

09-06-2000



101449516

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

8.1.00

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

Submission Type

New

Resubmission (Non-Recordation)  
Document ID #

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year

Merger

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
10 26 99

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual  General Partnership  Limited Partnership

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

09/05/2000 KTHA11 00000255 2031797

01 FC:481 40.00 OP  
02 FC:482 25.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 002139 FRAME: 0606

**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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

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

#

**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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2031797"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2098979"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

Authorization to charge additional fees:

Yes

No

**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.

David J. Hill

Name of Person Signing

Signature

7-27-2000

Date Signed

## ASSIGNMENT OF SERVICE MARKS AND TRADE NAMES

WHEREAS Advance America, Cash Advance Centers, Inc., a corporation organized and existing under the laws of the State of Delaware and having a principal place of business at 961 East Main Street, Spartanburg, South Carolina 29304-3524 (hereinafter referred to as "Advance America") has acquired, pursuant to an Agreement dated as of October 15, 1999, a number of entities that are engaged in the provision of financial services, namely check cashing, providing deferred deposits, financial overdraft protection and short term consumer loans (hereinafter referred to as "the Business"); and

WHEREAS as a part of such acquisition, Advance America has also acquired all right, title and interest in the federally registered service marks listed on Exhibit A attached hereto, the state registered service marks, assumed names and trade names listed on Exhibit B attached hereto and the unregistered service marks and trade names listed on Exhibit C attached hereto (all of which are hereinafter referred to collectively as "the marks"), together with the goodwill of the Business connected with the use of and symbolized thereby; and

WHEREAS Advance America and certain of its affiliates and related companies are engaged in a reorganization of the relative rights and obligations of each to the others (hereinafter referred to as "the Reorganization"); and

WHEREAS, as a part of the Reorganization, AARC, Inc., a corporation organized and existing under the laws of the State of Delaware and having a principal place of business at 961 East Main Street, Spartanburg, South Carolina 29304-3524 (hereinafter referred to as "the Company"), has acquired the marks and the goodwill of the Business appurtenant thereto;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Advance America does hereby sell, assign and transfer to AARC, Inc. all right, title and interest in and to the marks, together with the goodwill of the Business connected with the use of and symbolized thereby.

Executed this 26 day of October, 1999 at \_\_\_\_\_.

By: \_\_\_\_\_

  
William M. Webster, IV, President

STATE OF North Carolina )

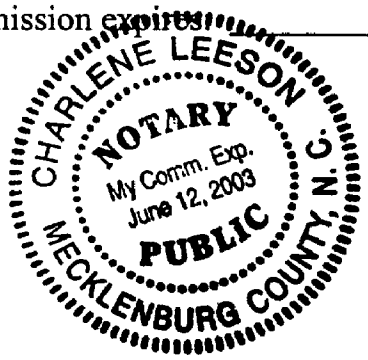
COUNTY OF Mecklenburg )

Before me, a Notary Public of the state and county aforesaid, personally appeared William M. Webster IV, with whom I am personally acquainted (or who proved his identity to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of Advance America, Cash Advance Centers, Inc., the owner of the marks listed on Exhibits A, B and C, and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Mecklenburg County, Charlotte, NC, this 20th day of October, 1999.

Charlene Leeson  
Notary Public

My commission expires \_\_\_\_\_



**EXHIBIT A**

<u>SERVICE MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
<b>NATIONAL CHECK ADVANCE &amp; design</b>	2,031,797	January 21, 1997
<b>NATIONAL CASH ADVANCE &amp; design</b>	2,098,979	September 23, 1997

**EXHIBIT B**

<u>SERVICE MARK, TRADE NAME OR ASSUMED NAME</u>	<u>STATE</u>	<u>REGISTRATION AND/OR FILING DATE</u>
<b>AMERICAN CHECK ADVANCE</b>	Tennessee	January 12, 1995
<b>NATIONAL CASH ADVANCE</b>	Arkansas	May 18, 1999
	California*	September 3, 1998
	Colorado	October 7, 1998
	Delaware*	September 3, 1999
	Florida	August 21, 1997
	Illinois#	June 18, 1997
	Indiana*	Dates Vary By County
	Iowa	May 21, 1997
	Kentucky	May 1, 1997
	Louisiana*	Dates Vary By Parish
	North Carolina*	Dates Vary By County
	Ohio	March 29, 1996
	Pennsylvania	May 9, 1997
		May 7, 1999
	South Carolina	July 2, 1998
	Tennessee	December 21, 1995
	Wisconsin	December 18, 1996
<b>NATIONAL CHECK ADVANCE</b>	Illinois	August 3, 1995
	Indiana*	Dates Vary By County
	Ohio	May 1, 1995
	Tennessee	January 19, 1995
<b>NCA</b>	Tennessee	December 21, 1995
<b>UNITED CASH ADVANCE</b>	Arkansas	May 18, 1999
	Delaware*	September 13, 1999
	Illinois#	August 22, 1997
	Indiana*	Dates Vary By County
	Iowa	June 12, 1997
	Kentucky	June 5, 1997
	Ohio	June 12, 1997
		October 16, 1997
	Pennsylvania	June 12, 1997
		May 7, 1999
	Tennessee	December 19, 1996

\* Registered in selected counties or parishes

# The Registration includes "L.L.C." after the name.

**EXHIBIT C**

SERVICE MARK OR TRADE NAME

**UNITED CHECK ADVANCE**

{05274\_00/9908/00358449.DOC.}

**RECORDED: 08/01/2000**

**TRADEMARK  
REEL: 002139 FRAME: 0612**