

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM315503

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Square 1 Bank		05/09/2013	CORPORATION: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	TeamSnap, Inc.		
Street Address:	1401 Pearl Street		
City:	Boulder		
State/Country:	COLORADO		
Postal Code:	80302		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3609854	WEPLAY	
CORRESPONDENCE DATA			
Fax Number:	3035697798		
<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:	3036569868		
Email:	carolyn@smithbyerslaw.com		
Correspondent Name:	Carolyn Juarez		
Address Line 1:	1877 Broadway, Ste. 605		
Address Line 4:	Boulder, COLORADO 80302		
ATTORNEY DOCKET NUMBER:	TEAMSNAP		
NAME OF SUBMITTER:	Carolyn Juarez		
SIGNATURE:	/Carolyn Juarez/		
DATE SIGNED:	08/28/2014		
Total Attachments: 3			
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OP \$40.00 3609854

BILL OF SALE

THIS BILL OF SALE ("Bill of Sale") is made this 9th day of May, 2013 by **Square 1 Bank** ("Seller"), in favor of **TeamSnap, Inc.** ("Purchaser").

WITNESSETH:

WHEREAS, Seller and Purchaser entered into that certain Asset Purchase Agreement dated as of May 9, 2013 ("Contract") with respect to the sale of the personal property described on Exhibit A attached hereto ("Property") which is owned by WePlay, Inc.. ("Debtor"); and

WHEREAS, Debtor defaulted on a loan with Seller which was secured, in part, by the Property and Seller has exercised its postdefault remedies with respect to the Property; and

WHEREAS, by reason of the exercise of its postdefault remedies, Seller agrees to sell, and Purchaser agrees to acquire, the rights of the Debtor in the Property;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Seller does hereby absolutely and unconditionally give, grant, bargain, sell, transfer, set over, assign, convey, release, confirm and deliver to Purchaser all of its right, title and interest in and to the Property, without representation or warranty of any kind whatsoever except as set forth in and subject to the terms of the Contract.

WITH RESPECT TO ALL PROPERTY TRANSFERRED, WHETHER TANGIBLE OR INTANGIBLE, EXCEPT AS EXPRESSLY SET FORTH IN THE CONTRACT, SELLER EXPRESSLY DISCLAIMS A WARRANTY OF MERCHANTABILITY AND WARRANTY FOR FITNESS FOR A PARTICULAR USE OR ANY OTHER WARRANTY EXPRESSED OR IMPLIED THAT MAY ARISE BY OPERATION OF LAW OR UNDER THE UNIFORM COMMERCIAL CODE FOR THE STATE IN WHICH THE PROPERTY IS LOCATED (OR ANY OTHER STATE).

This Bill of Sale shall be binding upon and inure to the benefit of the successors, assigns, personal representatives, heirs and legatees of Purchaser and Seller.

The name and last known mailing address of the Seller, Debtor and Purchaser are:

Seller: Square 1 Bank
406 Blackwell Street, Suite 240
Durham, NC 27701
Attention: Loan Operations

Debtor: WePlay, Inc.
11901 Santa Monica Boulevard
Suite 542
Los Angeles, California 90025

Purchaser: TeamSnap, Inc.
1035 Pearl Street
Boulder, Colorado 80302-5156
Attn: David J. DuPont, President and C.E.O.

This Bill of Sale is intended to be a "transfer statement" under § 9-619 of the Uniform Commercial Code.

This Bill of Sale shall be governed by, interpreted under, and construed and enforceable in accordance with, the laws of the State of North Carolina.

EXECUTED as of the 9th day of May, 2013.

Seller:

SQUARE 1 BANK

By: 

Name: Christopher Eno

Title: SVP, Venture Banking

Purchaser:

TEAMSnap, INC.
a Delaware corporation

By: 

Title: President and CEO

Printed Name: David J. DuPont

EXHIBIT A

PROPERTY DESCRIPTION

All personal property of WePlay Inc. (herein referred to as “Borrower” or “Debtor”) whether presently existing or hereafter created or acquired, and wherever located, including, but not limited to:

- (a) All accounts (including health-care-insurance-receivables), chattel paper (including tangible and electronic chattel paper), deposit accounts, documents (including negotiable documents), equipment (including all accessions and additions thereto), financial assets, general intangibles (including patents, trademarks, copyrights, goodwill, domain names, payment intangibles and software), goods (including fixtures), instruments (including promissory notes), inventory (including all goods held for sale or lease or to be furnished under a contract of service, and including returns and repossessions), investment property (including securities and securities entitlements), letter of credit rights, money, and all of Debtor’s books and records with respect to any of the foregoing, and the computers and equipment containing said books and records; and

Any and all cash proceeds and/or noncash proceeds of any of the foregoing, including, without limitation, insurance proceeds, and all supporting obligations and the security therefor or for any right to payment. All terms in subsections (a) and (b) above have the meanings given to them in the North Carolina Uniform Commercial Code, as amended or supplemented from time to time, including revised Division 9 of the Uniform Commercial Code-Secured Transactions.