

Handwritten: MLD 4/14/03

05-12-2003



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

U.S. Patent and Trademark Office Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

BillingZone, LLC

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

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

2. Name and address of receiving party(ies)

Name: BillingZone, LP (Composed of: BZ General Partner, LLC and eOne Global General Partner II, LLC)
Internal
Address:

Street Address: 620 Liberty Avenue, 12th Floor

City: Pittsburgh State: PA Zip: 15222

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

3. Nature of conveyance:

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

Execution Date: 12/24/02

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

A. Trademark Application No.(s)
76428076; 76428075; 76118766

B. Trademark Registration No.(s)
2534669; 2520917

Additional number(s) attached Yes No

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

Name: Rene M. LaForte

Internal Address:

Sutherland Asbill & Brennan LLP

Street Address: 1275 Pennsylvania Ave., NW

City: Washington State: DC Zip: 20004

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41): \$ n/a

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-5029

DO NOT USE THIS SPACE

9. Signature.

Rene M. LaForte

Name of Person Signing

Signature

5-8-03

Date

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

3

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

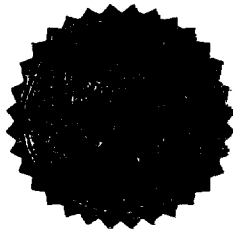
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "BILLINGZONE, LLC" TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "BILLINGZONE, LLC" TO "BILLINGZONE, LP", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2002, AT 9:35 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JANUARY, A.D. 2003.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3182061 8100V

AUTHENTICATION: 2374471

030256806

DATE: 04-21-03

TRADEMARK
REEL: 002648 FRAME: 0273

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:35 AM 12/26/2002
020798447 - 3182061

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
LIMITED PARTNERSHIP PURSUANT TO SECTION
17-217 OF THE UNIFORM LIMITED PARTNERSHIP ACT**

- 1.) The jurisdiction where the Limited Liability Company first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the Limited Liability Company first formed March 8, 2000.
- 4.) The name of the Limited Liability Company immediately prior to filing this Certificate is BillingZone, LLC.
- 5.) The name of the Limited Partnership as set forth in the Certificate of Limited Partnership is BillingZone, LP.
- 6.) The effective date of this Certificate of Conversion from a Limited Liability Company to a Limited Partnership is January 1, 2003.

BZ GENERAL PARTNER, LLC

By: Terri Alberhasky
General Partner

Name: Terri Alberhasky

eONE GLOBAL GENERAL PARTNER II, LLC

By: Terri Alberhasky
General Partner

Name: Terri Alberhasky



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

APRIL 23, 2003

PTAS

RENE M. LAFORTE
1275 PENNSYLVANIA AVE., NW
SUTHERLAND, ASBILL & BRENNAN LLP

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WASHINGTON 20004

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 900000023

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

1. ON THE SECOND LINE OF THE ASSIGNEE YOUR SENTENCE HAS TO START WITHCOMPOSED OF IN FRONT OF BZ.

DOROTHY RILEY, PARALEGAL
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS