

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
HSBC Card Services Inc.	05/01/2012
RECEIVING PARTY DATA	
Name:	CAPITAL ONE FINANCIAL CORPORATION
Street Address:	1680 Capital One Drive
City:	McLean
State/Country:	VIRGINIA
Postal Code:	22102
PROPERTY NUMBERS Total: 3	
Property Type	Number
Patent Number:	7591419
Patent Number:	8157165
Patent Number:	8162208
CORRESPONDENCE DATA	
Fax Number:	(202)778-2201
Phone:	202 955 1500
Email:	patdcdoCKET@hunton.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:	Hunton & Williams LLP
Address Line 1:	2200 Pennsylvania Avenue
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20037
ATTORNEY DOCKET NUMBER:	67519.001271
NAME OF SUBMITTER:	Daniel G. Vivarelli, Jr.
Total Attachments: 7 source=SC1-#3242538-v1-Verona_-_Executed_Patent_Assignment_Agreement#page1.tif	

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PATENT ASSIGNMENT AGREEMENT

This PATENT ASSIGNMENT ("Assignment") dated as of May 1, 2012 (the "Effective Date"), is made by and between HSBC Finance Corporation, a Delaware corporation, Beneficial Franchise Company Inc., a Delaware corporation, and HSBC Card Services Inc., a Delaware corporation (collectively, "Assignors") and Capital One Financial Corporation ("Assignee") (each a "Party" and, collectively, the "Parties").

WHEREAS, Assignors are the owners of the United States patent registrations and applications as identified on Schedule A (collectively, the "Patents");

WHEREAS, Assignor and Assignee have entered into that certain Intellectual Property Transfer and Licensing Agreement, dated as of May 1, 2012 (the "IP Transfer and Licensing Agreement"), pursuant to which Assignors conveyed, assigned and transferred certain intellectual property, including the Patents, to Assignee;

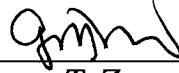
NOW, THEREFORE, in consideration of the premises and covenants set forth herein and in the IP Transfer and Licensing Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Assignment. Assignors hereby convey, assign and transfer to Assignee and its successors and assigns all of Assignors' right, title and interest in and to the Patents.
2. Purpose. This Assignment has been executed and delivered by Assignors for the purpose of recording the assignment herein with the United States Patent and Trademark Office. The assignment granted herein has been granted in connection with the IP Transfer and Licensing Agreement and is expressly subject to the terms and conditions thereof. In the event of any conflict between the terms of this Assignment and the terms of the IP Transfer and Licensing Agreement, the terms of the IP Transfer Licensing Agreement shall control.
3. Counterparts. This Assignment may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of which together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Assignors and Assignee each has caused this instrument to be executed by its respective duly authorized representative as of the Effective Date.

HSBC Finance Corporation



Name: Gregory T. Zeeman
Title: Executive Vice President and
Chief Operating Officer, USA

Beneficial Franchise Company Inc.

Name: John P. Griffin
Title: Vice President – Treasurer & Controller

HSBC Card Services Inc.

Name: Mike Reeves
Title: Executive Vice President,
Chief Financial Officer and Treasurer

Capital One Financial Corporation

Name:
Title:

[Signature Page to Patent Assignment Agreement]

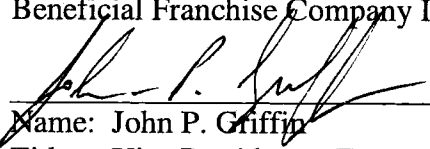
PATENT
REEL: 028223 FRAME: 0107

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Name: John P. Griffin
Title: Vice President – Treasurer & Controller

HSBC Card Services Inc.

Name: Mike Reeves
Title: Executive Vice President,
Chief Financial Officer and Treasurer

Capital One Financial Corporation

Name:
Title:

[Signature Page to Patent Assignment Agreement]

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[Signature Page to Patent Assignment Agreement]

PATENT
REEL: 028223 FRAME: 0109

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HSBC Finance Corporation

Name:

Title:

Beneficial Franchise Company Inc.

Name:

Title:

HSBC Card Services Inc.

Name:

Title:

Capital One Financial Corporation



Name: Bradley R. Thayer

Title: Managing Vice President,
Corporate Development

[Signature Page to Patent Assignment Agreement]

Schedule A

Patents

TRANSFERRED PATENTS

PATENT	Owner	Jurisdiction	Registration/ Application No.
ISSUED PATENTS			
USER SELECTABLE FUNCTIONALITY FACILITATOR (OPTI-PAY MULTI FUNCTION)	HSBC Card Services Inc.	United States of America	7,591,419
SYSTEM FOR ESTABLISHING AND ADMINISTERING FUNDED AND POST FUNDED CHARGE ACCOUNTS	Beneficial Franchise Company Inc.	United States of America	5,583,760
USER SELECTABLE FUNCTIONALITY FACILITATOR (Continuation Application of the issued application above)	HSBC Card Services Inc.	United States of America	8,157,165
SYSTEM AND METHOD FOR USER IDENTIFICATION STRING GENERATION FOR SELECTION OF FUNCTION (OPTI-PAY 1234 GENERATOR)	HSBC Card Services Inc.	United States of America	8,162,208
PATENT APPLICATIONS			
METHODS AND SYSTEMS FOR DUAL DECISION ASSET BASED LENDING (DUAL DECISION)	HSBC Finance Corporation	United States of America	11/875,476