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U.S. Patent & TMO/TM Mail Rcpt Dt. #61

TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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- New
- Resubmission (Non-Recordation)
Document ID #
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MRO
8-19-99

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Wachovia Bank, N.A.

Execution Date
Month Day Year
04 06 1999

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization North Carolina

Receiving Party

Mark if additional names of receiving parties attached

Name Ameripay, LLC

DBA/AK/A/T/A

Composed of

Address (line 1) 114 Essex Street

Address (line 2)

Address (line 3) Rochelle Park

NJ

State/Country

07662

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other Limited Liability Company

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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- Citizenship/State of Incorporation/Organization New Jersey

08/30/1999 MTHAI1 00000302 1972887

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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(212)974-7474

Name

Mitchell E. Radin, Esq. Cowan, DeBaets, Abrahams & Sheppard LLP

Address (line 1)

40 West 57th Street

Address (line 2)

New York, NY 10019

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

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Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Yes

No

Authorization to charge additional fees:

Statement and Signature

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. Charges to deposit account are authorized, as indicated herein.

Mitchell E. Radin

4/19/99

Name of Person Signing

Signature

Date Signed

ASSIGNMENT

WHEREAS, Wachovia Bank, N.A., a national banking association organized and existing under the laws of the United States, and having its office and place of business at 100 North Main Street, Winston-Salem, North Carolina 27101 (hereinafter referred to as "ASSIGNOR"), has adopted and is using the following words and/or symbols throughout the world as a trademark and/or service mark ("TRADEMARK") in connection with bill payment services rendered telephonically in International Class 35: AMERIPAY;

WHEREAS, said ASSIGNOR is the owner of the following trademark registration as the successor by merger to American Bank of Hollywood for said TRADEMARK:

Registration No.	:	1,972,887
Mark	:	AMERIPAY
Country	:	United States
Registration Date	:	May 7, 1996

WHEREAS, Ameripay, LLC, a limited liability company organized and existing under the laws of the state of New Jersey, and having its principal office and place of business at 114 Essex Street, Rochelle Park, New Jersey 07662 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring said TRADEMARK, and any and all registrations and applications for registration of said TRADEMARK throughout the World;

NOW THEREFORE, to all whom it may concern, be it known that for and in consideration of the sume of TEN DOLLARS and 00/100 (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged by said ASSIGNOR, said ASSIGNOR by this Assignment presents, sells, transfers, conveys and assigns to said ASSIGNEE, its entire worldwide right, title and interest in and to said TRADEMARK, all registrations and applications for registrations of said TRADEMARK, including those specifically hereinbefore indentified, the right to recover for past infringement of said TRADEMARK throughout the World.

Assignment made "as is" without representation or warranty of any kind. If requested, ASSIGNOR agrees to execute without cost to ASSIGNEE any and all documents reasonably requested by ASSIGNEE that relate to the transfer of said TRADEMARK. ASSIGNEE agrees to indemnify and save harmless ASSIGNOR from all loss or damage including reasonable attorney's fees and expenses arising out of ASSIGNEE's use of the TRADEMARK.

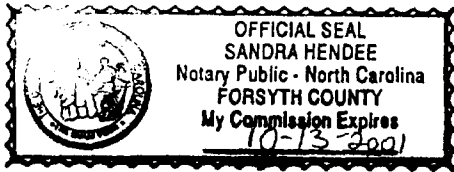
IN WITNESS WHEREOF, ASSIGNOR has executed this instrument this 6
day of April, 19 99.

For: WACHOVIA BANK, N.A.

By: [Signature]
Lynn J. Brown
Senior Vice President

STATE OF)
) ss:
COUNTY OF)

On this 6 day of April, 19 99, before me personally
appeared Lynn J. Brown, the SVF of
Wachovia Bank, N.A., a national banking association, to me known to be the officer
herein who acknowledged to me that, as such officer of said corporation, he signed,
sealed and delivered the within instrument made by said corporation; and that said
instrument is the act and deed of such corporation made by virtue of authority from its
Board of Directors.



Sandra Hendee
Notary Public

My Commission Expires: 10-13-2001