

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM351927

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sonic Divisional Operations, LLC		08/12/2015	CORPORATION:
RECEIVING PARTY DATA			
Name:	TrueCar, Inc.		
Street Address:	120 Broadway, Suite 200		
City:	Santa Monica		
State/Country:	CALIFORNIA		
Postal Code:	90401		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4296461	TRUE PRICE INFORMED. ACCURATE. TRUSTED.	
Registration Number:	4296462	TRUE PRICE INFORMED. ACCURATE. TRUSTED.	
Registration Number:	4421803	TRUE PRICE	
Registration Number:	4421804	TRUE PRICE	
Registration Number:	3372593	TRUEVIEW	
CORRESPONDENCE DATA			
Fax Number:	6504936811		
<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:	650-493-9300		
Email:	trademarks@wsgr.com		
Correspondent Name:	WILSON SONSINI GOODRICH & ROSATI		
Address Line 1:	650 Page Mill Road		
Address Line 4:	Palo Alto, CALIFORNIA 94304-1050		
ATTORNEY DOCKET NUMBER:	32166.511 (JLD)		
NAME OF SUBMITTER:	Nathan E. Ferguson		
SIGNATURE:	/Nathan E. Ferguson/		
DATE SIGNED:	08/19/2015		

CH \$140.00 4296461

Total Attachments: 3

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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement ("Assignment Agreement") is made as of the 13th day of August, 2015, by and between TrueCar, Inc. ("Assignee") and Sonic Divisional Operations, LLC ("Assignor").

WHEREAS, Assignor and Assignee entered into that certain Trademark Assignment and License Agreement ("Agreement") under which Assignor has agreed to transfer and Assignee has agreed to acquire all of Assignor's right, title, and interest throughout the world in and to the trademarks and the associated U.S. trademark registrations identified in Schedule A and Schedule B (the "TRUE Marks"), and the goodwill of the business symbolized by the trademarks and registrations therefore (collectively, "Trademark Rights");

NOW, THEREFORE, for good and valuable consideration as reflected in the Settlement Agreement, the receipt of which is hereby acknowledged, and in accordance with and subject to the Agreement, Assignor hereby irrevocably sells, transfers, conveys, and assigns to Assignee all of Assignor's right, title, and interest in and to the Trademark Rights, together with any claims, demands, rights of recovery, and causes of action for the past infringement of the TRUE Marks.

Assignor also hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States to record good title to the Trademark Rights in Assignee in accordance with the terms of this Assignment Agreement.

Assignor will, at the reasonable request and expense of Assignee, do all things reasonably necessary, proper, or advisable, including without limitation the execution, acknowledgment, and recordation of specific assignments, oaths, declarations, and other documents to assist Assignee in obtaining, perfecting, sustaining, and/or enforcing the Trademark Rights.

The terms and conditions of this Assignment Agreement shall inure to the benefit of Assignee, its successors, assigns, and other legal representatives, and shall be binding upon Assignor, its successors, assigns, and other legal representatives.

IN TESTIMONY WHEREOF, TrueCar, Inc. and Sonic Divisional Operations, LLC have caused this Assignment Agreement to be executed by duly authorized officers this 13th day of August, 2015.

Assignor:

Sonic Divisional Operations, LLC

By: 

Name: JEFF DYKE

Title: EV Operations

Assignee:

TrueCar, Inc.

By: 

Name: MICHAEL GUTHRIE

Title: CHIEF FINANCIAL OFFICER

Schedule A

Trademark	Registration Number
TRUE PRICE INFORMED. ACCURATE. TRUSTED	4296461
TRUE PRICE INFORMED. ACCURATE. TRUSTED & Design	4296462
TRUE PRICE	4421803
TRUE PRICE & Design	4421804

Schedule B

Trademark	Registration Number
TRUEVIEW	3372593