

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM303614

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Simply Wheelz LLC d/b/a Advantage Rent A Car		04/30/2014	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Advantage Opco, LLC
Street Address:	7652 Narcoossee Road
City:	Orlando
State/Country:	FLORIDA
Postal Code:	32822
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	3574097	A ADVANTAGE
Registration Number:	3304636	A
Registration Number:	4034702	A-PASS
Registration Number:	2264826	ADVANTAGE
Registration Number:	3304723	ADVANTAGE RENT A CAR
Registration Number:	1738673	ADVANTAGE RENT-A-CAR
Registration Number:	2263010	ADVANTAGE RENT-A-CAR
Registration Number:	2299570	ADVANTAGE RESERVATIONS
Registration Number:	3419634	SIMPLY WHEELZ
Registration Number:	3419594	SIMPLYWHEELZ
Serial Number:	85418513	ADVANTAGE FOR BUSINESS

CORRESPONDENCE DATA

Fax Number: 2127514864

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

Phone: 212-906-1200

Email: angela.amaru@lw.com

Correspondent Name: Latham & Watkins LLP c/o Angela M. Amaru

Address Line 1: 885 Third Avenue

Address Line 2: Suite 1000

TRADEMARK

Address Line 4:	New York, NEW YORK 10022
ATTORNEY DOCKET NUMBER:	048083-0006
NAME OF SUBMITTER:	Angela M. Amaru
SIGNATURE:	/s/ Angela M. Amaru
DATE SIGNED:	05/05/2014
Total Attachments: 4 source=Advantage - Trademark Assignment Agreement cm-048083-0006#page1.tif source=Advantage - Trademark Assignment Agreement cm-048083-0006#page2.tif source=Advantage - Trademark Assignment Agreement cm-048083-0006#page3.tif source=Advantage - Trademark Assignment Agreement cm-048083-0006#page4.tif	

TRADEMARK ASSIGNMENT (US)

This TRADEMARK ASSIGNMENT (this “**Trademark Assignment**”) is made and entered into as of April 30, 2014, by and between Simply Wheelz LLC d/b/a Advantage Rent A Car, a Delaware limited liability company (“**Assignor**”) and Advantage Opco, LLC, a Delaware limited liability company (“**Assignee**”).

W I T N E S S E T H:

WHEREAS, Assignor, The Catalyst Capital Group Inc. (“**Catalyst**”) and Franchise Services of North America, Inc. entered into that certain Asset Purchase Agreement, dated as of December 16, 2013 (as amended from time to time, the “**Purchase Agreement**”), pursuant to which Catalyst purchased from Assignor all right, title and interest of Assignor in and to certain assets held by Assignor in connection with the Business (as defined in the Purchase Agreement), including, without limitation, the trademarks and/or service marks set forth in Schedule A attached hereto and made a part hereof, together with any registrations and applications for registration thereof, all common law rights with respect thereto, and all rights to sue and recover for past, present and future infringement, dilution, misappropriation or other violation thereof (collectively, the “**Assigned Trademarks**”);

WHEREAS, in accordance with the Purchase Agreement, Catalyst has assigned its rights and obligations under the Purchase Agreement to Assignee, an Affiliate of Catalyst;

WHEREAS, Assignee wishes to acquire from Assignor, and Assignor wishes to transfer to Assignee, all of Assignor’s right, title and interest in and to the Assigned Trademarks; and

WHEREAS, Assignee and Assignor are desirous of executing a document suitable for recordation with the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration of the foregoing and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, convey, deliver and transfer to Assignee all of Assignor's right, title and interest in and to the Assigned Trademarks throughout the world, including, but not limited to, all benefits, privileges, causes of action, and remedies, including, without limitation, the exclusive rights to (a) apply for and maintain all registrations, renewals and/or extensions thereof, (b) bring actions for past, present and future infringement, dilution, misappropriation or other violation thereof, and (c) grant licenses or other interests therein. The foregoing includes, and Assignor hereby sells, assigns, conveys, delivers and transfers to Assignee, the goodwill connected with the use of and symbolized by the Assigned Trademarks.

(Signature Page to Follow)

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed by its duly authorized representative.

Simply Wheelz LLC
d/b/a Advantage Rent A Car,

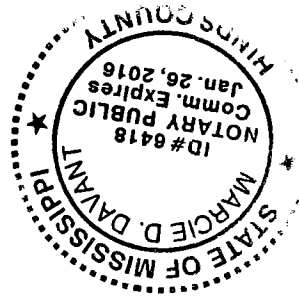
as Assignor

By: Tom McDonnell
Name: THOMAS P. McDONNELL III
Title: CEO

STATE OF MISSISSIPPI)
) ss.:
COUNTY OF MADISON)

On this 28th day of April, 2014, before me personally appeared Thomas P. McDonnell III, known to me, who being duly sworn, did depose and say that that the foregoing Trademark Assignment was made for the purposes and considerations so stated, and that he was authorized to act on behalf of Simply Wheelz LLC d/b/a Advantage Rent A Car in entering into such Trademark Assignment.

Marcie D. Davant
Notary Public:
My commission expires:



ACKNOWLEDGED BY:

Advantage Opco, LLC,

as Assignee

By: 

Name: Gabriel de Alba

Title: President and Secretary of Advantage
Holdco, Inc., the Sole Member

SCHEDULE A
to Trademark Assignment

U.S. Trademark Registrations and Applications

Country	Trademark	Status	App. No.	File Date	Reg. No.	Reg. Date
United States	A ADVANTAGE (and Design)	Registered	78/902,042	6/6/2006	3574097	2/10/2009
United States	A and Bars Design in Color	Registered	78/901,970	6/6/2006	3304636	10/2/2007
United States	A-PASS	Registered	85/253,047	2/28/2011	4034702	10/4/2011
United States	ADVANTAGE	Registered	75/495,784	6/4/1998	2264826	7/27/1999
United States	ADVANTAGE FOR BUSINESS	Published	85/418,513	9/9/2011		
United States	ADVANTAGE RENT A CAR & Bars Design	Registered	78/922,450	7/5/2006	3304723	10/2/2007
United States	ADVANTAGE RENT-A-CAR	Registered	74/263,621	4/2/1992	1738673	12/8/1992
United States	ADVANTAGE RENT-A-CAR	Registered	75/495,783	6/4/1998	2263010	7/20/1999
United States	ADVANTAGE RESERVATIONS	Registered	75/489,122	5/21/1998	2299570	12/14/1999
United States	SIMPLY WHEELZ	Registered	77/215,755	6/26/2007	3419634	4/29/2008
United States	SIMPLYWHEELZ	Registered	77/188,025	5/23/2007	3419594	4/29/2008