



Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102102188

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

1. Name of conveying party(ies):

Billings Concepts Corp.

5-20-02

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 20, 2000

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,213,269 2,219,311 2,222,916 2,226,521
2,214,786 2,221,736 2,224,822 2,321,437
2,405,213 2,405,304

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

TDIAZ1 00000090 2226521

City: Dallas State: TX Zip: 75202

6. Total number of applications and registrations involved:

10

7. Total fee (37 CFR 3.41).....\$ 265.00

- 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)

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

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

05/23/2002
01 FC:481
02 FC:482

**ASSIGNMENT
OF
TRADEMARKS, TRADEMARK REGISTRATIONS
AND APPLICATIONS, AND COPYRIGHT**

WHEREAS, Billing Concepts Corp., a Delaware corporation having an address of 7411 John Smith Drive, Suite 1500, San Antonio, Texas 78229 (hereinafter "Assignor"), is the owner of certain United States and Canadian trademarks, and the applications and registrations therefor, as identified on the attached Exhibit A (hereinafter referred to as the "Marks" and the "Applications/Registrations"); and

WHEREAS, Billing Concepts, Inc., a Delaware corporation having an address of 7411 John Smith Drive, Suite 200, San Antonio, Texas 78229 (hereinafter "Assignee"), is desirous of acquiring any and all rights that Assignor may have in and to said Marks and said Applications/Registrations therefor, together with the goodwill of the business in connection with which said Marks are used and which is symbolized by said Marks, along with the right to recover for damages and profits for past infringements thereof; and

WHEREAS, Assignee is a wholly owned subsidiary of Assignor, and simultaneously herewith, Assignor is transferring all of the issued and outstanding capital stock of Assignee to BC Holding I Corporation, a Delaware corporation, pursuant to that certain Agreement and Plan of Merger dated as of September 15, 2000.


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to said Marks and the Applications/Registrations therefor in the United States, Canada and throughout the world, together with the goodwill of the business in connection with which said Marks are used and which is symbolized by said Marks, along with the right to recover for damages and profits for past infringements thereof. Assignor represents that Assignee is a successor to the business of the Assignor, or portion thereof, to which the Marks pertain.

Assignor agrees to execute and deliver at the reasonable request of the Assignee, all papers, instruments and assignments, and to perform any other reasonable acts the Assignee may require, in order to vest all of Assignor's rights, title and interest in and to said Marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

Assignee further assigns its entire right, title and interest to the copyright which is the subject of the copyright registration identified in Exhibit A, and said application therefor, unto Assignee.

ASSIGNOR:

BILLING CONCEPTS CORP.

By: 
Name: David P. Tase
Title: Senior Vice President & CFO
Date: October 29, 2000

**BILLING CONCEPTS CORP.
TRADEMARK and COPYRIGHT APPLICATIONS AND REGISTRATIONS**

EXHIBIT A

MARK
 Registration/Application
 Number
 Date
 Class
 Number

1	BC WEBTRACK	U.S.	75/S82,878 (A)	11/4/98	9, 35, 42	K023US	Application pending. Amendment to allege use filed 2/18/99.
2	BIC	U.S.	2,219,311 (R)	1/19/99	35, 42	K001US	Registered. Sec. 8 & 15 Affidavit due 1/19/05; renewal due 1/19/09
3	BIC	U.S.	2,226,521 (R)	2/23/99	9	K002US	Registered. Sec. 8 & 15 Affidavit due 2/23/05; renewal due 2/23/09
4	BIC and Design (Old Logo)	U.S.	2,213,269 (R)	12/22/98	35, 42	K003US	Registered. Sec. 8 & 15 Affidavit due 12/22/04; renewal due 12/22/08
5	BICC	U.S.	75/134,783 (A)	7/16/96	35, 42	K004US	Application abandoned
6	BICI	U.S.	75/134,782 (A)	7/16/96	35, 42	K005US	Application abandoned
7	BILLING CONCEPTS	U.S.	2,321,437 (R)	2/22/00	9	K027US	Registered. Sec. 8 & 15 Affidavit due 2/22/06; renewal due 2/22/10
8	BILLING CONCEPTS	U.S.	2,221,736 (R)	2/2/99	35, 42	K017US	Registered. Sec. 8 & 15 Affidavit due 2/2/05; renewal due 2/2/09
9	BILLING CONCEPTS	Canada	TMA528,565 (R)	8/21/98	N/A	K017CA	Registered (15-year term); may be renewed beginning 12/30/14
10	BILLING CONCEPTS SYSTEMS	U.S.	2,222,916 (R)	2/9/99	35, 42	K018US	Registered. Sec. 8 & 15 Affidavit due 2/9/05; renewal due 2/9/09

10:17 BIC EXEC. LEGAL DEPT. → 912142002808 NO.947 087

MARK
 Registration/Application
 Country
 Number
 Date
 Classes
 Number
 Status

11	BILLING CONCEPTS SYSTEMS	Canada	TMA531,346 (R)	8/17/00	N/A	K018CA	Registered (15 -year term); may be renewed beginning 2/14/15
12	BILLING INFORMATION CONCEPTS	U.S.	75/134,784 (A)	7/16/96	35, 42	K006US	Application abandoned
13	INFORMATION SERVICES FOR THE 21ST CENTURY	U.S.	2,224,822 (R)	2/16/99	35	K022US	Registered. Sec. 8 & 15 Affidavit due 2/16/05; renewal due 2/16/09
14	INFORMATION SERVICES FOR THE 21ST CENTURY	U.S.	75/135,392 (A)	7/17/96	9, 42	K007US	Application abandoned
15	MISCELLANEOUS DESIGN (New Logo)	U.S.	75/644,009 (A)	2/22/99	9, 35, 42	K024US	Application pending
16	MISCELLANEOUS DESIGN (New Logo)	U.S.	Copyright (R)	3/30/99			Application pending
17	ZERO PLUS DIALING (Refile of K014US Applic. by BCI)	U.S.	2,214,786 (R)	12/29/98	35, 36	K016US	Registered. Sec. 8 & 15 Affidavit due 12/29/04; renewal due 12/29/08

(A) = Application
 (R) = Registered

- Class 9: Computer software for billing and information management, namely, information storage and retrieval of business records in the fields of business, finance, utilities and telecommunications
- Class 35: Telecommunications billing services and information management, namely, information storage and retrieval of business records of others in the telecommunications industry in the field of billing
- Class 36: Collection of telephone bills for others
- Class 42: Providing on-line access to computer databases in the fields of business, financial, billing and information management