

Sutherland
▪ Asbill & ▪
Brennan LLP
ATTORNEYS AT LAW

01-04-1999



100934926

1275 Pennsylvania Avenue, NW
Washington, DC 20004-2415
202.383.0100
Fax 202.637.3593
www.sablaw.com

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December 15, 1998

ELISABETH A. LANGWORTHY
DIRECT LINE: (202) 383-0198



12-15-1998

U.S. Patent & TMO/c/TM Mail Rcpt Dt. 12/15/98

BY HAND

BOX ASSIGNMENT

Commissioner of Patents and Trademarks
Washington, D.C. 20231

Re: Assignment
Conveying party: Western Union Financial Services, Inc.
Receiving party: Western Union Holdings, Inc.

Dear Sir:

This letter includes all information as required by Trademark Manual of Examining Procedure § 503.05 (d) for cover sheet requirements under 37 C.F.R. § 3.31 for recordation of trademarks. Please record the enclosed "Assignment" as set forth in paragraph 4:

- 1) Name of conveying party: Western Union Financial Services, Inc., a Delaware corporation.
- 2) Name and address of receiving party: Western Union Holdings, Inc., a Georgia corporation, located and doing business at 6200 South Quebec Street, Englewood, Colorado 80111, U.S.A.
- 3) Nature of Conveyance: Assignment. Deed of Assignment attesting to the nunc pro tunc assignment, as of November 1, 1998, executed on December 14, 1998, is attached.
- 4) Please record the Deed of Assignment, reflecting the assignment from Western Union Financial Services, Inc., against the trademark registrations and pending applications identified in Schedule A attached hereto.
- 5) Name and address of party to whom correspondence concerning document should be mailed:

Elisabeth A. Langworthy, Esq.
Sutherland, Asbill & Brennan LLP
1275 Pennsylvania Avenue, N.W.
Washington, D.C. 20004-2415

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- 6) Total number of trademark registrations and pending applications against which to record the Assignment: thirteen (13).
- 7) Total fee enclosed: \$340.00
- 8) If the enclosed payment is insufficient, please draw the deficiency from our Deposit Account No. 19-5029. A duplicate copy of this letter is enclosed for charging purposes.
- 9) To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Respectfully submitted,

SUTHERLAND, ASBILL & BRENNAN LLP

By: 
Elisabeth A. Langworthy

Enclosures

Total number of pages including cover sheet, attachments, and documents: 8 (including duplicate cover sheet and check)

SCHEDULE A

Trademark Name	Application Number
ENVIO CONSENTIDO	75/283,067
Trademark Name	Registration Number
120 ANOS UNIENDO FAMILIAS	1,718,727
FLASH CASH (and Design)	1,313,841
LA MANERA MAS RAPIDA DE ENVIAR DINERO	1,718,726
LA MEJOR MANERA DE ENVIAR DINERO A MEXICO	1,884,437
MAS DE 120 AÑOS UNIENDO FAMILIAS	1,865,965
PAY BY CHECK OVER THE PHONE	1,900,859
Phone Pay Design	1,863,940
QUICK CASH	1,690,483
THE EASIEST WAY TO GET PAYMENT TODAY	1,894,303
WHEN YOUR MESSAGE MATTERS	1,670,540
THE FASTEST WAY TO SEND MONEY	1,635,321
THE FASTEST WAY TO SEND MONEY WORLDWIDE	1,901,905

NUNC PRO TUNC DEED OF ASSIGNMENT

THIS ASSIGNMENT is made nunc pro tunc as of the 1st day of November, 1998, between Western Union Financial Services, Inc., a corporation organized under the laws of Delaware, with its principal place of business at 6200 South Quebec Street, Englewood, Colorado 80111, U.S.A. ("the Assignor"), and Western Union Holdings, Inc., a corporation organized under the laws of Georgia, with its principal place of business at 6200 South Quebec Street, Englewood, Colorado 80111, U.S.A. ("the Assignee").


WHEREAS, the Assignor was the proprietor of the trademarks identified in Schedule A attached hereto, and WHEREAS, the Assignee acquired all of Assignor's rights in and to the said trademarks and any registration or pending application for registration thereof, and the goodwill associated with the said trademarks, as of the date first stated above, and wishes to have the assignment thereof memorialized in this document.

NOW, THEREFORE, in and for consideration of the sum of \$1.00, the said Assignor hereby affirms that it sold, assigned and transferred unto the said Assignee all right, title and interest in and to the aforesaid trademarks with the goodwill of the business concerned in the goods and services for which the said marks are registered and all rights which the said Assignor has heretofore enjoyed thereunder, including the right to sue for past infringement, the same to be held and enjoyed by the said Assignee, its successors and assigns.

The Assignor hereby agrees to give, execute and/or deliver any document, notice, agreement or other evidence of assignment as may be necessary, in the reasonable judgement of Assignee, to evidence or effectuate the foregoing.

Signed sealed and delivered before me
this 14th day of December, 1998:


WESTERN UNION FINANCIAL SERVICES, INC.

By: 
Name: Adam P. Coyle
Title: Assistant Secretary

State of Colorado]
] ss.
County of Arapahoe]

Subscribed and sworn to before me this 14th day of December 1998.




Notary Public

My commission expires: 7-3-2000