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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

101739858

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

TriSense Software, Ltd.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Group 1 Software, Inc.

Internal

Address:

Street Address: 4200 Parliament Place, #600

City: Lanham State: MD Zip: 20706-1844

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: April 27, 2001

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Group 1 Software, Inc. Attention: General Counsel

Internal Address:

Street Address: 4200 Parliament Place, #600

City: Lanham State: MD Zip: 20706-1844

6. Total number of applications and registrations involved:

26

7. Total fee (37 CFR 3.41): \$ 665

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Name of Person Signing

Signature

Date

4

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

Schedule A
List of Trademarks and Logos

<u>Mark</u>	<u>Serial Number (if applicable)</u>	<u>Registration Number</u>
1. Anonymous Bill Delivery	75/537,117	
2. Anonymous Bill Delivery	75/537,116	Registered 3/27/01. Reg# 2,438,988
3. BankSense	75/425,128	
4. BankSense	75/236,542	Registered 03/06/01. Reg# 2,433,763
5. BankSense	75/536,186	
6. BillSense	75/424,824	
7. BillSense	75/424,819	
8. Changing the Face of Payments	75/288,421	Abandoned
9. The Digital Billing Network	76/088,812	
10. Digital Driver	76/081,506	
11. Digital Driver and Design	76/081,505	
12. ESense	75/624,754	Abandoned 12/22/99
13. ESense	75/624,753	Abandoned 12/22/99
14. The Face of Payments	75/288,420	Abandoned
15. PaySense	75/236,543	Registered 03/28/00. Reg# 2,336,447
16. PaySense	75/425,129	Registered 03/28/00. Reg# 2,336,620
17. PaySense	75/535,896	
18. PaySense and Design	75/684,945	Registered 01/09/01. Reg# 2,420,027
19. PaySense and Design	75/686,463	Registered 03/13/01. Reg# 2,435,825
20. The Way Payments Will Be	75/537,118	Abandoned
21. The Way Payments Will Be	75/535,895	Abandoned
22. TriSense	75/236,505	Registered 08/24/99. Reg# 2,272,680
23. TriSense	75/425,127	Registered 12/07/99. Reg# 2,298,844
24. TriSense	75/536,026	
25. TriSense and Design	75/684,943	Registered 01/09/01. Reg# 2,420,026
26. TriSense and Design	75/686,464	Registered 12/05/00. Reg# 2,411,374

ASSIGNMENT OF TRADEMARKS

WHEREAS, Trisense Software, Ltd., a Minnesota corporation whose address is at 418 Gateway Boulevard, Burnsville, Minnesota 55337, has used, is using or intends to use the trademarks identified in Schedule A, attached hereto and incorporated herein by reference, in commerce and interstate commerce in the United States; and

(Signature)

WHEREAS, ~~to the extent applicable~~, Assignor is assigning the trademarks identified in Schedule A as part of the entire business or portions thereof to which such trademarks pertain as required by 15 U.S.C. § 1060;

WHEREAS, Group 1 Software, Inc., (a Delaware corporation) of 4200 Parliament Place, Suite 600, Lanham, Maryland 20706-1844 is desirous of obtaining Trisense Software, Ltd.'s ownership rights, of whatever kind or nature, in and to the aforesaid marks, including any common law rights, the rights in and to the United States trademark applications and registrations relating thereto, and the goodwill of the business associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, said Trisense Software, Ltd. does hereby assign unto said Group 1 Software, Inc., its successors, assigns and legal representatives, nunc pro tunc, as of the date of first use of the marks, all of TriSense's rights, title and interests in and to the trademarks identified in Schedule A, including any and all common law right in the marks, the United States applications and registrations relating thereto, and the goodwill of the business associated therewith, together with all rights of action accrued under and by virtue hereof, including the right to sue and recover for past infringement of said trademarks.

Trisense Software, Ltd.

By: David Lamm, President
David Lamm, President

City of Burnsville)
) ss
State of Minnesota)

On this 27th day of April, 2001, before me appeared David R. Lamm, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation with authority to do so.



Michael A. Oneil
Notary Public

[Notarial Seal] My Commission Expires: Jan. 31, 2005