

01-21-2003



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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECC TI

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):

First Data Merchant Services Corporation

1-14-03

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

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

3. Nature of conveyance:

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

Execution Date: 1/6/2003

2. Name and address of receiving party(ies)

Name: SurePay LP

Internal Address: 225 Broad Hollow Road

Street Address: City: Melville State: NY Zip: 11747

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2040826 and 2057647

Additional number(s) attached Yes No

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

Name: Elisabeth A. Langworthy, Esq.

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:

2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

19-5029

DO NOT USE THIS SPACE

9. Signature.

Elisabeth A. Langworthy Name of Person Signing

Signature

1.14.03 Date

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

3

01/17/2003 GTON11 00000129 2040826

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

01 FC:8521 40.00/OP 02 FC:8522 25.00/OP

NUNC PRO TUNC DEED OF ASSIGNMENT

THIS ASSIGNMENT is made nunc pro tunc as of the 30th day of September, 2000, between First Data Merchant Services Corporation, a corporation organized under the laws of Florida, with its principal place of business at 6200 South Quebec Street, Greenwood Village, Colorado 80111, U.S.A ("the Assignor"), and SurePay LP, a limited partnership organized under the laws of Delaware, with its principal place of business at 225 Broad Hollow Road, Melville, New York 11747, U.S.A. ("the Assignee").


WHEREAS, the Assignor was the proprietor of the trademarks identified in Schedule A attached hereto, and WHEREAS, the Assignee acquired all of Assignor's rights in and to the said trademarks and any registration or pending application for registration thereof, and the goodwill associated with the said trademarks, as of the date first stated above, and wishes to have the assignment thereof memorialized in this document.

NOW, THEREFORE, in and for consideration of the sum of \$1.00, the said Assignor hereby affirms that it sold, assigned and transferred unto the said Assignee all right, title and interest in and to the aforesaid trademarks with the goodwill of the business concerned in the goods and services for which the said marks are registered and all rights which the said Assignor has heretofore enjoyed thereunder, including the right to sue for past infringement, the same to be held and enjoyed by the said Assignee, its successors and assigns.

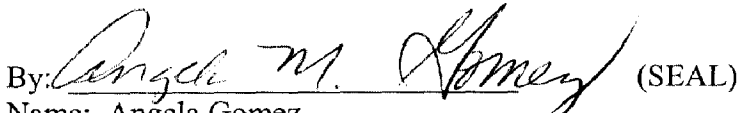
The Assignor hereby agrees to give, execute and/or deliver any document, notice, agreement or other evidence of assignment as may be necessary, in the reasonable judgment of Assignee, to evidence or effectuate the foregoing.

Signed sealed and delivered before me this 6th day of January, 2003.

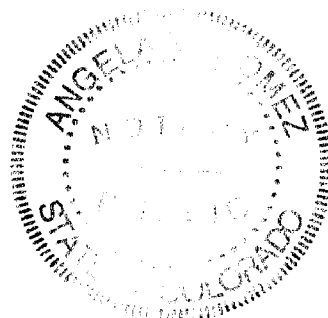
FIRST DATA MERCHANT SERVICES CORPORATION

By: 
Name: Ken Algiene
Title: Vice President & Assistant Secretary

This document has been subscribed, affirmed and sworn before me in the county of Douglas for the State of Colorado on the 6th day of January, 2003.

By:  (SEAL)
Name: Angela Gomez
NOTARY PUBLIC

My commission expires on 4-12-2003



SCHEDULE A

<i>Mark</i>	<i>Registration No.</i>
SUREPAY	2,040,826
SUREPAY	2,057,647

WO 157727.1

RECORDED: 01/14/2003

**TRADEMARK
REEL: 002652 FRAME: 0595**