



101762539

To the Director of the U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): MELLON BANK, N.A. *6-27-01*

Individual Association *RE*
 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: U.S. BANK, NATIONAL ASSOCIATION

Address: River Bank Business Center, 2741 Shepard Road

City: St. Paul State: Minnesota Zip: 55116

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: Ddate

Individual(s) citizenship _____
 Association National Banking Association
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 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

4. Application number(s) or patent number(s)

A. Trademark Application No(s).
75/541,159

B. Trademark Registration No(s).

Additional numbers attached? Yes No

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

Name: Frederick H. Colen, Esq.
Reed Smith LLP

Address: 435 Sixth Avenue

City: Pittsburgh State: PA Zip: 15656

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6)): \$ 40.00

Enclosed
 Authorized to be charged to deposit account 18-0582

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 and correct copy of the original document.

Frederick H. Colen *Frederick H. Colen* June 20, 2001
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 9

Mail documents to be recorded with required cover sheet information to:
 Director of the U.S. Patent and Trademark Office, Box Assignments
 Washington, D.C. 20231

6/26/2001 10:41:22 AM 00000209 150582 75/541159
 101762539 40.00 01

ASSIGNMENT OF MARK

This Assignment of Mark entered into this 11th day of June, 2001 2001, between MELLON BANK, N.A., a national banking association organized under the laws of Delaware, whose address is One Mellon Bank Center, Pittsburgh, Pennsylvania 15258-0001 ("ASSIGNOR") and U.S. BANK, NATIONAL ASSOCIATION, a national banking association, whose address is River Bank Business Center, 2741 Shepard Road, St. Paul, Minnesota 55116 ("ASSIGNEE").

WHEREAS, ASSIGNOR filed intent-to-use federal service mark application serial number 75/541,159 for the mark "FRAUDWATCH" for "banking services, namely off-line debit security services", on August 24, 1998 (the "Mark"); and

WHEREAS, ASSIGNOR has agreed to assign, and ASSIGNEE has agreed to acquire ASSIGNOR'S entire right, title and interest in and to said Mark, and ASSIGNOR has previously transferred to Assignee that portion of Assignor's business with which the mark was to be used.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, intending to be legally bound, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers and conveys to ASSIGNEE, its successors, assigns and legal representatives, ASSIGNOR'S entire right, title, interest and goodwill in and to the Mark to any applications and registrations therefor, together with the goodwill associated with the Mark. Assignor confirms that it has previously transferred to Assignee that portion of Assignor's business with which the Mark was intended to be used.

ASSIGNOR HEREBY COVENANTS that upon the request of the ASSIGNEE (or its assigns) ASSIGNOR will promptly provide the ASSIGNEE (or its

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assigns) with all pertinent facts and documents relating to said Mark and to any applications and registrations therefor. ASSIGNOR will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue, and perfect such rights, title, and interest in ASSIGNEE, its successors, assigns and legal representatives for said Mark and to any applications and registrations therefor which may be necessary or desirable to carry out the purposes thereof.

MELLON BANK, N.A.

By:

Name:

Title:

Date:

Sworn to and subscribed

before me this ___ day

of _____, 2001

Notary Public

U.S. BANK, N.A.

By:

Name:

Title:

Date:

Richard J. Hidy
Richard J. Hidy
Senior Vice President

of 3

Sworn to and subscribed

before me this 11th day

of Jane 2001
[Signature]

Notary Public

ELYN J. WATERFIELD
Notary Public, State of Ohio
My Commission Expires Mar 19, 2002

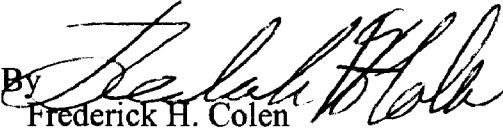


If the Office has any questions, or requires any further documentation or information, please contact the undersigned at the following address/phone number:

Frederick H. Colen, Esq.
Reed Smith LLP
435 Sixth Avenue
Pittsburgh, PA 15219-1886
412/288-4164 (Telephone)
412/288-3063 (Fax).

Very truly yours,

REED SMITH LLP

By 
Frederick H. Colen

FHC:sc