

1-2-03



REC-102491367
TRADEMARKS ONLY

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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Heartland Card Services, LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Missouri Limited Liability Company

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

2. Name and address of receiving party(ies)
Name: Heartland Payment Systems, LLC
Internal Address: Suite 301
Street Address: 212 South Central Avenue
City: St. Louis State: MO Zip: 63105

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other Missouri Limited Liability Company

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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: October 22, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____

 Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2,247,122

 Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Lile H. Deinard
 Internal Address: _____

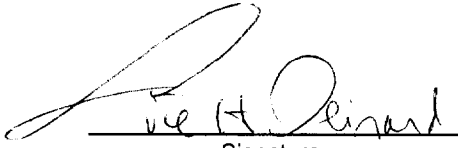
 Street Address: Dorsey & Whitney LLP
250 Park Avenue, 15th Floor
 City: New York State: NY Zip: 10177

6. Total number of applications and registrations involved:

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

8. Deposit account number: _____

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9. Signature.
Lile H. Deinard  6-26-03
 Name of Person Signing Signature Date

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

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Mail documents to be recorded with required cover sheet information to:
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Washington, D.C. 20231

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CHANGE OF NAME DOCUMENTS IS**

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EFFECTIVE

OCTOBER 30, 1999