

07-20-2001



101783689

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

1. Name of conveying party(ies): 7-1201
AMERICAN CLEARING HOUSE ASSOCIATION

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: Dec. 27, 2000

2. Name and address of receiving party(ies)
Name: STAR SYSTEMS, INC.
Internal Address: _____
Street Address: 401 West "A" St., Ste. 600
City: San Diego State: CA Zip: 92101

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1915382
1832670

Additional number(s) attached Yes No

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

Name: John K. Uilkema
Internal Address: THELEN REID & PRIEST
P.O. Box 190187 LLP
San Francisco, CA 94119

Street Address: _____
City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 60.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
500918

(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.

John K. Uilkema
Name of Person Signing

[Signature]
Signature

7/9/01
Date

Total number of pages including cover sheet, attachments, and document: 5

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

07/20/2001 ANNEX1 00000050 500918 1915382

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

ASSIGNMENT

WHEREAS, **AMERICAN CLEARING HOUSE ASSOCIATION**, an incorporated association of the State of Arizona, having a place of business at 2401 N. Central Avenue, #120, Phoenix, Arizona 85004-1331, has adopted, used and registered the trademarks set forth on the attached schedule; and

WHEREAS, **STAR SYSTEMS, INC.**, a corporation organized and existing under the laws of the State of Delaware, having a principal place of business at 401 West "A" Street, Suite 600, San Diego, California 92101, is desirous of acquiring the said marks and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said **AMERICAN CLEARING HOUSE ASSOCIATION** does hereby assign unto **STAR SYSTEMS, INC.** all right, title and interest in and to the marks and registrations thereof as set forth on the attached schedule, together with the good will of the business symbolized by the marks, and all causes of action relating thereto.

AMERICAN CLEARING HOUSE ASSOCIATION

Dated: 12/27/00

By H. Merrill

Printed Name: Holly J. Merrill

Title President/CEO

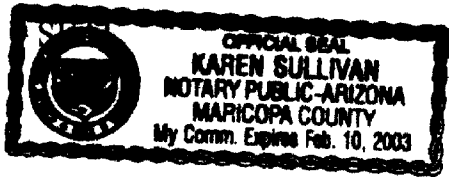
State of Arizona

County of Maricopa

On 12/27/00 before me, Karen Sullivan, a notary public, personally appeared Holly Merrill, personally known to me or proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Karen Sullivan
Signature of Notary



<u>Trademark</u>	<u>Reg.Number</u>	<u>Reg.Date</u>
Cactus Design	1,915,392	August 29, 1995
CACTUS	1,932,676	November 7, 1995