

09-19-2002

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):  
Valutec Card Solutions, LLC *9-16-02*  
871 Islington Street  
Portsmouth, New Hampshire 03801  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other LLC of New Hampshire

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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: December 28, 2001

2. Name and address of receiving party(ies)  
Name: Valutec Card Solutions, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 1616 Westgate Circle  
City: Brentwood State: TN Zip: 37027

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Tennessee  
 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)

2,447,637

Additional number(s) attached  Yes  No

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

Name: Christopher A. Sloan, Esq.

Internal Address: \_\_\_\_\_

Boulton, Cummings, Connors & Berry, PLC

Street Address: 414 Union Street, Suite 1600

P.O. Box 198062

City: Nashville State: TN Zip: 37219

6. Total number of applications and registrations involved: ..... 1

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.*

Christopher A. Sloan

Name of Person Signing

Signature

September 6, 2002

Date

3

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

09/18/2002 DBYRNE 00000176 2447637

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

01 FC:481

40.00 DP

**TRADEMARK**  
**REEL: 002585 FRAME: 0209**

**SERVICE MARK ASSIGNMENT**

This Service Mark Assignment (the "Assignment"), effective as of December 28, 2001, is made by and between Valutec Card Solutions, LLC, a limited liability company organized under the laws of New Hampshire, located at 871 Islington Street, Portsmouth, New Hampshire 03801 ("Assignor"); and Valutec Card Solutions, Inc., a Tennessee corporation, located at 1616 Westgate Circle, Brentwood, Tennessee 37027 ("Assignee").

WHEREAS, Assignor has adopted, used, applied for and obtained federal registration of the service mark listed below:

U.S. Service Mark Application Serial No. 75/852,015, Registration No. 2,447,637

for "VALUTEC CARD SOLUTIONS and Design"

and;

WHEREAS, Assignor has agreed to assign and Assignee has agreed to acquire all of Assignor's right, title and interest in and to the aforementioned mark (the "Mark"), both registered and common law, the goodwill of the business symbolized thereby, and the right to recover damages and profits for past infringement thereof.

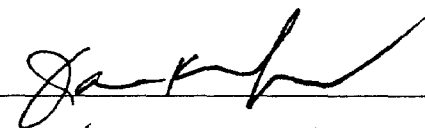
NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignor hereby assigns, transfers and conveys unto Assignee all of Assignor's right, title and interest in and to the Marks, both registered and common law, the goodwill of the business symbolized thereby, and the right to recover damages and profits for past infringement thereof,

2. This Agreement shall be governed by and construed in accordance with the laws of the United States of America.

IN WITNESS WHEREOF, Assignor has caused its duly authorized representative to execute this Assignment effective as of the date first above written.

VALUTEC CARD SOLUTIONS, LLC

By: 

Name: JACK K LANCE

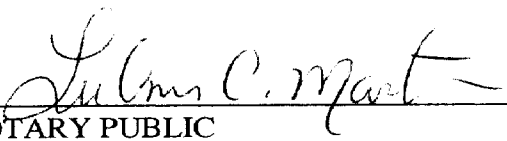
Title: MEMBER

STATE OF Tennessee )  
 )  
COUNTY OF Davidson )

Before me, the undersigned, a Notary Public, duly commissioned, qualified and acting, the within named Jack Lance, who stated that he/she is the President of

Valutec Card Solutions, LLC, a limited liability company organized under the laws of New Hampshire, and is duly authorized in his/her capacity to execute the foregoing instrument for and in the name and on behalf of said corporation, and further stated and acknowledged that he/she had so signed, executed and delivered said foregoing instrument for consideration, uses and purposes therein mentioned and set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal on this 28<sup>th</sup> day of December, 2001.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: 5/30/2004