

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM444133

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Iowa College Student Aid Commission		06/30/2016	Corporation: IOWA
RECEIVING PARTY DATA			
Name:	XAP Corporation		
Street Address:	100 Corporate Pointe, Suite 100		
City:	Culver City		
State/Country:	CALIFORNIA		
Postal Code:	90230		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4214322	I HAVE A PLAN IOWA	
CORRESPONDENCE DATA			
Fax Number:	5152430654		
<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:	515-288-2500		
Email:	angiekenin@davisbrownlaw.com		
Correspondent Name:	Kent Herink/Davis Brown Law Firm		
Address Line 1:	215 10th Street, Ste. 1300		
Address Line 4:	Des Moines, IOWA 50309		
NAME OF SUBMITTER:	Kent Herink		
SIGNATURE:	/kentherink/		
DATE SIGNED:	09/22/2017		
Total Attachments: 4			
source=trademark_assignment_i_have_a_plan#page1.tif			
source=trademark_assignment_i_have_a_plan#page2.tif			
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OP \$40.00 4214322

TRADEMARK ASSIGNMENT

This Trademark Assignment ("Assignment"), dated as of June 30, 2016, is made by the Iowa College Student Aid Commission ("Assignor"), an Iowa agency, located at 430 East Grand Ave FL 3, Des Moines, IA 50309, in favor of XAP Corporation ("Assignee"), a Delaware corporation, located at 100 Corporate Pointe, Suite 100, Culver City, CA 90230.

WHEREAS, Assignor is the sole owner of all title, rights, and interest in United States Trademark Registration No. 4,214,322 (the "'322 Registration") for the mark "I HAVE A PLAN IOWA" (the "Mark") for services relating to a statewide career information system (the "System"), a copy of which is attached to this Assignment as Exhibit A;

WHEREAS, Assignee has provided the services to run and maintain the System;

WHEREAS, Assignor no longer intends to use the Mark or support the System and wishes to assign, and Assignee wishes to acquire, all right, title, and interest to the '322 Registration;

NOW THEREFORE, the parties agree as follows:

1. Assignment. For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby irrevocably conveys, transfers and assigns to Assignee, and Assignee hereby accepts, all of Assignors right, title and interest in and to the '322 Registration, together with the goodwill of the business connected with the use of, and symbolized by the '322 Registration, including:

a. the trademark registrations and trademark applications set forth on Exhibit A and all issuances, extensions and renewals therefore;

b. all rights of any kind whatsoever of Assignor accruing under any of the foregoing provided by applicable law of any jurisdiction, by international treaties and otherwise throughout the world;

c. any and all royalties, fees, income, payments and other proceeds now or hereafter due or payable with respect to any and all of the foregoing; and

d. any and all claims and causes of action with respect to any of the foregoing, whether accruing before, on and/or after the date hereof, including all rights to and claims for damages, restitution and injunctive and other legal and equitable relief for past, present, and future infringement, dilution, misappropriation, violation, misuse, breach or default, with the right but not obligation to sue for such legal and equitable relief and to collect, or otherwise recover, any such damages.

2. Recordation and Further Actions. Assignor hereby authorizes the Commissioner for Trademarks in the United States Patent and Trademark Office and the officials of corresponding entities or agencies in any applicable jurisdictions to record and register this Assignment upon

request by Assignee. Following the date hereof, Assignor shall take such steps and actions, and provide such cooperation and assistance to Assignee and its successors, assigns and legal representatives, including the execution and delivery of any affidavits, declarations, oaths, exhibits, assignments, powers of attorney, or other documents, as may be reasonably necessary to effect, evidence or perfect the assignment of the '322 Registration to Assignee, or any assignee or successor thereto.

3. Counterparts. This Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same agreement. A signed copy of this Assignment delivered by facsimile, e-mail or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Assignment.

