

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM374698

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MONNAIE ROYALE CANADIENNE/ROYAL CANADIAN MINT		12/23/2015	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Loyalty Pays Holdings Corporation		
Street Address:	171 East Liberty Street		
Internal Address:	Suite 340		
City:	Toronto		
State/Country:	CANADA		
Postal Code:	M6K 3P6		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	85585269	MINTCHIP	
Serial Number:	85585257	MINTCHIP	
Serial Number:	85585262	THE EVOLUTION OF CURRENCY	
CORRESPONDENCE DATA			
Fax Number:	2028221111		
<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:	202.822.1100		
Email:	mtakakura@whda.com		
Correspondent Name:	Alan S. Cooper		
Address Line 1:	1250 Connecticut Ave., NW STE 700		
Address Line 2:	Westerman, Hattori, Daniels & Adrian LLP		
Address Line 4:	Washington, D.C. 20036		
ATTORNEY DOCKET NUMBER:	OT1006US00		
DOMESTIC REPRESENTATIVE			
Name:	Alan S. Cooper		
Address Line 1:	1250 Connecticut Ave., NW Ste. 700		

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Address Line 2:	Westerman, Hattori, Daniels & Adrian LLP
Address Line 4:	Washington, D.C. 20036
NAME OF SUBMITTER:	Alan S. Cooper
SIGNATURE:	/Alan S. Cooper/
DATE SIGNED:	02/26/2016
Total Attachments: 3 source=Assignment#page1.tif source=Assignment#page2.tif source=Assignment#page3.tif	

ASSIGNMENT OF TRADEMARKS

WHEREAS Monnaie royale canadienne/Royal Canadian Mint, a corporation having a place of business at Prom. Sussex Drive, Ottawa, Ontario, K1A 0G8 Canada (the "Mint"), is the owner of the Trademarks identified in the attached Schedule "A" (the "Trademarks");

AND WHEREAS Loyalty Pays Holdings Corporation, a corporation having a place of business at 171 East Liberty Street, Suite 340, Toronto, ON M6K 3P6, Canada ("Loyalty Pays"), is desirous of acquiring all right, title and interest in and to the said Trademarks in the United States of America, together with the goodwill associated with such use and symbolized by the said Trademarks and the aforesaid applications;

AND WHEREAS Monnaie royale canadienne/Royal Canadian Mint and Loyalty Pays entered into a technology purchase agreement dated December 8, 2015 pursuant to which Loyalty Pays agreed to acquire certain assets, including an assignment of the Trademarks, from Monnaie royale canadienne/Royal Canadian Mint (the "Purchase Agreement");

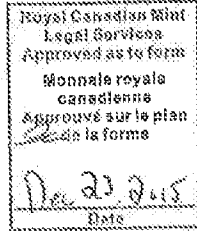
AND WHEREAS pursuant to, and in accordance with the terms and conditions of, the Purchase Agreement, Monnaie royale canadienne/Royal Canadian Mint is willing to sell, transfer, convey and assign unto Loyalty Pays Holdings Corporation all of its right, title and interest in and to the said Trademarks in the United States of America, together with the goodwill associated with its use and symbolized by the said Trademarks and the aforesaid applications absolutely;

AND WHEREAS this Assignment of Trademarks is being provided pursuant to and subject to the terms of the Purchase Agreement in order to permit Loyalty Pays effectuate the filing, recordation and enforcement of the Trademarks;

NOW THEREFORE for good and valuable consideration, the receipt of which is hereby acknowledged, pursuant to and subject to the terms of the Purchase Agreement, Monnaie royale canadienne/Royal Canadian Mint does hereby sell, transfer, convey and assign unto Loyalty Pays all of its right, title and interest in and to the said Trademarks in the United States of America, together with such goodwill associated with its use and symbolized by the said Trademarks and the said applications and registrations, for its own use absolutely, the same to be held and enjoyed by Loyalty Pays as it would have been held and enjoyed by Monnaie royale canadienne/Royal Canadian Mint had the sale, transfer, conveyance and assignment not been made.

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EXECUTED at City of OTTAWA, in the Province of Ontario, Canada, this 23
day of December, 2015 by the party hereto.



MONNAIE ROYALE CANADIENNE/ROYAL
CANADIAN MINT

Per: Jennifer Camelon
Jennifer Camelon
Chief Financial Officer and Vice President
of Finance and Administration

SCHEDULE "A"

U.S.A. TRADEMARK APPLICATIONS

<u>TRADEMARK</u>	<u>APPLICATION NO.</u>	<u>FILING DATE</u>
MintChip & Design Logo	85585269	March 30, 2012
MintChip	85585257	March 30, 2012
The Evolution of Currency	85585262	March 30, 2012