

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																											
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL																											
CONVEYING PARTY DATA																												
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="text-align: center;">Name</th> <th style="text-align: center;">Formerly</th> <th style="text-align: center;">Execution Date</th> <th style="text-align: center;">Entity Type</th> </tr> <tr> <td>EXXONMOBIL OIL CORPORATION</td> <td></td> <td>05/28/2009</td> <td>CORPORATION: NEW YORK</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	EXXONMOBIL OIL CORPORATION		05/28/2009	CORPORATION: NEW YORK																				
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CORRESPONDENCE DATA																												
Fax Number: (612)332-9081 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> Phone: 612.336.4619 Email: amorell@merchantgould.com																												

OP \$215.00 2229827

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TRADEMARK
REEL: 004052 FRAME: 0230

Correspondent Name: Brent E. Routman
Address Line 1: P.O. Box 2910
Address Line 2: Merchant & Gould P.C.
Address Line 4: Minneapolis, MINNESOTA 55402-0910

ATTORNEY DOCKET NUMBER:	09680.0535US01
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NAME OF SUBMITTER:	Brent E. Routman
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Signature:	/ber/
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Date:	08/26/2009
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Total Attachments: 3 source=Assignment#page1.tif source=Assignment#page2.tif source=Assignment#page3.tif

UNITED STATES TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Assignment") is entered into by and between **EXXONMOBIL OIL CORPORATION**, a New York corporation having its principal offices at 3225 Gallows Road, Fairfax, Virginia ("Assignor"), and **TMC FRANCHISE CORP.**, an Arizona corporation, having its principal offices at 1130 West Warner Road, Tempe, Arizona ("Assignee").

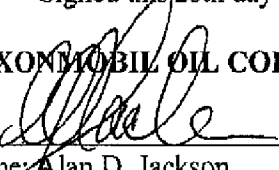
WHEREAS, Assignor is the owner of the trademarks and the associated registrations and/or applications for registration thereof existing in the United States listed on Exhibit A attached hereto ("Trademarks"); and

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to said Trademarks.

NOW THEREFORE, be it known that for _____ and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee, as a successor to that portion of the ongoing and existing business of Assignor to which said Trademarks pertain, all of Assignor's right, title and interest in the United States in and to said Trademarks, together with the goodwill of the business symbolized by said Trademarks, any future registrations of said Trademarks, all common law rights associated with said Trademarks, all causes of action and other rights that may be asserted under said Trademarks, the right to sue third parties for infringement of or improper activities regarding said Trademarks, and the right to enjoy all of the monetary benefits obtained as a result of any such litigation, the same to be held and enjoyed by Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment not been made.

Signed this 28th day of May, 2009.

EXXONMOBIL OIL CORPORATION

By: 
Name: Alan D. Jackson
Title: Project Leader

TMC FRANCHISE CORP.

By: _____
Name: Richard Douglas Hamlin
Title: Vice President

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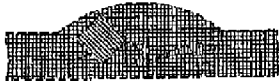


By: 
Name: Richard Douglas Hamlin
Title: Vice President

EXHIBIT A

Trademark	Status	Reg. No.	Reg. Date	Classes	Goods
MISCELLANEOUS DESIGN (ON THE RUN BACKGROUND DESIGN) 	Registered	2229827	09-Mar-99	35,	convenience stores
MISCELLANEOUS DESIGN (ON THE RUN COLOR SCHEME) 	Registered	2356422	13-Jun-00	35,	Retail convenience store services.
ON THE RUN	Registered	3011473	01-Nov-05	35,	Retail convenience store services.
ON THE RUN	Registered	2653014	26-Nov-02	21	Plastic cups.
ON THE RUN	Registered	2110223	04-Nov-97	42,	Retail convenience store services.
ON THE RUN (STYLIZED AND IN COLOR W/ YELLOW BACKGROUND) 	Registered	2893415	12-Oct-04	35,	Retail convenience store services.
ON THE RUN (STYLIZED WORDS AND DESIGN) 	Registered	2627037	01-Oct-02	35,	Retail convenience store services.
ON THE RUN CAFE	Registered	2869888	03-Aug-04	35,	Convenience store services
ON THE RUN	Registered	T9500000 1071 (Florida)	28-Aug-95	42	Convenience store services