

FORM PTO-1594
(Rev. 6-93)

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04-18-2003

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)



Atty Docket No. 48765.283703

4-17-03

102416147

To the Assistant Commissioner of Patent and Trademark Office, attached original documents or copy thereof.

1. Name of conveying party(ies):

Down Acquisition Corporation

- Individuals(s)
- General Partnership
- Corporation-State-Georgia
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) attached Yes No

3. Nature of conveyance:

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

Execution Date: December 31, 2002

2. Name and address of receiving party(ies)

Name: **Certegy E-Banking Services, Inc.**

Internal Address: **Suite 600**

Street Address: **11720 Amber Park Drive**

City: **Alpharetta** State: **GA** Zip: **30004**

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No N/A

Additional names(s) & address(es) attached? Yes No

4. Application numbers(s) or patent numbers(s):

A. Trademark Application No.(s)
76/068,364; 76/405,655; 74/504,666

B. Trademark Registration No.(s)
2,579,424; 1,933,615; 1,332,652; 1,914,583; 2,089,600;
2,020,736; 2,020,732; 1,261,563; 1,312,113; 1,309,777;
2,032,667; 1,977,194; 2,011,546

Additional numbers attached? Yes No

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

Name: **William H. Brewster**

Internal Address: **Kilpatrick Stockton LLP**

Street Address: **1100 Peachtree St., Suite 2800**

City: **Atlanta** State: **GA** Zip: **30309**

6. Total number of applications and registrations involved: **16**

7. Total fee (37 CFR 3.41).....\$ **415.00**

Enclosed

Authorized to be charged to deposit account
The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

B. Deposit account number:

11-0860

~~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.

James A. Trigg

Name of Person Signing

Signature

Date

4/17/03

Total number of pages including cover sheet, attachments, and document: **3**

EXHIBIT A Trademark Schedule

Trademark Name	Registration Number	Application Number
BASIC BUILDING BLOCKS	1,309,777	
FINANCIAL SNAPSHOT	2,032,667	
HOME SUITE HOME	1,977,194	
MANAGING YOUR MONEY	1,914,583	
MANAGING YOUR MONEY	1,332,652	
MANAGING YOUR MONEY PLUS	2,089,600	
MECA	2,020,732	
MECA (and design)	1,261,563	
MECA (stylized)	1,312,113	
MORTGAGES, INSURANCE & MORE	2,011,546	
MYM	2,020,736	
NETZEE	2,579,424	
PERSONAL BRANCH	1,933,615	
SMART FILL		74/504666
Z DESIGN		76/405655
Z NETZEE (and design)		76/068364

ATLLIB01 1510395.1

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks is made and entered into this 18th day of March, 2003, by and between Down Acquisition Corporation, a Georgia corporation with a principal address at 11720 Amber Park Drive, Suite 600, Alpharetta, Georgia 30004 ("Assignor") and Certegy E-Banking Services, Inc., a Georgia corporation having its principal address at 11720 Amber Park Drive, Suite 600, Alpharetta, Georgia 30004 ("Assignee").

WHEREAS, Assignor is the owner by assignment of the marks listed at Exhibit A, along with the registrations therefor (the "Marks");


WHEREAS, Assignor desires to assign its rights in the Marks, and all registrations associated therewith, to Assignee, and Assignee is desirous of confirming as a matter of record its acquisition of the Marks, together with the good will of the business connected with the Marks and all registrations for the Marks;

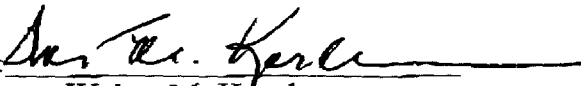
NOW, THEREFORE, for ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor assigns to Assignee all Assignor's rights, title and interest in and to the Marks, together with the good will of the business symbolized by the Marks, all registrations for the Marks, and all causes of action and claims based on past actions or infringement related to the Marks.

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed and effective the 20th day of March, 2003.

DOWN ACQUISITION CORPORATION

CERTEGY E-BANKING SERVICES, INC.

By: 
Name: Ronald D. Cook
Title: Secretary

By: 
Name: Walter M. Korchun
Title: Vice President and Secretary