

07-23-2002

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Form PTO-1594

(Rev. 03/01)

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

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

1. Name of conveying party(ies):

Fleet Boston Financial Corporation

6-26-02

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State
☐ Other (A Rhode Island Corporation)

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

3. Nature of conveyance:

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

Execution Date: 10 June 02

2. Name and address of receiving party(ies)

Name: AFSA Data Corporation

Internal

Address:

Street Address: One World Trade Center, # 2200

City: Long Beach State: CA Zip: 90831

- ☐ 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) 76416442; 76341567;
76391756; 76416441

B. Trademark Registration No.(s) 1912065

Additional number(s) attached ☐ Yes ☒ No

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

Name: Pamela S. Ratliff, Baker Botts, LLP

Internal Address:

Street Address: 2001 Ross Ave., Ste. 800

City: Dallas State: TX Zip: 75201

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41).....\$ 140.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

50-2147/067766.0179

DO NOT USE THIS SPACE

9. Signature.

Pamela S. Ratliff

Name of Person Signing

Pamela S. Ratliff

Signature

6/25/02

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

07/22/2002 DBYRNE

00000100 76416442

01 FC:481
02 FC:48240.00 OP
100.00 OP

EL 504348642US
 TRADEMARK
 REEL: 002546 FRAME: 0859

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made as of the 16th day of June, 2002, between **FleetBoston Financial Corporation**, a corporation of Rhode Island, U.S.A. having its principal place of business at 100 Federal Street Boston, MA 02110, U.S.A. (the "Assignor") and **AFSA Data Corporation**, a corporation of Delaware, U.S.A. having its principal place of business at One World Trade Center, Suite 2200, Long Beach, CA 90831, U.S.A. (the "Assignee").

WHEREAS, the Assignor is the owner of the trademarks listed on Schedule A hereto (the "Trademark").

WHEREAS, the Assignor has agreed to assign the Trademark to the Assignee, and the Assignee has agreed to accept such assignment.

NOW, THEREFORE, for good and valuable consideration, the Assignor hereby assigns to the Assignee, its successors and assigns, all its full right to and title in the Trademark, including the right to sue for past infringement(s), together with the good will of the business related thereto.

The Assignor covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment and sale.

The Assignor further covenants that the Assignor will, upon the Assignee's request, promptly execute and deliver to the Assignee or its legal representative any and all papers or instruments required to maintain, prosecute and/or register the Trademark which may be necessary or desirable to carry out the purposes hereof.

IN WITNESS WHEREOF, the Assignor has caused this Agreement to be executed
by its duly authorized officer as of the date first written above.

ASSIGNOR
FleetBoston Financial Corporation

By: Drew J. Pfirman
Name: Drew J. Pfirman
Title: Assistant Secretary

STATE OF Massachusetts)
) ss:
COUNTY OF Suffolk)

The foregoing instrument was acknowledge before me in the City of Boston,
this 7th day of June, 2002, by Drew J. Pfirman
of FleetBoston Financial Corporation, a Rhode Island Corporation,
on behalf to the corporation.

IN WITNESS WHEREOF, I have hereunder set my hand and official seal.

Barbara A. Manfre
Notary Public

My Commission Expires: _____

Barbara A. Manfre, Notary Public
My Commission Expires July 9, 2004


[SIGNATURE PAGE OF ASSIGNOR]

ASSIGNEE
AFSA Data Corporation

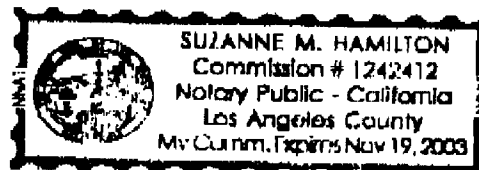
By: Name: Steven P. AllenTitle: Sr. Vice PresidentSTATE OF California)COUNTY OF Los Angeles) ss:

The foregoing instrument was acknowledge before me in the City of Long Beach,
this 7th day of June, 2002, by Steven P. Allen
of AFSA Data Corporation, a Delaware Corporation, on behalf to
the corporation.

IN WITNESS WHEREOF, I have hereunder set my hand and official seal.


Notary Public

My Commission Expires: November 19, 2003



[SIGNATURE PAGE OF ASSIGNEE]

SCHEDULE A

<u>MARK</u>	<u>STATUS/APPLICATION NO.</u>
AFSA Data Corporation (wordmark)	Awaiting Application for filing
Benova (wordmark)	Registered/74386968/1912065
Campus on Call	Pending/76416442
Concera	Pending/76341567
Connexion	Pending/76391756
TCRS	Pending/76416441