

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM613547

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
INSOLVENCY SERVICES GROUP, INC., AS ASSIGNEE FOR THE BENEFIT OF CREDITORS OF MONEY MAILER, LLC		04/24/2020	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	MoneyMailerUSA Incorporated		
Street Address:	1600 Golf Road, Suite 1200		
City:	Rolling Meadows		
State/Country:	ILLINOIS		
Postal Code:	60008		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Serial Number:	88237910	MARKETING DONE RIGHT	
Serial Number:	88237908		
Serial Number:	78745023	ADEASE	
Serial Number:	77948685	GET MORE OF WHAT YOU WANT	
Serial Number:	77825315	H.O.T! COUPONS	
Serial Number:	77461197	MONEY MAILER	
Serial Number:	77443437	LIKE GETTING MONEY ON YOUR CELL PHONE	
Serial Number:	77134652	HOT! COUPONS ANYWHERE, ANYTIME. JUST CLI	
Serial Number:	75707482	LIKE GETTING MONEY IN YOUR MAILBOX	
Serial Number:	75548039	HELPING BUSINESSES GET AND KEEP MORE CUS	
Serial Number:	75145071	SMARTZONES	
Serial Number:	74313578	MM MONEY MAILER	
Serial Number:	73264433	MONEY MAILER	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

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using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Email: wsavoy@patentgc.com
Correspondent Name: Wade Savoy, Patent GC LLC
Address Line 1: 501 Boylston Street, 10th Floor
Address Line 4: Boston, MASSACHUSETTS 02116

NAME OF SUBMITTER:	Wade Savoy
SIGNATURE:	/Wade J. Savoy/
DATE SIGNED:	12/10/2020

Total Attachments: 9

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ASSET PURCHASE AGREEMENT

by and between

**Insolvency Services Group, Inc.,
solely in its capacity as
Assignee for the Benefit of Creditors of
Money Mailer, LLC and
Money Mailer Franchise Corp.**

and

MoneyMailerUSA Incorporated

Dated as of April 24, 2020

THIS DOCUMENT IS INTENDED SOLELY TO FACILITATE DISCUSSIONS AMONG THE PARTIES. THIS DOCUMENT IS NOT INTENDED TO CREATE NOR WILL IT BE DEEMED TO CREATE A LEGALLY BINDING OR ENFORCEABLE OFFER OR AGREEMENT OF ANY TYPE OR NATURE, UNLESS AND UNTIL EXECUTED BY ALL OF THE PARTIES TO THE DOCUMENT.

ASSET PURCHASE AGREEMENT

THIS ASSET PURCHASE AGREEMENT (this “Agreement”), dated as of April 24, 2020 (the “Effective Date”), is made by and between Insolvency Services Group, Inc. (the “Assignee” or “Seller”), solely in its capacity as assignee for the benefit of creditors of Money Mailer, LLC, a Delaware limited liability company and Money Mailer Franchise Corp., a Delaware corporation (collectively, “Money Mailer”), and MoneyMailerUSA Incorporated, a Delaware corporation (the “Buyer”). Capitalized terms used in this Agreement are defined in the body of this Agreement or in Article 12 of this Agreement.

RECITALS

The Assignee and the Buyer hereto hereby acknowledge the following:

A. Money Mailer is a leading direct mail advertising service franchisor, which sells franchise opportunities to participate in a data-driven, direct advertising system targeted to a “premium” demographic audience in suburban communities (the “Business”).

B. On April 24, 2020, Money Mailer made assignments for the benefit of creditors in favor of the Assignee pursuant to General Assignment agreements (the “General Assignments”) accepted that day.

C. Buyer has identified a certain subset of the assets of Money Mailer (the “Acquired Assets”) which it wishes to purchase as set forth below.

D. The Buyer desires to purchase and acquire the Acquired Assets and to assume the Assumed Liabilities (both defined below), from the Assignee and the Assignee desires to sell, transfer and assign the Acquired Assets and the Assumed Liabilities to the Buyer (the “Contemplated Transactions”), all in the manner and subject to the terms and conditions set forth in this Agreement.

