7/18/2013)	Pending	XHCD Management, LLC

Country	Mark Name	App. No. (Date)	Reg. No. (Date)	Owner
Mexico	XTREAM PREOWNED	1394114 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAM PREOWNED	1394115 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAM MANAGER OVERVIEW	1394124 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	XTREAM MANAGER OVERVIEW	1394125 (7/18/2013)	Pending	XHCD Management, LLC
Mexico	SIMPLIFYING THE AUTOMOBILE DEALERSHIP INDUSTRY	1,313,144 (9/28/2012)	Pending	HCD Software
Mexico	SIMPLIFYING THE AUTOMOBILE DEALERSHIP INDUSTRY	1,313,142 (9/28/2012)	1,344,081 (1/21/2013)	HCD Software
Mexico	XS & Design 	1,313,116 (9/28/2012)	1,347,775 (2/11/2013)	HCD Software
Mexico	XS & Design 	1,313,115 (9/28/2012)	Pending	HCD Software
Mexico	XTREAM MANAGER OVERVIEW	1,313,126 (9/28/2012)	1,346,397 (2/5/2013)	HCD Software
Mexico	XTREAM MANAGER OVERVIEW	1,313,124 (9/28/2012)	1,358,195 (3/27/2013)	HCD Software
Mexico	XTREAM PREOWNED	1,313,132 (9/28/2012)	1,344,078 (1/21/2013)	HCD Software
Mexico	XTREAM PREOWNED	1,313,134 (9/28/2012)	1,346,399 (2/5/2013)	HCD Software
Mexico	XTREAMBDC	1,313,128 (9/28/2012)	1,344,077 (1/21/2013)	HCD Software
Mexico	XTREAMBDC	1,313,129 (9/28/2012)	1,346,398 (2/5/2013)	HCD Software
Mexico	XTREAMMBM	1,313,105 (9/28/2012)	Pending	HCD Software
Mexico	XTREAMMBM	1,313,106 (9/28/2012)	1,346,395 (2/5/2013)	HCD Software
Mexico	XTREAMNEW	1,313,121 (9/28/2012)	1,347,776 (2/11/2013)	HCD Software
Mexico	XTREAMNEW	1,313,118 (9/28/2012)	1,353,092 (3/7/2013)	HCD Software
Mexico	XTREAM POWER	1,313,136 (9/28/2012)	1,344,079 (1/21/2013)	HCD Software
Mexico	XTREAM POWER	1,313,137 (9/28/2012)	1,346,400 (2/5/2013)	HCD Software
Mexico	XTREAMSALES	1,313,111 (9/28/2012)	1,358,194 (3/27/2013)	HCD Software
Mexico	XTREAMSALES	1,313,113 (9/28/2012)	1,347,774 (2/11/2013)	HCD Software
Mexico	XTREAMSEARCH	1,313,109 (9/28/2012)	1,346,396 (2/5/2013)	HCD Software
Mexico	XTREAMSEARCH	1,313,107 (9/28/2012)	1,358,193 (3/27/2013)	HCD Software
Mexico	XTREAMSERVICE	1,313,140 (9/28/2012)	1,346,402 (2/5/2013)	HCD Software
Mexico	XTREAMSERVICE	1,313,139 (9/28/2012)	1,344,080 (1/21/2013)	HCD Software

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