

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM399855

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Clover One, LLC		09/21/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Outerwall Inc.		
Street Address:	1800 114th Avenue SE		
City:	Bellevue		
State/Country:	WASHINGTON		
Postal Code:	98004		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 23			
Property Type	Number	Word Mark	
Serial Number:	85791052	OUTERWALL	
Serial Number:	85791061	OUTERWALL	
Serial Number:	85888642	OUTERWALL	
Serial Number:	85888647	OUTERWALL	
Serial Number:	85888627		
Registration Number:	4593578	OUTERWALL	
Registration Number:	4886226	OUTERWALL	
Registration Number:	4886227	OUTERWALL	
Registration Number:	4886228	OUTERWALL	
Registration Number:	4593579	OUTERWALL	
Registration Number:	4898884	OUTERWALL	
Registration Number:	4653597	OUTERWALL	
Registration Number:	4886257	OUTERWALL	
Registration Number:	4886258	OUTERWALL	
Registration Number:	4886259	OUTERWALL	
Registration Number:	4653598	OUTERWALL	
Registration Number:	4886260	OUTERWALL	
Registration Number:	4653595		
Registration Number:	4886253		
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	4886254	
Registration Number:	4886255	
Registration Number:	4653596	
Registration Number:	4886256	

CORRESPONDENCE DATA

Fax Number: 2063599000

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.

Phone: 206-359-8000

Email: pctrademarks@perkinscoie.com

Correspondent Name: Jason S. Howell / Perkins Coie LLP

Address Line 1: 1201 Third Avenue

Address Line 2: Suite 4900

Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	21382-4000
NAME OF SUBMITTER:	Winfield B. Martin
SIGNATURE:	/Winfield B. Martin/
DATE SIGNED:	09/27/2016

Total Attachments: 4
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TRADEMARK ASSIGNMENT

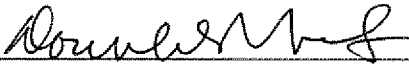
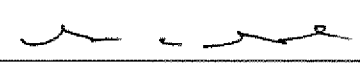
WHEREAS, Clover One, LLC, a Delaware limited liability company with an address at 1209 Orange Street, Wilmington, Delaware 19801 ("*Assignor*"), and Outerwall Inc., a Delaware corporation with an address at 1800 114th Avenue SE, Bellevue, Washington 98004 ("*Assignee*"), desire to enter into this Trademark Assignment;

WHEREAS, Assignee desires to acquire from Assignor all of Assignor's right, title, and interest in and to the trademarks, trademark applications, and trademark registrations listed in Schedule A attached hereto (the "*Trademarks*," "*Applications*," and "*Registrations*," respectively), and all of Assignor's right, title, and interest in and to the goodwill, common law rights, and copyrights associated therewith; and

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged:

Assignor hereby assigns to Assignee all of Assignor's right, title, and interest worldwide in and to the Trademarks, Applications, and Registrations, together with all of Assignor's goodwill and common law rights connected with the use of and symbolized by the Trademarks and Assignor's copyrights in and to the Trademarks. This assignment is made in connection with the transfer by Assignor to Assignee of that portion of Assignor's business to which the Trademarks relate.

IN WITNESS WHEREOF, Assignor has caused its duly authorized representative to execute this Assignment as of September 21, 2016.

<p>Clover One, LLC:</p> <p>By: <u></u></p> <p>Name: <u>Donald R. Reuch</u></p> <p>Title: <u>VP & SECRETARY</u></p>	<p>Outerwall Inc.:</p> <p>By: <u></u></p> <p>Name: <u>Gavin C. Smith</u></p> <p>Title: <u>CFO</u></p>
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SCHEDULE A

TRADEMARK APPLICATIONS AND REGISTRATIONS

Mark*	Class	Country	Application No.	File Date	Reg. Date	Reg. No.	Status
OUTERWALL	n/a	Canada	1,624,075	4/25/2013			PENDING
OUTERWALL and Design	n/a	Canada	1,625,138	5/2/2013			PENDING
OUTERWALL Logo	n/a	Canada	1,625,346	5/3/2013			PENDING
OUTERWALL	7	China	12492454	4/26/2013	9/28/2014	12492454	Registered
OUTERWALL	9	China	12492453	4/26/2013	9/28/2014	12492453	Registered
OUTERWALL	16	China	12492452	4/26/2013	9/28/2014	12492452	Registered
OUTERWALL	35	China	12492451	4/26/2013	9/28/2014	12492451	Registered
OUTERWALL	36	China	12492450	4/26/2013	9/28/2014	12492450	Registered
OUTERWALL	38	China	12492449	4/26/2013	12/21/2014	12492449	Registered
OUTERWALL	40	China	12492448	4/26/2013	9/28/2014	12492448	Registered
OUTERWALL	41	China	12492447	4/26/2013	5/21/2015	12492447	Registered
OUTERWALL	43	China	12492446	4/26/2013	2/28/2015	12492446	Registered
OUTERWALL and Design	7	China	12626038	5/22/2013	10/14/2014	12626038	Registered
OUTERWALL and Design	9	China	12626037	5/22/2013	12/14/2015	12626037	Registered
OUTERWALL and Design	16	China	12626036	5/22/2013	8/28/2015	12626036	Registered
OUTERWALL and Design	35	China	12626035	5/22/2013	10/21/2015	12626035	Registered
OUTERWALL and Design	36	China	12626034	5/22/2013	12/14/2015	12626034	Registered
OUTERWALL and Design	38	China	12626033	5/22/2013	2/14/2015	12626033	Registered
OUTERWALL and Design	40	China	12626032	5/22/2013	11/21/2015	12626032	Registered
OUTERWALL and Design	41	China	12626031	5/22/2013	7/21/2015	12626031	Registered
OUTERWALL and Design	43	China	12626030	5/22/2013	11/21/2015	12626030	Registered
OUTERWALL Logo	7	China	12626029	5/22/2013	11/7/2014	12626029	Registered
OUTERWALL Logo	9	China	12626028	5/22/2013	11/14/2015	12626028	Registered
OUTERWALL Logo	16	China	12626027	5/22/2013	10/21/2015	12626027	Registered
OUTERWALL Logo	38	China	12626024	5/22/2013	2/14/2015	12626024	Registered
OUTERWALL	7, 9, 16, 35, 36, 38, 40, 41, 43	European Union	011770864	4/25/2013	4/19/2016	011770864	Registered
OUTERWALL and Design	7, 9, 16, 35, 36, 38, 40, 41, 43	European Union	011788585	5/2/2013	4/23/2016	011788585	Registered
OUTERWALL Logo	7, 9, 16, 35, 36, 38, 40, 41, 43	European Union	011797255	5/7/2013	5/26/2014	011797255	Registered

OUTERWALL	7, 9, 16, 35, 36, 38, 40, 41, 43	Japan	2013-031454	4/25/2013	6/19/2015	5771949	Registered
OUTERWALL	35	Japan	2014-077852	4/25/2013	5/29/2015	5767716	Registered
OUTERWALL	35	Japan	2014-077853	4/25/2013	5/29/2015	5767717	Registered
OUTERWALL and Design	7, 9, 16, 35, 36, 38, 40, 41, 43	Japan	2013-033330	5/2/2013	6/19/2015	5771950	Registered
OUTERWALL and Design	35	Japan	2014-077849	5/2/2013	5/29/2015	5767714	Registered
OUTERWALL and Design	35	Japan	2014-077850	9/16/2014	5/29/2015	5767715	Registered
OUTERWALL Logo	7, 9, 16, 35, 36, 38, 40, 41, 43	Japan	2013-033795	5/7/2013	6/19/2015	5771951	Registered
OUTERWALL	7	Mexico	1368894	4/26/2013	4/30/2014	1452307	Registered
OUTERWALL	9	Mexico	1368896	4/26/2013	8/15/2013	1390180	Registered
OUTERWALL	16	Mexico	1368898	4/26/2013	8/15/2013	1390181	Registered
OUTERWALL	35	Mexico	1368899	4/26/2013	2/19/2015	1514618	Registered
OUTERWALL	36	Mexico	1368901	4/26/2013	8/15/2013	1390182	Registered
OUTERWALL	38	Mexico	1368902	4/26/2013	8/15/2013	1390183	Registered
OUTERWALL	40	Mexico	1368903	4/26/2013	8/15/2013	1390184	Registered
OUTERWALL	41	Mexico	1368904	4/26/2013	4/29/2014	1451779	Registered
OUTERWALL	43	Mexico	1368905	4/26/2013	8/15/2013	1390185	Registered
OUTERWALL and Design	7	Mexico	1370680	5/3/2013	4/30/2014	1452308	Registered
OUTERWALL and Design	9	Mexico	1370681	5/3/2013	7/31/2013	1387503	Registered
OUTERWALL and Design	16	Mexico	1370682	5/3/2013	8/1/2013	1387852	Registered
OUTERWALL and Design	35	Mexico	1370684	5/3/2013	2/19/2015	1514619	Registered
OUTERWALL and Design	36	Mexico	1370685	5/3/2013	7/31/2013	1387505	Registered
OUTERWALL and Design	38	Mexico	1370686	5/3/2013	7/31/2013	1387506	Registered
OUTERWALL and Design	40	Mexico	1370687	5/3/2013	7/31/2013	1387507	Registered
OUTERWALL and Design	41	Mexico	1370688	5/3/2013	5/9/2014	1453590	Registered
OUTERWALL and Design	43	Mexico	1370689	5/3/2013	7/31/2013	1387508	Registered
OUTERWALL Logo	7	Mexico	1371254	5/7/2013	4/30/2014	1452309	Registered
OUTERWALL Logo	9	Mexico	1371255	5/7/2013	8/1/2013	1387872	Registered
OUTERWALL Logo	16	Mexico	1371257	5/7/2013	9/26/2013	1400326	Registered
OUTERWALL Logo	35	Mexico	1371258	5/7/2013	2/19/2015	1514620	Registered
OUTERWALL Logo	36	Mexico	1371259	5/7/2013	7/25/2013	1385803	Registered
OUTERWALL Logo	38	Mexico	1371260	5/7/2013	7/25/2013	1385804	Registered

