

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM311376

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HomeGain.com, Inc.		07/21/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Reply! Inc.		
Street Address:	12667 Alcosta Blvd. Suite 200		
City:	San Ramon		
State/Country:	CALIFORNIA		
Postal Code:	94583		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3127211	HOMEGAIN	
Registration Number:	3046695	HOMEGAIN	
Serial Number:	85751072	HOMEGAIN	
CORRESPONDENCE DATA			
Fax Number:	6508332001		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	650 833-2373		
Email:	karl.hamel@dlapiper.com		
Correspondent Name:	Paul A. McLean, Esq., DLA Piper LLP (US)		
Address Line 1:	2000 University Ave.		
Address Line 4:	East Palo Alto, CALIFORNIA 94303		
ATTORNEY DOCKET NUMBER:	353952-100		
NAME OF SUBMITTER:	Paul A. McLean, Esq.		
SIGNATURE:	/Paul A. McLean/		
DATE SIGNED:	07/21/2014		
Total Attachments: 2			
source=Assignment of Homegain Trademark to Reply!_07212014#page1.tif			
source=Assignment of Homegain Trademark to Reply!_07212014#page2.tif			

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ASSIGNMENT OF TRADEMARK

WHEREAS, HomeGain.com, Inc., a Delaware corporation ("Assignor"), having its principal place of business at 12667 Alcosta Blvd, Ste. 200, San Ramon, California 94583, is the owner of the United States trademarks listed in Exhibit "A", which are attached hereto and made a part hereof (collectively, the "Trademarks");

WHEREAS, HomeGain.com, Inc. is desirous of assigning all right, title and interest in and to the Trademarks to Reply! Inc., a Delaware corporation ("Assignee"), having its principal place of business at 12667 Alcosta Blvd, Ste. 200, San Ramon, California 94583;

WHEREAS, Reply! Inc. is desirous of acquiring from HomeGain.com, Inc. all right, title and interest in and to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, HomeGain.com, Inc. hereby assigns to Reply! Inc., and Reply! Inc. hereby accepts from HomeGain.com, Inc., all right, title and interest in and to the Trademarks together with the goodwill of the business symbolized thereby.

IN WITNESS WHEREOF, HomeGain.com, Inc., as assignor, and Reply! Inc., as assignee, have executed this Assignment effective as of this 18 day of July, 2014

"Assignor"

HomeGain.com, Inc.

By: 

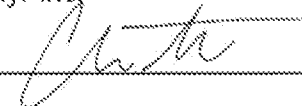
Printed Name: Payam Zamani

Title: CEO

Date: 7/21/2014

"Assignee"

Reply! Inc.

By: 

Printed Name: Chris Mancini

Title: CEO

Date: 7/21/2014

Exhibit "A"

United States Trademarks

Country	Mark	Current Registrant	Registration No.
United States of America	HOMEGAIN 35&36	HomeGain.com, Inc.	3046695
United States of America	HOMEGAIN 36	HomeGain.com, Inc.	3127211

Country	Mark	Current Applicant	Application No.
United States of America	HOMEGAIN 35	HomeGain.com, Inc.	85751072