

11-02-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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

101892035

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

10-26-01

1. Name of conveying party(ies): Remitco Management Corp., LLC
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Integrated Payment Systems Inc.
Internal
Address:
Street Address: 6200 South Quebec Street
City: Greenwood Village State: CO Zip: 80111
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: December 14, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 2157499
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2157499
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Elisabeth A. Langworthy, Esq.
Internal Address:
Sutherland Asbill & Brennan LLP
Street Address: 1275 Pennsylvania Ave., NW
City: Washington State: D.C. Zip: 20004-2415

6. Total number of applications and registrations involved:
7. Total fee (37 CFR 3.41).....\$ 40.00
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.
Elisabeth A. Langworthy
Name of Person Signing
Signature
Date 10/26/01

Total number of pages including cover sheet, attachments, and document: 8

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

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TRADEMARK
REEL: 002393 FRAME: 0030

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ASSET PURCHASE AGREEMENT

BY WHICH

INTEGRATED PAYMENT SYSTEMS INC.

ACQUIRES

CERTAIN ASSETS AND LIABILITIES

OF

REMITCO MANAGEMENT CORP., LLC'S

REMITTANCE PROCESSING BUSINESS

Dated as of December 14, 1999

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## INTELLECTUAL PROPERTY ASSIGNMENT

THIS IS A GENERAL ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS (this "Assignment") by REMITCO MANAGEMENT CORP., LLC, a Delaware limited liability company (hereinafter called the "Assignor"), in favor of INTEGRATED PAYMENT SYSTEMS INC., a Delaware corporation (hereinafter called the "Assignee") and dated effective as of the opening of business on January 7, 2000, with respect to the assignment by Assignor to Assignee pursuant to that certain asset purchase agreement by and between Assignor, its member and Assignee and dated as of December 14, 1999 (the "Asset Purchase Agreement") and by which Assignor, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, does hereby sell, assign and transfer to Assignee all of Assignor's right, title and interest in the United States, and all other countries and places in the world, in and to:

1. any or all of the following intellectual property owned, used or licensed by REMITCO and all rights in, arising out of, or associated therewith: (A) all United States, international and foreign patents and applications therefor and all reissues, divisions, renewals, extensions, provisionals, continuations and continuations-in-part thereof; (B) all inventions (whether patentable or not), invention disclosures, improvements, trade secrets, proprietary information, know how, technology, technical data and customer lists and all documentation relating to any of the foregoing; (C) all copyrights, copyright registrations and applications therefor and all other rights corresponding thereto throughout the world; (D) all trade names, logos, common law trademarks and service marks, trademark and service mark registrations and applications therefor and all goodwill associated therewith throughout the world; (E) all databases and data collections and all rights therein throughout the world; (F) all computer software, including all source code, object code, firmware, development tools, files, records and data, and all media on which any of the foregoing is recorded; (G) all domain names, uniform resource locators and other Internet or similar addresses or identifiers; and (H) any similar, corresponding or equivalent rights to any of the foregoing and all documentation related to any of the foregoing, and more specifically, but without restricting the generality of this Assignment, the material items of such are listed in Attachment A to this Assignment (the "Intellectual Property");

2. all licenses or other contracts relating to REMITCO's use or license in REMITCO's Business of technology, know-how, processes or the Intellectual Property, and more specifically, but without restricting the generality of this assignment, the material items of such are listed in Attachment A to this Assignment (the "Intellectual Property Licenses"); and

3. all of Assignor's existing and potential causes of action and rights to claim damages and/or profits with respect to violations or infringements of any right of interest assigned herein;

Assignor further agrees to assist Assignee in the implementation of this Assignment by executing and signing any other document as reasonable requested by Assignee relating to the implementation of this Assignment including recording this Assignment or any aspect of the Assignment and including executing or signing a further assignment document specifically identifying part of the property assigned herein, and Assignor agrees to do so without any further change or fee.

Each capitalized term used in this Attachment has the same meaning as set forth in the Asset Purchase Agreement.

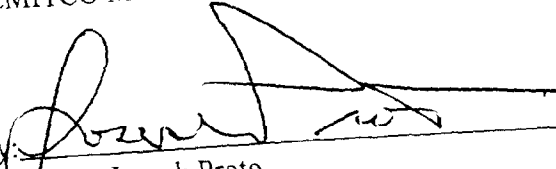
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DULY EXECUTED and delivered by the parties to this Assignment as set forth

above.

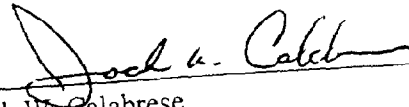
ASSIGNOR:

REMITCO MANAGEMENT CORP., LLC

By:   
Name: Joseph Proto  
Title: Member

ASSIGNEE:

INTEGRATED PAYMENT SYSTEMS INC.

By:   
Jack W. Calabrese  
Senior Vice President

\* \* \*

ATTACHMENT A TO GENERAL  
ASSIGNMENT OF INTELLECTUAL  
PROPERTY OF REMITCO

PROPERTY

“Intellectual Property” and “Intellectual Property Licenses” means the property listed on the following pages.

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## INTELLECTUAL PROPERTY

- 1) Payment History Data Warehouse – All daily payment activity stored by company for lookup and reporting (over 55 million payments available for inquiry and reporting). Over 60 separate fields are stored for each payment for reporting and inquiry (includes check MICR, stub OCR, operator ID's, etc.). Data warehouse linkage included to provide both individual REMITCO site processing as well as consolidated reporting. Internal data warehouse software also provides smaller customized data bases for other internal processing and reporting.
- 2) Data Warehouse Inquiry – Software written to allow user inquiries for payment tracking, lost or invalid transactions, etc. Inquiry/ display screens provided in addition to audit reports.
- 3) Data Warehouse Operator Reporting – Detailed daily and historical reporting provided to measure operator volume and accuracy. Data files as well as reports are made available. Capture and transport operator reporting also available.
- 4) Automatic Error Detection – Internal software completed to automatically detect errors in a number of areas including misapplied payments (wrong stub and check), double posted payments, incorrect account number on checks-only payments, etc.
- 5) Further Data Warehouse Reporting – Company billing totals, check float analysis, fraud reporting, detailed Courtesy Amount Read (CAR) analysis, reject analysis, keying analysis, etc.
- 6) Change of Address Processing – Software to process customer address changes from payment stubs. Data entry and posting software included.
- 7) Image Exception Payments – Images and data retrieved from Unisys high-speed system. Stand-alone data entry software provides easier keying options and tighter quality control. Administrator screens and reports also provided. Posting and reports also included. A separate set of software is also available to process non-image exception payments.
- 8) High-Speed Payment Posting – The Unisys vendor posting software is being replaced with more efficient internal posting software. Provides for automatic extraction of "Ready for Posting" batches from the Unisys system to new internal databases. Also provides full reporting and allows combined reporting from multiple REMITCO sites.

Flight & Baggage Claims – Data entry system provides keying, editing, and balancing of client flight and baggage claim forms. After administrator balancing is completed, a posting file is created and transmitted to the company.

- 0) Informix Data Base Server – Intel based system used to develop and test new reports written in Informix 4GL programming language.
- 1) UOW Status Monitor – Internal program monitors critical workflow on the Unisys system, to allow scheduling work to meet transmit and courier deadlines.
- 2) CD Create – REMITCO Program to automatically create CD's with encoded check images as well as account information and reports. CD has search capability and extract features.

REMITCO Service Mark.

REMITCO URL – [www.REMITCO.com](http://www.REMITCO.com)