NOW, THEREFORE, in consideration of the foregoing and their respective representations, warranties, covenants, and agreements herein contained, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignee and the Buyer hereby agree as follows:

ARTICLE 1. PURCHASE AND SALE OF THE ASSETS.

Section 1.1. Transfer of Acquired Assets. At the Closing, and upon the terms and conditions herein set forth, the Assignee shall sell, assign and transfer to the Buyer, and the Buyer shall purchase, acquire and accept from the Assignee, all of Money Mailer’s right, title and interest in, to and under the following property, in each case to the extent held, owned and transferable by Money Mailer or the Assignee, as applicable, as of the Closing Date (any such assets, the “Acquired Assets”):

(a) all trademarks, service marks, trade names, service names, brand names, trade dress rights, logos, corporate names, copyrights, and general intangibles of a like nature owned by Money Mailer and listed on Schedule 1.1(a) attached hereto (the “Trademarks”) together

with the goodwill of any business symbolized thereby and all applications, registrations, and renewals related thereto (subject to Money Mailer's right to the continued use thereof through and including the Closing Date);

(b) all domain names and URLs owned by Money Mailer and listed on Schedule 1.1(b) attached hereto;

(c) the Money Mailer website and all integrations pertaining thereto owned or created by Money Mailer;

(d) Money Mailer's social media accounts as listed on Schedule 1.1.(d) attached hereto;

(e) The source code and related rights to Money Mailer's proprietary systems for the management of franchise-facing business, Money Mailer franchises and printing;

(f) Money Mailer household database;

(g) all contracts identified by the Buyer listed on Schedule 1.1(g), subject to any and all restrictions and conditions to assignment contained in such contracts and under applicable law;

(h) all accounts and other receivables or rights to receive monies;

(i) all general intangibles;

(j) subject to any valid and enforceable liens, security interests, and consignment rights, all tangible property and interests therein, including all machinery, equipment, furniture, vehicles, tools, tooling, dies, fixtures, computers (including all computer hardware, networking and communication assets and servers) and maintenance parts and other items of tangible personal property (collectively, "Personal Property") owned by Money Mailer to the extent used in, or to the extent related to, the Business, the Purchased Assets or the Assumed Liabilities, and including such Personal Property held at any location controlled by Money Mailer, including the Data Center in Las Vegas, Nevada and the Money Mailer corporate headquarters located at 6261 Katella Avenue, Suite 200, Cypress, California 90630;

(k) all goodwill of Money Mailer to the extent related to the Business, the Acquired Assets or the Assumed Liabilities;


(l) subject to Section 4.4 (i), all customer information (including names, contact information, pricing, and order history for the past three (3) years) in the possession or control of Money Mailer;

(m) electronic or hard copies of all business records available and identified by the Buyer two days prior to the Closing, in each case solely to the extent necessary for the use of the Acquired Assets and/or the assumption of the Assumed Liabilities; and

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their respective officers thereunto duly authorized as of the date first above written.

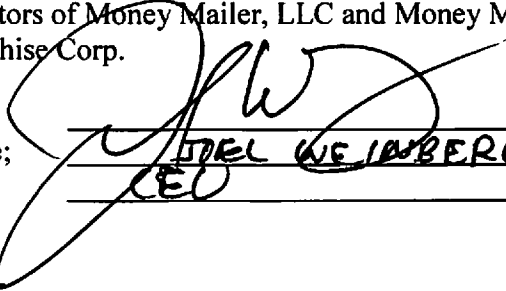
BUYER

MONEYMAILERUSA, INCORPORATED

By: 
Name: Al Croke
Title: President

ASSIGNEE:

INSOLVENCY SERVICES GROUP, INC.,
Solely in its capacity as Assignee for the Benefit of
Creditors of Money Mailer, LLC and Money Mailer
Franchise Corp.

