

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM394129

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Higher One, Inc.		08/04/2016	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Administrative Agent		
<b>Street Address:</b>	135 SOUTH LASALLE STREET		
<b>Internal Address:</b>	MC: IL4-135-05-41		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60604		
<b>Entity Type:</b>	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4930610	\$TART WITH CHANGE	
<b>Registration Number:</b>	4417279	POWERED BY FEEDBACK	
<b>Registration Number:</b>	4271933	MY ONE	
<b>Registration Number:</b>	3452385	REFUND MANAGEMENT	
<b>Registration Number:</b>	3203941	CASHNET...ANY PAYMENT, ANYTIME, ANYWHERE	
<b>Registration Number:</b>	3076578	ONEDISBURSE	
<b>Registration Number:</b>	2524672	HIGHER ONE	
<b>Registration Number:</b>	2493262	CASHNET	
<b>Registration Number:</b>	2405644	CASHNET	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9192868199		
<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>	919 286-8000		
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com		
<b>Correspondent Name:</b>	MOORE & VAN ALLEN PLLC		
<b>Address Line 1:</b>	3015 CARRINGTON MILL BOULEVARD		
<b>Address Line 2:</b>	SUITE 400		
<b>Address Line 4:</b>	MORRISVILLE, NORTH CAROLINA 27560		

OP \$240.00 4930610

<b>ATTORNEY DOCKET NUMBER:</b>	017625.5008
<b>NAME OF SUBMITTER:</b>	John E. Slaughter, III.
<b>SIGNATURE:</b>	/jes/
<b>DATE SIGNED:</b>	08/08/2016
<b>Total Attachments: 4</b> source=NGSI-TMs - Higher One, Inc. to BoA#page1.tif source=NGSI-TMs - Higher One, Inc. to BoA#page2.tif source=NGSI-TMs - Higher One, Inc. to BoA#page3.tif source=NGSI-TMs - Higher One, Inc. to BoA#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of August 4, 2016 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the “Agreement”) and among the Grantors party thereto (each an “Grantor”) and Bank of America, N.A., as administrative agent (the “Administrative Agent”) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

HIGHER ONE, INC.,  
a Delaware corporation

By: 

Name: Lisa Mayr

Title: Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

HIGHER ONE HOLDINGS, INC.  
NOTICE OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 005850 FRAME: 0059**

Very truly yours,

HIGHER ONE, INC.,  
a Delaware corporation

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

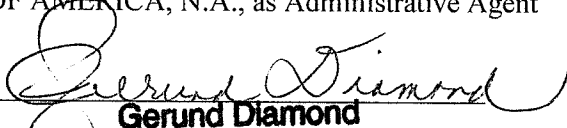
Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

  
**Gerund Diamond**  
**Assistant Vice President**

HIGHER ONE HOLDINGS, INC.  
NOTICE OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 005850 FRAME: 0060**

**Schedule 1**

**Higher One, Inc.  
(Delaware Corporation)**

**U.S. Trademarks**

**Trademark Registrations**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
START WITH CHANGE	4930610	04/05/16
POWERED BY FEEDBACK	4417279	10/15/13
MY ONE	4271933	01/08/13
REFUND MANAGEMENT	3452385	06/24/08
CASHNET...ANY PAYMENT, ANYTIME, ANYWHERE	3203941	01/30/07
ONEDISBURSE	3076578	04/04/06
HIGHER ONE	2524672	01/01/02
CASHNET	2493262	09/25/01
CASHNET	2405644	11/21/00