

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
The Interpublic Group of Companies, Inc.		03/01/2006	CORPORATION:
RECEIVING PARTY DATA			
Name:	TPG Rewards Inc.		
Street Address:	111 John Street, 27th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10038		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3267863	UTILITY CASH	
CORRESPONDENCE DATA			
Fax Number:	2123910525		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212-278-0509		
Email:	RMaldonado@cooperdunham.com		
Correspondent Name:	Robert T. Maldonado c/o Cooper & Dunham		
Address Line 1:	30 Rockefeller Plaza		
Address Line 4:	New York, NEW YORK 10112		
ATTORNEY DOCKET NUMBER:	7498/79821-RTM		
NAME OF SUBMITTER:	Robert T. Maldonado		
Signature:	/Robert T. Maldonado/		

Date:

06/27/2013

Total Attachments: 6

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TRADEMARK ASSIGNMENT

WHEREAS, The Interpublic Group of Companies, Inc., a Delaware corporation with a place of business at 1114 Avenue of the Americas, New York, New York 10036 ("Assignor"), is the owner of certain trademarks that are registered or are the subject of applications to register trademarks at the United States Patent and Trademark Office and in trademark offices in numerous other countries and that are identified in Schedule A hereto, together with all good will connected with the use of and symbolized by such trademarks, trademark registrations and trademark applications; and

WHEREAS, TPG Rewards Inc., a Delaware corporation with a place of business at 100 West 33rd Street, 7th Floor New York, New York 10001 ("Assignee"), is desirous of acquiring all right, title and interest in and to each of the trademarks, the trademark registrations and the trademark applications identified in Schedule A hereto, together with all good will connected with the use of and symbolized by such trademarks, trademark registrations and trademark applications.

NOW THEREFORE, in consideration for the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged, Assignor agrees as follows:

1. Assignor hereby sells, sets over, assigns, grants, delivers, transfers and conveys to Assignee all right, title and interest in and to the trademarks, the trademark registrations and the trademark applications identified in Schedule A, which is attached hereto and incorporated herein by reference, together with all good will connected with the use of and symbolized by such trademarks, trademark registrations and trademark applications.
2. Assignor further agrees to execute upon the request of Assignee such additional documents as are necessary or reasonably appropriate to continue, secure, defend, register and otherwise give full effect to and to perfect the rights of Assignee under this Trademark Assignment in the trademarks, the trademark registrations and the trademark applications identified in Schedule A hereto, together with all good will connected with the use of and symbolized by such trademarks, trademark registrations and trademark applications, including all documents necessary to register in the name of Assignee the assignment of each trademark, trademark registration and trademark application identified in Schedule A in the respective countries identified in Schedule A.
3. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, and each sovereign official holding a corresponding or similar position of authority in any other country, to issue and to record the title of Assignee as owner of all right, title and interest in and to the trademarks, the trademark registrations and the trademark applications identified in Schedule A hereto, together with all good will of the business connected with the use of and symbolized by such trademarks, trademark registrations and trademark applications.

[SIGNATURE PAGES FOLLOW]

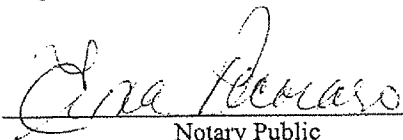
IN WITNESS WHEREOF, Assignor has duly executed and delivered this Trademark Assignment on this 1st day of March, 2006.

THE INTERPUBLIC GROUP OF COMPANIES, INC.

By: _____
Name: Nicholas J. Camera
Title: Senior Vice President, General Counsel and Secretary

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.:

On the 1st day of March, 2006, before me personally came Nicholas J. Camera, to be known, who, being by me duly sworn, did depose and say that he is Senior Vice President, General Counsel and Secretary of The Interpublic Group of Companies, Inc., one of the corporations described in and which executed the foregoing instrument.



Notary Public

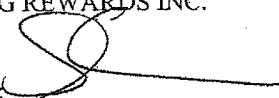
ERMA PECORARO
NOTARY PUBLIC-STATE OF NEW YORK
No. 01PE6054247
Qualified in Queens County
Commission Expires January 29, 2007

[SEAL]

ACKNOWLEDGEMENT

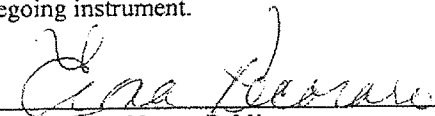
TPG REWARDS INC., Assignee, hereby acknowledges receipt of assignment – for good and valuable consideration – of the trademarks, the trademark registrations and the trademark applications identified in Schedule A hereto.

TPG REWARDS INC.


By: _____
Name: John Galinos
Title: Chief Executive Officer and President

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.:

On the 1st day of March, 2006, before me personally came John Galinos, to be known, who, being by me duly sworn, did depose and say that he is Chief Executive Officer and President of TPG Rewards Inc., one of the corporations described in and which executed the foregoing instrument.



Notary Public

ERMA PECORARO
NOTARY PUBLIC-STATE OF NEW YORK
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Notary Public

[SEAL]

SCHEDULE A

U.S.A.

<u>TRADEMARK</u>	<u>APPL. NO.</u>	<u>REG. NO.</u>
AMUSEMENT PARK CASH		2,771,637
AMUSEMENT PARK CASH & DESIGN		2,779,520
FASHION CASH		2,582,295
GAS CASH		2,582,293
GOLF CASH		2,582,291
MOVIE CASH		2,631,349
MUSIC CASH		2,170,041
PIZZA CASH		2,582,294
SOFTWARE CASH		2,274,047
SPORTING GOODS CASH		2,582,292
UTILITY CASH – application has been filed but a Serial No. has not been assigned as of yet <i>status pending.</i>		3,267,863
VACATION DOLLARS		2,014,423

CANADA

<u>TRADEMARK</u>	<u>APPL. NO.</u>	<u>REG. NO.</u>
CINE DOLLARS		TMA 506,300
CINEMA MONEY - filed on June 11th, 2003 <i>status pending.</i>	1,179,939	
MOVIE CASH		TMA 505,301
VIDEO CASH		TMA 636,538

EUROPEAN UNION

<u>TRADEMARK</u>	<u>APPL. NO.</u>	<u>REG. NO.</u>
MOVIE CASH		2 980 787