

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM313892

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Roomtag, LLC		08/08/2014	LIMITED LIABILITY COMPANY: MARYLAND
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Asure Software, Inc.		
<b>Street Address:</b>	110 Wild Basin Road, Suite 100		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78746		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3517517	ROOMTAG	
<b>Registration Number:</b>	3597925	ROOMTAG	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6126723777		
<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>			
<b>Phone:</b>	612 672 3765		
<b>Email:</b>	pcurran@messerlikramer.com		
<b>Correspondent Name:</b>	Pamela A. Curran c/o Messerli & Kramer		
<b>Address Line 1:</b>	100 South Fifth Street, Suite 1400		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402		
<b>ATTORNEY DOCKET NUMBER:</b>	ROOMTAG MARKS 18649-24		
<b>NAME OF SUBMITTER:</b>	Pamela A. Curran		
<b>SIGNATURE:</b>	/pamela a. curran/		
<b>DATE SIGNED:</b>	08/13/2014		
<b>Total Attachments: 2</b>			
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ASSIGNMENT OF TRADEMARKS

In consideration of good and valuable consideration the receipt of which is hereby acknowledged, ROOMTAG, LLC, a Maryland limited liability company (the "Assignor"), hereby assigns, and transfers to ASURE SOFTWARE, INC., a Delaware corporation (the "Assignee"), all of the Assignor's entire right, title and worldwide interest in and to the trademarks and trade names set forth on Exhibit A attached to this Assignment (the "Trademarks"), including (i) all of the goodwill of the business associated or connected with the use of and symbolized by the Trademarks, (ii) any trademark applications or registrations therefor, (iii) the right to file any document to maintain any such application or registration, (iv) all common law trademark or trade name rights or logos in said marks, (v) the right to file applications for registration and other filings worldwide, and (vi) the right to sue for past, present and future infringement, dilution or other violation of the Trademarks and collect and retain all damages, settlements and proceeds recovered therefrom.

Assignor acknowledges that as of the date of this Assignment, Assignor shall not claim to possess any right, title or interest in and to the Trademarks and shall take no actions jeopardizing the existence or enforceability of the Trademarks or Assignee's rights therein and shall not adopt or use or register any name or mark anywhere in the world which infringes or otherwise violates the Trademarks. Assignor represents and warrants that Assignor owns all right, title and interest in and to the Trademarks free of any lien, claim or encumbrances.

Assignor agrees to execute and deliver such additional documents and perform such additional acts as may be reasonably necessary or appropriate to effectuate, carry out, and consummate the terms and conditions of this Assignment and the transactions contemplated thereby.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be duly executed effective this 8th day of August, 2014.

ROOMTAG, LLC

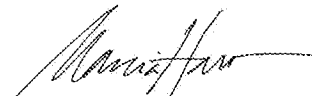
By:  Marcia Hart  
Name: Marcia Hart  
Title: Chief Executive Officer  
2014.08.08 14:18:26 -04'00'

EXHIBIT A  
TRADEMARKS

1. Trademarks filed with the United States Patent and Trademark Office

REF	MARK	SERIAL NUMBER	REGISTRATION NUMBER
1.	Roomtag	77219127	3517517
2.	Roomtag and Design	77542830	3597925

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