

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			
Name	Formerly	Execution Date	Entity Type
New Wireless Services, Inc.		12/21/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	XIUS Corp. f/k/a Cellular Express, Inc.		
Street Address:	400 Trade Center, Suite 2890		
Internal Address:	Attn: Timothy Bass		
City:	Woburn		
State/Country:	MASSACHUSETTS		
Postal Code:	01801		
Entity Type:	CORPORATION: MASSACHUSETTS		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2572027	WIRELESS WALLET	
CORRESPONDENCE DATA			
Fax Number:	(781)904-5601		
Phone:	7819045258		
Email:	tbass@xius.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	XIUS Corp.		
Address Line 1:	400 Trade Center, Suite 2890		
Address Line 2:	Attn: Timothy Bass		
Address Line 4:	Woburn, MARYLAND 01801		
NAME OF SUBMITTER:	Timothy Bass		
Signature:	/TIMOTHY BASS/		
Date:	01/10/2012		

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TRADEMARK

Total Attachments: 7

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ASSIGNMENT OF ASSETS

This Assignment is made this 21st day of December, 2007 by Boston Communications Group, Inc., a Massachusetts corporation ("Assignor") to Cellular Express, Inc., a Massachusetts corporation ("Assignee").

WHEREAS, the Assignor wholly owns all of the issued and outstanding stock of Assignee; and

WHEREAS, in furtherance of a desire to simplify its overall corporate organizational structure, on November 30, 2007, Assignor formally approved plans to liquidate and distribute all assets of six (6) of its wholly owned domestic subsidiary companies (BCGI Billing Services, Inc., Wireless Funding Solutions, Inc., New Wireless Services, Inc., BCG Securities Corporation, BCGI Ventures, Inc. and BCGI Access Management Corporation) to itself (the "Plans"); and

WHEREAS, on this 21st day of December 2007 in furtherance of the Plans, Assignor, by means of assignment, received liquidating distributions of all assets of BCGI Billing Services, Inc., Wireless Funding Solutions, Inc., New Wireless Services, Inc., BCG Securities Corporation, BCGI Ventures, Inc. and BCGI Access Management Corporation (see attached Exhibit 1); and

WHEREAS, Assignor desires to consolidate its U.S. based operating activities under Assignee by immediately assigning all assets received in liquidating distribution from its former subsidiary companies (BCGI Billing Services, Inc., Wireless Funding Solutions, Inc., New Wireless Services, Inc., BCG Securities Corporation, BCGI Ventures, Inc. and BCGI Access Management Corporation) to Assignee; and

WHEREAS, the Assignee desires to acquire all of the assets of BCGI Billing Services, Inc., Wireless Funding Solutions, Inc., New Wireless Services, Inc., BCG Securities Corporation, BCGI Ventures, Inc. and BCGI Access Management Corporation from the Assignor;

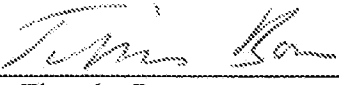
NOW, THEREFORE, for good and valuable consideration, the receipt whereof is hereby acknowledged, the Assignor hereby assigns to the Assignee all its right, title and interest in any and all property and assets, tangible and intangible, including without limitation, all equipment, goods, money, accounts, amounts owing to Assignor, contracts, securities, intellectual property, computer software, licenses, rights, and other personal property of any and every kind and nature whatsoever transferred to Assignor on this 21st day of December 2007 from BCGI Billing Services, Inc., Wireless Funding Solutions, Inc., New Wireless Services, Inc., BCG Securities Corporation, BCGI Ventures, Inc. and BCGI Access Management Corporation by means of the Assignments attached as Exhibit 1.

The Assignor agrees to execute any instruments and to perform any acts which may be necessary to carry this assignment into full effect.


IN WITNESS WHEREOF, the undersigned has caused this assignment to be executed under seal the day and year first above written.

ATTEST:

BOSTON COMMUNICATIONS GROUP, INC.



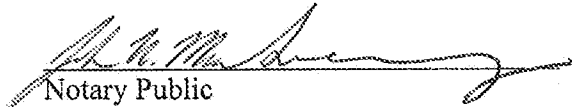
Timothy Bass

By: 

Michael Powell - Secretary

COMMONWEALTH OF MASSACHUSETTS
COUNTY OF MIDDLESEX, ss.

