

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	08/05/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Upromise, Inc.		08/17/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	SaveWave, Inc.
Street Address:	74 Hillcrest Road
City:	Belmont
State/Country:	MASSACHUSETTS
Postal Code:	02478
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	77696757	SAVEWAVE

CORRESPONDENCE DATA

Fax Number: (703)984-6500
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: eric.d.reicin@salliemae.com
 Correspondent Name: Eric D. Reicin
 Address Line 1: 12061 Bluemont Way
 Address Line 4: Reston, VIRGINIA 20190

NAME OF SUBMITTER:	Eric D. Reicin
Signature:	/eric.d.reicin/
Date:	08/17/2010

Total Attachments: 2

900169509

**TRADEMARK
 REEL: 004261 FRAME: 0697**

CH \$40.00 77696757

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NUNC PRO TUNC SERVICE MARK ASSIGNMENT
FEDERAL SERVICE MARK APPLICATION

Mark: SaveWave (words only)
Serial No.: 77/696757
Filed: 3/23/2009

ASSIGNOR: Upromise, Inc.
(A Delaware Corporation)
95 Wells Avenue
Newton, Massachusetts 02459

ASSIGNEE: SaveWave, Inc.
(A Delaware Corporation)
74 Hillcrest Road
Belmont, MA 02478

EFFECTIVE DATE OF ASSIGNMENT: August 5, 2010 (the "Effective Date")

Prior to the Effective Date, the Assignor had a bona fide intention to use the above-referenced Service Mark, and was the owner of the Service Mark Application set forth above (collectively, the "Service Mark"). The Assignee desired to acquire the Service Mark together with the good will of the portion of the business with which said Service Mark was intended to be used, and the Assignor desired to assign all of its rights in the Service Mark, and the goodwill appurtenant thereto to the Assignee.

This assignment of the Service Mark to the Assignee was accomplished pursuant to an Agreement (the "Agreement") between the Assignor and the Assignee entitled Grocery Program Asset Purchase Agreement, and which was dated on the Effective Date. Assignee is the successor to the portion of Assignor's business to which the Service Mark pertains and such business is ongoing and existing.

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for the good and valuable consideration set forth in the Agreement, the receipt of which is hereby acknowledged by the Assignor, said Assignor did, as of the Effective Date, and hereby does, sell, transfer, convey, and assign unto Assignee the Assignor's entire right, title and interest in and to the Service Mark identified herein, all Registrations and Applications for Registration therefore, the goodwill of the portion of the business in which said Service Mark was intended to be used and which is symbolized by the Service Mark including the right to sue and collect all damages for any past infringements.

The parties hereby agree to and accept the terms and conditions of this assignment as of the date set forth below.

ASSIGNOR (Upromise, Inc.)

By: [Signature]

Name: David Coppins

Title: President

Date: August 5, 2010

ASSIGNEE (SaveWave, Inc.)

By: [Signature]

Name: David Rochon

Title: Chief Executive Officer

Date: August 5, 2010

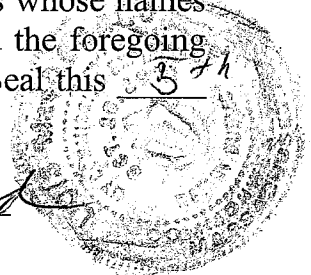
COMMONWEALTH OF MASSACHUSETTS

COUNTY OF MIDDLESEX

Before me, a Notary Public, within and for said County and State, personally appeared David Coppins and David Rochon personally known to me or proved to me on the basis of satisfactory evidence to be the persons whose names are subscribed to this instrument, and acknowledged that he/she executed the foregoing Assignment on the date set forth above. Witness my hand and Notarial Seal this 5th day of August, 2010.

[Signature]
Notary Public (Signature)

Luis Mac Donald
(Printed Name)



My Commission Expires: October 28, 2016