

05-24-2002

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Tab settings ⇨ ⇨ ⇨



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

102102326

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

1. Name of conveying party(ies):
 BC Transaction Processing Services, Inc.
 5:20.02

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: Billing Concepts, Inc.
 Internal Address: _____
 Street Address: 7411 John Smith Drive, Suite 200
 City: San Antonio State: TX Zip: 78229

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: October 23, 2000

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
 2,479,691

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Andrew S. Ehmke
 Internal Address: Haynes and Boone, LLP
 Street Address: 901 Main Street, Suite 3100
 City: Dallas State: TX Zip: 75202

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:
 08-1394

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

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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.

Andrew S. Ehmke
 Name of Person Signing

Signature

5/7/02
 Date

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

TRADEMARK
 REEL: 002512 FRAME: 0572

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BC ACQUISITION I CORPORATION", A DELAWARE CORPORATION,
"BC TRANSACTION PROCESSING SERVICES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "BILLING CONCEPTS, INC." UNDER THE NAME OF "BILLING CONCEPTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2000, AT 3 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



2114581 8100M

001534422

Edward J. Freel, Secretary of State

AUTHENTICATION: 0751389

DATE: 10-24-00

TRADEMARK
REEL: 002512 FRAME: 0573

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:00 PM 10/23/2000
001534422 - 2116582

CERTIFICATE OF MERGER

of

BC ACQUISITION I CORPORATION
(a Delaware corporation),

and

BC TRANSACTION PROCESSING SERVICES, INC.
(a Delaware corporation)

with and into

BILLING CONCEPTS, INC.
(a Delaware corporation)

Under Section 251 of the General
Corporation Law of the State of Delaware

The undersigned corporation, Billing Concepts, Inc., hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations is: BC Acquisition I Corporation, a Delaware corporation (the "Acquisition Sub"), BC Transaction Processing Services, Inc., a Delaware corporation ("BCTPS") and Billing Concepts, Inc., a Delaware corporation (the "Surviving Corporation").

SECOND: An agreement of merger has been approved, adopted, certified, executed and acknowledged by the Acquisition Sub, BCTPS and the Surviving Corporation, among others, in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Billing Concepts, Inc.

FOURTH: Upon the effectiveness of the merger, the Certificate of Incorporation of the Surviving Corporation shall be amended to read in its entirety as attached hereto as Exhibit A.

FIFTH: The officers and directors of the Acquisition Sub immediately prior to the merger shall be the officers and directors of the Surviving Corporation after the merger, until changed in accordance with the Bylaws and applicable law.

SIXTH: The executed agreement of merger is on file at the principal place of business of the Surviving Corporation at 7411 John Smith Drive, Suite 200, San Antonio, Texas 78229.

SEVENTH: A copy of the agreement of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of the Acquisition Sub, BCTPS or the Surviving Corporation.

IN WITNESS WHEREOF, the undersigned has executed and subscribed to this Certificate of Merger on behalf of Billing Concepts, Inc. as its authorized officer and hereby affirms, under penalties of perjury, that this Certificate of Merger is the act and deed of such corporation and that the facts stated herein are true.

DATED: October 23, 2000

BILLING CONCEPTS, INC.

By: 

Name: David Z. Tusa

Title: Sr VP - CFO