By: 
Name: IDEL WEISBERG
Title: CEO

Schedule 1.1(a)

Trademarks

MARK	COUNTRY	APP. NO.	REG. NO.	CLASS	GOODS/SERVICES	STATUS
Money Mailer	Australia	503984	503984	035	Consultancy services included in this class in relation to direct mail advertising services for others including consultancy services included in this class in relation to the establishment and operation of direct mail advertising agencies	Registered
Money Mailer	Brazil	819886637	819886637	038		Registered
Money Mailer	Canada	0552831	TMA329404	035	Direct mail advertising services for others; advertising agency services; rendering technical assistance in the establishment and/or operation of direct mail advertising agencies.	Registered
Money Mailer	Chile	1242582	1247700			Registered
Money Mailer	European Union	007208127	007208127	035	Direct mail advertising services for others; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising agencies.	Registered
Money Mailer Logo	European Union	000218248	000218248	016	Printed matter.	Registered
Money Mailer Logo	European Union	000218248	000218248	035	Direct mail advertising services for others; advertising agency services; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising agencies.	Registered
Money Mailer	Japan	H01010802	2357255	016	Printed matter; Paintings and calligraphic works; Photographs; photograph stands	Registered
Money Mailer Logo	Malaysia	96008750	9608750	016	PAPER AND PAPER ARTICLES; PRINTED MATTERS; PRINTED PUBLICATIONS; MAGAZINES; MAIL ORDER CATALOGUES; BROCHURES; PERIODICALS; JOURNALS; BOOKLETS; CALENDARS; PROMOTIONAL AND ADVERTISING MATERIAL	Registered
Money Mailer Logo	Mexico	0670653	869866	35	Direct mail advertising services for others, advertising agency services; specially support and technical assistance in the establishment and advertising agencies operating in the field of direct mail.	Registered
Money Mailer Logo	New Zealand	266489	266489	035	business management and business administration services including direct mail advertising services for others; advertising agency services; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising agencies all being services in this class	Registered
MONEY MAILER & design	United Kingdom	UK00002058334	UK00002058334	035	Direct mail advertising services; advertising services; franchising services; offering technical aid and assistance in the establishment and/or operation of direct mail agencies; but not including the collection and/or delivery of mail, transfer of money via computer and/or the sale of stamps.	Registered
MONEY MAILER & design (colour)	United Kingdom	UK00001349564	UK00001349564	35	Direct mail advertising services included in Class 35	Registered
Money Mailer Logo	United Kingdom	EU0000218248	EU0000218248	16	Printed matter.	Registered
Money Mailer Logo	United Kingdom	EU0000218248	EU0000218248	35	Direct mail advertising services for others; advertising agency services; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising agencies.	Registered
ADEASE	United States of America	78745023	3373999	009	Computer software used to manage the production and ordering of advertisements	Registered
GET MORE OF WHAT YOU WANT	United States of America	77948685	3887996	035	Direct mail advertising services for others; advertising agency services; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising agencies	Registered
H.O.T! COUPONS	United States of America	77825315	4148228	035	promoting the goods and services of others by providing a web site featuring coupons, rebates, links to the retail web sites of others, product information and discount information	Registered
H.O.T! COUPONS Logo	United States of America	77134652	3417063	035	ELECTRONIC DIRECT MAIL ADVERTISING SERVICES FOR OTHERS AND ADVERTISING AGENCY SERVICES	Registered
HELPING BUSINESSES GET AND KEEP MORE CUSTOMERS	United States of America	75548039	2278143	035	Direct mail advertising services for others; advertising agency services; electronic direct marketing services for others; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising and electronic direct marketing agencies	Registered
LIKE GETTING MONEY IN YOUR MAILBOX	United States of America	75707482	2613673	035	Direct mail advertising services for others; advertising agency services; direct marketing services for others; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of cooperative direct mail advertising businesses	Registered
LIKE GETTING MONEY ON YOUR CELL PHONE	United States of America	77443437	3732149	035	direct mail advertising services for others; advertising agency services; direct marketing services for others; one-to-one advertising services for others; electronic and interactive advertising services for others	Registered
MARKETING DONE RIGHT	United States of America	88237910		009	downloadable software for delivering coupons and advertisements to users, for finding the names and locations of businesses, and for providing information about businesses, namely, contact information for businesses, directions to the locations of businesses, goods and services offered by businesses, and discounts and coupons offered by businesses	Allowed
MARKETING DONE RIGHT	United States of America	88237910		035	advertising, marketing and promotion services; advertising, marketing, and promotion consultation; direct mail, online, and mobile advertising services; promoting the goods or services of others by means of providing print, online, and mobile coupons; franchising, namely, offering business management assistance in the establishment and/or operation of advertising, marketing, and promotion services, including direct mail, online, and mobile advertising services	Allowed
MONEY MAILER	United States of America	77461197	3530937	035	direct mail advertising services for others; advertising agency services; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising agencies	Registered
Money Mailer Logo	United States of America	73264433	1215176	035	Direct Mail Advertising Services for Others.	Registered
Money Mailer Logo (Stacked MM)	United States of America	74313578	1828510	035	direct mail advertising services for others; advertising agency services; franchising services; namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising agencies	Registered
SMARTZONES	United States of America	75145071	2117628	035	direct mail advertising services for others; electronic direct marketing services for others; advertising agency services; franchising services, namely, offering technical aid and assistance in the establishment and/or operation of direct mail advertising and electronic direct marketing agencies	Registered
The Mark consisting two joined arches	United States of America	88237908	5875843	009	downloadable software for delivering coupons and advertisements to users, for finding the names and locations of businesses, and for providing information about businesses, namely, contact information for businesses, directions to the locations of businesses, goods and services offered by businesses, and discounts and coupons offered by businesses	Registered
The Mark consisting two joined arches	United States of America	88237908	5875843	035	advertising, marketing and promotion services; advertising, marketing, and promotion consultation; direct mail, online, and mobile advertising services; promoting the goods or services of others by means of providing print, online, and mobile coupons; franchising, namely, offering business management assistance in the establishment and/or operation of advertising, marketing, and promotion services, including direct mail, online, and mobile advertising services	Registered