On this 21st day of December, 2007, before me personally appeared Michael Powell, to me known, who, being by me duly sworn, did say that he is the Secretary of Boston Communications Group, Inc. and that the foregoing instrument was signed by him on behalf of said corporation by its authority duly given and did acknowledge the instrument to be his free act and deed and the free act and deed of said corporation.



Notary Public
My Commission Expires:

John W. MacSweeney
Notary Public
My Commission Expires
June 12, 2008

ASSIGNMENT OF ASSETS

This Assignment is made this 21st day of December, 2007 by New Wireless Services Inc., a Delaware corporation ("Assignor") to Boston Communications Group, Inc., a Massachusetts corporation ("Assignee").

WHEREAS, the Assignor is a wholly-owned subsidiary of the Assignee; and

WHEREAS, the Assignor is in the process of liquidating and dissolving under Delaware law; and

WHEREAS, the Assignee desires to acquire all of the assets of the Assignor;

NOW, THEREFORE, for good and valuable consideration the receipt whereof is hereby acknowledged, the Assignor hereby assigns to the Assignee all its right, title and interest in and to any and all property and assets, tangible and intangible, including without limitation, all equipment, goods, money, accounts, amounts owing to Assignor, contracts, securities, intellectual property, computer software, licenses, rights, and other personal property of any and every kind and nature whatsoever belonging to, claimed by or standing in the name of the Assignor.

The Assignor agrees to execute any instruments and to perform any acts which may be necessary to carry this assignment into full effect.

IN WITNESS WHEREOF, the undersigned has caused this assignment to be executed under seal the day and year first above written.

ATTEST:

NEW WIRELESS SERVICES INC.

Timothy Bass
Timothy Bass

By: Michael Powell
Michael Powell - Secretary

COMMONWEALTH OF MASSACHUSETTS
COUNTY OF MIDDLESEX, ss.

On this 21st day of December, 2007, before me personally appeared Michael Powell, to me known, who, being by me duly sworn, did say that he is the Secretary of New Wireless Services Inc. and that the foregoing instrument was signed by him on behalf of said corporation by its authority duly given and did acknowledge the instrument to be his free act and deed and the free act and deed of said corporation.

[Signature]
Notary Public
My Commission Expires:

NOTARY PUBLIC
STATE OF MASSACHUSETTS
COMMISSION EXPIRES: 12/31/2008

**D
PC**

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Amendment (General Laws Chapter 156D, Section 10.06; 950 CMR 113.34)

FORM MUST BE TYPED

(1) Exact name of corporation: Cellular Express, Inc.

(2) Registered office address: CT Corporation System, 155 Federal St., Ste. 700, Boston, MA 02110
(number, street, city or town, state, zip code)

(3) These articles of amendment affect article(s): Article I
(specify the number(s) of article(s) being amended (I-VI))

(4) Date adopted: January 6, 2011
(month, day, year)

(5) Approved by:

(check appropriate box)

- the incorporators.
- the board of directors without shareholder approval and shareholder approval was not required.
- the board of directors and the shareholders in the manner required by law and the articles of organization.

(6) State the article number and the text of the amendment. Unless contained in the text of the amendment, state the provisions for implementing the exchange, reclassification or cancellation of issued shares.

Article 1. Voted: that the name of the Corporation be changed to "XIUS Corp."

To change the number of shares and the par value, * if any, of any type, or to designate a class or series, of stock, or change a designation of class or series of stock, which the corporation is authorized to issue, complete the following:

Total authorized prior to amendment:


WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE

Total authorized after amendment:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE

(7) The amendment shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

**G.L. Chapter 156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. Chapter 156D, Section 6.21, and the comments relative thereto.*

Signed by: 
Kevin Bresnahan, Secretary *(signature of authorized individual)*

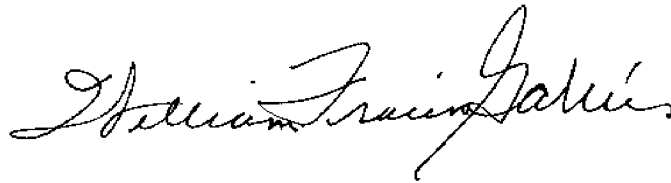
- Chairman of the board of directors,
- President,
- Other officer,
- Court-appointed fiduciary,

on this 10th day of January, 2011

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

January 11, 2011 07:38 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, prominent initial "W".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth