

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-------------------------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| PayCycle, Inc. | | 08/05/2009 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Intuit Inc. | | |
| Street Address: | 2535 Garcia Avenue | | |
| City: | Mountain View | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94043 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 78738372 | DIWY | |
| Serial Number: | 78738362 | DO IT WITH YOU | |
| Serial Number: | 77755579 | KEEP YOUR BUSINESS IN LINE, ONLINE. | |
| Serial Number: | 76059954 | PAYCYCLE | |
| Serial Number: | 77755572 | PAYCYCLE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (650)938-5200 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 650-988-8500 | | |
| Email: | trademarks@fenwick.com | | |
| Correspondent Name: | Linda G. Henry, Fenwick & West LLP | | |
| Address Line 1: | 801 California Street | | |
| Address Line 2: | Silicon Valley Center | | |
| Address Line 4: | Mountain View, CALIFORNIA 94041 | | |
| ATTORNEY DOCKET NUMBER: | 20797-00072-1354 | | |

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| NAME OF SUBMITTER: | Linda G. Henry, Esq. |
| Signature: | /lgh/ |
| Date: | 08/06/2009 |
| Total Attachments: 2 source=Assign from PayCycle Inc. to Intuit Inc#page1.tif source=Assign from PayCycle Inc. to Intuit Inc#page2.tif | |

TRADEMARK ASSIGNMENT

WHEREAS, PayCycle, Inc., a Delaware corporation having a principal place of business at 210 Portage Avenue, Palo Alto, California 94306, is the owner of the trademarks, and applications and registrations thereof, as set forth on Schedule A attached hereto.

WHEREAS, Intuit Inc., a Delaware corporation having a principal place of business at 2535 Garcia Avenue, Mountain View, California 94043, is desirous of acquiring said trademarks, and any and all applications and registrations thereof.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, PayCycle, Inc. does hereby assign unto Intuit Inc., all right, including common law rights, title and interest to said trademarks together with the goodwill of the business symbolized by said trademarks, and any and all applications and registrations thereof, including, without limitation, all claims that it might have, at law or in equity, by reason of past, present or future infringement in the said trademarks, and that portion of the business which is ongoing and existing to which the trademarks pertain.

PAYCYCLE, INC.

By: 

Name: TYLER CORRENS

Title: SECRETARY

Date: Aug. 5, 2009

SCHEDULE A

| Trademark | Serial Number | Application Date | Registration Number | Registration Date |
|-------------------------------------|----------------------|-------------------------|----------------------------|--------------------------|
| DIWY | 78/738,372 | 10/21/2005 | | |
| DO IT WITH YOU | 78/738,362 | 10/21/2005 | | |
| KEEP YOUR BUSINESS IN LINE, ONLINE. | 77/755,579 | 6/9/2009 | | |
| PAYCYCLE | 76/059,954 | 5/30/2000 | 2,773,857 | 10/14/2003 |
| PAYCYCLE (and Design) | 77/755,572 | 6/9/2009 | | |
| AMERICA'S #1 ONLINE PAYROLL SERVICE | (common law) | ----- | | |
| PAY TODAY SETUP | (common law) | ----- | | |
| EASY PAYROLL ONLINE | (common law) | ----- | | |

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