SCHEDULE 1.1(B)

DOMAIN NAMES

Schedule 1.1(b)

Domain Names and URLs

Domain Name	Status	Expiration Date
adbooks.net	Active	3/23/2021
adease.net	Active	2/2/2021
helpingbusinessesgetandkeepmorecustomers.com	Active	5/5/2020
hotcoupons.com	Active	12/14/2020
hotvalues.com	Active	2/8/2021
hotvalues.us	Active	5/26/2020
likegettingmoneyinyourmailbox.com	Active	5/5/2020
likegettingmoneyonyourcellphone.com	Active	5/5/2020
mm-gasys.com	Active	6/9/2020
mmdeals.com	Active	5/14/2020
mminsideinfo.com	Active	7/6/2020
mmpaynow.com	Active	2/5/2021
moneymailer.bargains	Active	6/19/2020
moneymailer.bz	Active	12/20/2020
moneymailer.codes	Active	6/19/2020
moneymailer.com	Active	2/24/2021
moneymailer.expert	Active	6/19/2020
moneymailer.marketing	Active	6/19/2020
moneymailer.mobi	Active	5/22/2020
moneymailer.net	Active	5/30/2020
moneymailer.reviews	Active	6/19/2020
moneymailer.tv	Active	12/20/2020
moneymailer.us	Active	5/28/2020
moneymailer.ws	Active	12/20/2020
moneymailer.xxx	Active	12/12/2020
moneymailer.xyz	Active	6/18/2020
moneymailerblows.com	Active	1/21/2021
moneymailerdeals.com	Active	9/16/2020
moneymailerfranchise.com	Active	10/3/2020
moneymailerfranchisees.com	Active	4/9/2020
moneymailerfranchisees.info	Active	4/9/2020

Domain Name	Status	Expiration Date
moneymailerfranchisees.net	Active	4/9/2020
moneymailers.com	Active	6/4/2020
moneymailersa.com	Active	12/10/2020
moneymailersales.com	Active	7/29/2020
moneymailersms.com	Active	11/29/2020
moneymailerstnickspicks.com	Active	11/2/2020
moneymailersucks.com	Active	1/21/2021
montysplace.com	Active	4/16/2020
offer.live	Active	2/26/2021
offers4u.com	Active	5/9/2020
reinventmycareer.net	Active	10/23/2020
reinventyourcareer.net	Active	12/17/2020
smartzones.net	Active	1/29/2021
smartzones.org	Active	1/29/2021
townshopper.com	Active	6/14/2020