

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT		
NATURE OF CONVEYANCE:	Corrective Assignment to correct the the typo which indicated Payoff.com LLC was a CA LLC and it should have indicated it was a DE LLC previously recorded on Reel 004188 Frame 0320. Assignor(s) hereby confirms the Service Mark Assignment.		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	R. Scott Saunders		01/19/2010
			INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	Payoff.com LLC		
Street Address:	6701 Center Drive, West, Suite 650		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90045		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
	Property Type	Number	Word Mark
Serial Number:		77679183	THE ULTIMATE PAYOFF
Serial Number:		77654742	PAYOFF.COM
CORRESPONDENCE DATA			
Fax Number:	9497609502		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	949-760-0404		
Email:	efiling@knobbe.com		
Correspondent Name:	Knobbe, Martens, Olson & Bear, LLP		
Address Line 1:	2040 Main Street, 14th Floor		
Address Line 4:	Irvine, CALIFORNIA 92614		
ATTORNEY DOCKET NUMBER:	PAYOFF.001T/003T/012T		
NAME OF SUBMITTER:	Stacey R. Halpern		

OP \$65.00 77679183

Signature:	/Stacey R. Halpem/
Date:	06/19/2012
Total Attachments: 3 source=2010 Assignment#page1.tif source=2010 Assignment#page2.tif source=2010 Assignment#page3.tif	

**SERVICE MARK ASSIGNMENT**

This Service Mark Assignment (hereinafter referred to as "Assignment") is by and between R. Scott Saunders (hereinafter "ASSIGNOR"), an individual residing at 2 South Portola, Laguna Beach, California 92651, and PAYOFF.COM LLC, a Limited Liability Company duly organized and existing under the laws of Delaware, having a principal place of business at 2 South Portola, Laguna Beach, California 92651 (hereinafter "ASSIGNEE")

WHEREAS, ASSIGNOR filed the service mark applications listed in Schedule A, attached hereto and incorporated herein by this reference (hereinafter referred to as the "Applications") for the service marks listed in Schedule B, attached hereto and incorporated herein by this reference (hereinafter referred to as "Service Marks"), worldwide;

WHEREAS, ASSIGNOR is a founder and principal of ASSIGNEE and will continue to be involved with ASSIGNEE;

WHEREAS, ASSIGNEE desires to acquire the Service Marks and the Applications along with the transfer of all of the portions of ASSIGNOR's business to which the Service Marks pertain, such business being ongoing and existing (the "Business");

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE the Service Marks and the Applications along with the Business; and

WHEREAS, both ASSIGNOR and ASSIGNEE desire to record with the U.S. Patent and Trademark Office the transfer of the Applications from ASSIGNOR to ASSIGNEE.

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns and sells to ASSIGNEE the Service Marks and the Applications along with the Business, including any goodwill that ASSIGNOR may have developed in the Service Marks.

ASSIGNOR represents and warrants that, to the best of ASSIGNOR's knowledge, ASSIGNOR has not entered into any contract or made any commitments that will or may impair the rights assigned to ASSIGNEE herein.

///

///

///

///

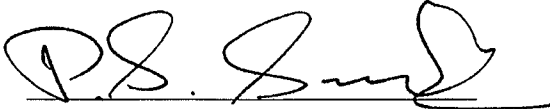
///

///

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be signed in ASSIGNOR's individual name, with this Assignment effective as to ASSIGNOR individually and on behalf of the company as of the date of execution thereof.

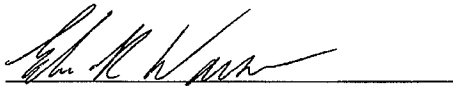
Executed at 5 Tennant St. this 18<sup>th</sup> day of Jan, 2010.  
Irvine CA

R. SCOTT SAUNDERS

By: 

Executed at 5 Tennant St., this 18<sup>th</sup> day of Jan., 2010  
Irvine CA

PAYOFF.COM, LLC

By: 

Name: Eden Warner

Title: COO

8206019  
120309

**SCHEDULES TO SERVICE MARK ASSIGNMENT**

**SCHEDULE A**

**Service Mark Applications**

<b>Mark</b>	<b>Jurisdiction</b>	<b>Application Number</b>	<b>Application Date</b>	<b>Intl. Class</b>
PAYOFF.COM	European Community	8441537	July 22, 2009	41
PAYOFF.COM	Canada	1445454	July 21, 2009	41
PAYOFF.COM	United States of America	77/654742	January 22, 2009	41
THE ULTIMATE PAYOFF	United States of America	77/679183	February 26, 2009	41

**SCHEDULE B**

**Marks**

PAYOFF.COM
THE ULTIMATE PAYOFF

8182630  
113009