

# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

BAY

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

1. Name of Conveying party(ies):  
 Bayview Technology Group, LLC

Individual(s)       Association  
 General Partnership     Limited Partnership  
 Corporation-\_\_\_\_\_  Other

2. Name and address of receiving party(ies):  
 USA Technologies, Inc.

100 Deerfield Lane  
 Suite 140  
 Malvern, PA 19355

Individual(s) citizenship \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Corporation- PA \_\_\_\_\_  
 Association \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Other \_\_\_\_\_

Additional name(s) & address(es) attached?  Yes  No  
 Designation of Domestic Rep. attached?  Yes  No

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name

Execution Date: 7/11/2003

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

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
2,628,447	

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

Gordon & Jacobson, P.C.  
 65 Woods End Road  
 Stamford, CT 06905

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40.00  
 Enclosed  
 Authorized to charge deposit account

8. Deposit account number: 07-1732  
 (attach duplicate page if paying by deposit account)

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.

David P. Gordon  
 \_\_\_\_\_  
 Name of Person Signing

*David P. Gordon*  
 \_\_\_\_\_  
 Signature

July 17 2003  
 \_\_\_\_\_  
 Date

Total number of pages including cover sheet, attachments, and document: 2

CH \$40.00 071732 2628447