Schedule A

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OUTERWALL Logo	40	Mexico	1371261	5/7/2013	8/2/2013	1388059	Registered
OUTERWALL Logo	41	Mexico	1371262	5/7/2013	4/29/2014	1450979	Registered
OUTERWALL Logo	43	Mexico	1371263	5/7/2013	7/25/2013	1385805	Registered
OUTERWALL	7, 9, 16, 35, 36, 38, 40, 41, 43	United Kingdom	3003722	4/26/2013	6/20/2014	3003722	Registered
OUTERWALL and Design	7, 9, 16, 35, 36, 38, 40, 41, 43	United Kingdom	3004577	5/2/2013	6/20/2014	3004577	Registered
OUTERWALL Logo	7, 9, 16, 35, 36, 38, 40, 41, 43	United Kingdom	3004920	5/7/2013	6/20/2014	3004920	Registered
OUTERWALL	7	United States	85791049	11/29/2012	8/26/2014	4593578	Registered
OUTERWALL	9	United States	85791045	11/29/2012	1/12/2016	4886226	Registered
OUTERWALL	16	United States	85791052	11/29/2012			ALLOWED
OUTERWALL	35	United States	85791056	11/29/2012	1/12/2016	4886227	Registered
OUTERWALL	36	United States	85791058	11/29/2012	1/12/2016	4886228	Registered
OUTERWALL	38	United States	85791061	11/29/2012			ALLOWED
OUTERWALL	40	United States	85791064	11/29/2012	8/26/2014	4593579	Registered
OUTERWALL	41	United States	85791068	11/29/2012	2/9/2016	4898884	Registered
OUTERWALL and Design	7	United States	85888638	3/28/2013	12/9/2014	4653597	Registered
OUTERWALL and Design	9	United States	85888639	3/28/2013	1/12/2016	4886257	Registered
OUTERWALL and Design	16	United States	85888642	3/28/2013			ALLOWED
OUTERWALL and Design	35	United States	85888643	3/28/2013	1/12/2016	4886258	Registered
OUTERWALL and Design	36	United States	85888644	3/28/2013	1/12/2016	4886259	Registered
OUTERWALL and Design	38	United States	85888647	3/28/2013			ALLOWED
OUTERWALL and Design	40	United States	85888648	3/28/2013	12/9/2014	4653598	Registered
OUTERWALL and Design	41	United States	85888649	3/28/2013	1/12/2016	4886260	Registered
OUTERWALL Logo	7	United States	85888625	3/28/2013	12/9/2014	4653595	Registered
OUTERWALL Logo	9	United States	85888626	3/28/2013	1/12/2016	4886253	Registered
OUTERWALL Logo	16	United States	85888627	3/28/2013			ALLOWED
OUTERWALL Logo	35	United States	85888629	3/28/2013	1/12/2016	4886254	Registered
OUTERWALL Logo	36	United States	85888630	3/28/2013	1/12/2016	4886255	Registered
OUTERWALL Logo	40	United States	85888632	3/28/2013	12/9/2014	4653596	Registered
OUTERWALL Logo	41	United States	85888633	3/28/2013	1/12/2016	4886256	Registered

*References to OUTERWALL and Design are to the mark



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OUTERWALL Logo are to the mark



Schedule A

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