4. Successors and Assigns. This Assignment shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

5. Governing Law. This Assignment and any claim, controversy, dispute or cause of action (whether in contract, tort or otherwise) based upon, arising out of or relating to this Assignment and the transactions contemplated hereby shall be governed by, and construed in accordance with, the laws of the United States and the State of Iowa, without giving effect to any choice of law provision or rule (whether of the State of Iowa or any other jurisdiction).


IN WITNESS WHEREOF, Assignor has duly executed and delivered this Assignment as of the date first written above.

IOWA COLLEGE STUDENT AID COMMISSION

By: 
Name: Karen Misjak
Title: Executive Director

AGREED TO AND ACCEPTED:

XAP CORPORATION

By: 
Name: Edward Monnier
Title: CEO

Address for Notices:

Iowa College Student Aid Commission
430 East Grand Ave, FL 3
Des Moines, IA 50309

XAP Corporation
100 Corporate Pointe, Suite 100
Culver City, CA 90230

EXHIBIT A

United States of America
United States Patent and Trademark Office

I HAVE A PLAN IOWA

Reg. No. 4,214,322

Registered Sep. 25, 2012

Int. Cls.: 35, 36, 41, and 42

SERVICE MARK

PRINCIPAL REGISTER

IOWA COLLEGE STUDENT AID COMMISSION (IOWA STATE AGENCY)
200 16TH ST, 4TH FLOOR
DES MOINES, IA 50309

FOR: PROVIDING ON-LINE INFORMATION IN THE FIELDS OF EMPLOYMENT, JOBS, CAREERS, COLLEGES, NAMELY, PROVIDING INTERACTIVE COMPUTER DATABASES FEATURING INFORMATION ABOUT CAREERS, JOBS, COLLEGES, PROVIDING CAREER ASSESSMENT SURVEYS, PROVIDING AN INTERACTIVE WEBSITE THAT FACILITATES THE PREPARATION OF RESUMES AND COVER LETTERS; PROVIDING ONLINE DOCUMENTS FOR APPLICATIONS CONCERNING COLLEGE, LOANS AND FINANCIAL AID; PROVIDING ON-LINE WEB LINKS TO WEBSITES FEATURING INFORMATION IN THE NATURE OF A JOB OPENING, IN CLASS 35 (U.S. CLS. 100, 101 AND 102).

FIRST USE 8-3-2009; IN COMMERCE 8-3-2009.

FOR: PROVIDING ON-LINE INFORMATION IN THE FIELDS OF FINANCIAL AID, NAMELY, PROVIDING INTERACTIVE COMPUTER DATABASES FEATURING INFORMATION ABOUT FINANCIAL AID; PROVIDING COLLEGE FINANCIAL AID CALCULATORS, PROVIDING A DATABASE FEATURING INFORMATION ABOUT SCHOLARSHIPS AND FINANCIAL AID; PROVIDING ONLINE INFORMATION IN THE FIELD OF COLLEGE FINANCIAL PLANNING; COLLEGE CONSULTING SERVICES, NAMELY, ASSISTING STUDENTS IN APPLYING FOR SCHOLARSHIPS AND FINANCIAL AID, IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

FIRST USE 8-3-2009; IN COMMERCE 8-3-2009.

FOR: PROVIDING TEST PREPARATION COURSES, PROVIDING A DATABASE OF COLLEGE APPLICATIONS; COLLEGE CONSULTING SERVICES, NAMELY, ASSISTING STUDENTS IN FINDING COLLEGES AND UNIVERSITIES AND COMPLETING THE APPLICATION PROCESS, IN CLASS 41 (U.S. CLS. 100, 101 AND 107).

FIRST USE 8-3-2009; IN COMMERCE 8-3-2009.

FOR: COMPUTER SERVICES, NAMELY, PROVIDING SEARCH ENGINES TO EXPLORE, IDENTIFY AND COMPARE COLLEGES ON A GLOBAL COMPUTER NETWORK, IN CLASS 42 (U.S. CLS. 100 AND 101).



David J. Kappes

Director of the United States Patent and Trademark Office

TRADEMARK