

07-31-2002



2 SHEET



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

07-18-2002

U.S. Patent & TMO/TM Mail Rpt Dt. #20

1. Name of conveying party(ies):
Cash Station, Inc.

07-18-02

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: **Money Access Service Inc.**
 Street Address: **1100 Carr Road**

City: **Wilmington**
 State: **Delaware** Zip: **19809**

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

3. Nature of conveyance:

Assignment
 Merger
 Security Agreement
 Change of Name
 Other _____

Execution Date: December 31, 2001

If assignee is not domiciled in the United States, a domestic representative designated is attached:

Yes No

(Designation 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) **1,188,063; 1,217,825; 1,230,290; 1,292,517; 1,318,549; 1,847,457; 1,932,625; 1,932,626**

Additional numbers attached? Yes No

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

Name: **William H. Hollander**
Wyatt, Tarrant & Combs, LLP
 Street Address: **500 W. Jefferson Street,**
Suite 2600

City: **Louisville,**
 State: **Kentucky** Zip: **40202**

7/30/2002 DBYRNE 00000131 1188063

01 FC:481 40.00 DP
 02 FC:482 175.00 DP

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR § 3.41) \$215.00

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.

William H. Hollander William H. Hollander July 16, 2002
 Name of person signing Signature Date

Total number of pages comprising cover sheet: 1

Delaware

PAGE 1

The First State

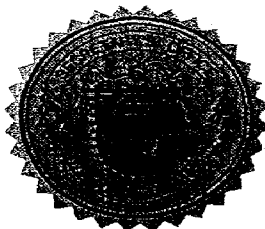
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CASH STATION, INC.", A DELAWARE CORPORATION,

WITH AND INTO "MONEY ACCESS SERVICE INC." UNDER THE NAME OF "MONEY ACCESS SERVICE INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 1:33 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 6:15 O'CLOCK P.M.

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



2299079 8100M

010674048

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1531138

DATE: 12-28-01

TRADEMARK
REEL: 2552 FRAME: 0749

**CERTIFICATE OF MERGER
OF
CASH STATION, INC.
INTO
MONEY ACCESS SERVICE INC.
(Under Section 251 of the General Corporation
Law of the State of Delaware)**

MONEY ACCESS SERVICE INC. hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations are:
 - a. Cash Station, Inc., a Delaware corporation; and
 - b. MONEY ACCESS SERVICE INC., Delaware corporation.
2. An agreement of merger has been approved, adopted, certified, executed and acknowledged by each of Cash Station, Inc. and MONEY ACCESS SERVICE INC. in accordance with Section 251 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation is MONEY ACCESS SERVICE INC.
4. The certificate of incorporation of MONEY ACCESS SERVICE INC. shall be the certificate of incorporation of the surviving corporation.
5. The surviving corporation is a corporation of the State of Delaware.
6. The executed agreement of merger is on file at the principal place of business of MONEY ACCESS SERVICE INC., at 1100 Carr Road, Wilmington, DE 19809.
7. A copy of the agreement of merger will be furnished by MONEY ACCESS SERVICE INC. on request and without cost, to any stockholder of MONEY ACCESS SERVICE INC. or Cash Station, Inc.
8. This Certificate of Merger, and the merger, shall be effective at 5:15 p.m., Central Standard Time (6:15 p.m. Eastern Standard Time), on December 31, 2001.

IN WITNESS WHEREOF, MONEY ACCESS SERVICE INC. has caused this certificate to be signed by its duly authorized officer on the 21 day of December, 2001.

MONEY ACCESS SERVICE INC.

By: _____

Edward A. Labry, III

Name: Edward A. Labry, III

Title: President

This instrument was prepared by:

Cynthia W. Young

Cynthia W. Young
WYATT, TARRANT & COMBS, LLP
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Louisville, KY 40202
(502) 589-5235