·		. <u> </u>
Form PTO-1594 7-1/-03 RI (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)	U.S. DEPARTMENT OF CC U.S. Patent and Trade	/IMERCE ark Office
To the Honorable Commissioner of Patents and Trademarks.	.5.7.6.7	of.
1. Name of conveying party(ies): Heartland Payment Systems, LLC Individual(s) General Partnership Corporation-State Other Missouri Limited Liability Company Additional name(s) of conveying party(ies) attached? Yes No 3. Nature of conveyance: Assignment Security Agreement Other Other	2. Name and address of receiving party(ies) Name: Heartland Payment Systems, Inc. Internal Address: Suite 200 Street Address: 9495 E. San Salvador City: Scottsdale State: AZ Zip: 85258 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware I assigned is not domiciled in the United States, a domestic representative designation is attached: Yes 158	DEF CE OF PUBLIC RECOR
Execution Date: _ January 1, 2001	(Designations must be a separate document from assignmen Additional name(s) & address(es) attached?	No 00
4. Application number(s) or registration number(s): A. Trademark Application No.(s) Additional number(s) a	B. Trademark Registration No.(s) 2,247,12;	
Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved:	1
Name:Lile H. Deinard Internal Address:	7. Total fee (37 CFR 3.41)	ınt
Street Address: Dorsey & Whitney LLP 250 Park Avenue, 15th Floor	8. Deposit account number:	
City: New York State: NY Zip:10177		
9. Signeture.	E THIS SPACE	
Lile H. <u>Dei</u> nard	Signature Date	<u>3</u> _
Total number of pages including o	over sheet, attachments, and document:	
Mail documents to be recorded with required cover sheet information to:		

) 07/15/2003 STUHLL

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of Patent & Tradomarks, B Washington, D.C. 20231

TRADEMARK REEL: 002790 FRAME: 0094

CERTIFICATE OF MAILING UNDER 37 CFR 1.8

Date of Deposit: July 11, 2003

Express Mail Label No.: EM436358484US

APPLICANT

Heartland Payment Systems, Inc.

MARK

LODGEMASTER

REG. DATE

May 25, 1999

REG. NO.

2,247,122

I hereby certify that on the date indicated above, this correspondence is being deposited with the United States Postal Service with sufficient postage as Express mail, under 37 CFR 1.8 and is addressed to: Mail Stop Assignment Recordation Services, Director of the United States Pattern and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450.

Stacy Scotto Scott 7

TRADEMARK REEL: 002790 FRAME: 0095 1 14:01 IFAX FAX_CENTER-NY@DORSEY.COM 4. 2004 2:05PM

→ Fax_Center-NY 20002/004 NO. 9428 P 2

Delaware

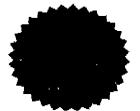
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HEARTLAND PAYMENT SYSTEMS LLC", A MISSOURI LIMITED LIABILITY COMPANY.

WITH AND INTO "HEARTLAND PAYMENT SYSTEMS, INC." UNDER THE NAME OF "HEARTLAND PAYMENT SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARI, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUA Y, A.D. 2001, AT 12:01 O'CLOCK A.M.



Harriet Smith Wand son

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AUTHENTICATION: 2910563

DATE: OPRADEMARK

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/04/2004 14:01 IFAX FAX_CENTER-NY@BORSEY.COM FEB. 4.2004 2:05PM → Fax_Center-NY Z0003/004 NO. 9428 P. 3

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATE WIS FILED 09:00 AM 12/29, 1000 010000115 - 324831

CERTIFICATE OF MERGER OF HEARTLAND PAYMENT SYSTEMS LLC (a Missouri limited Hability Company)

OTHI GEA RITW

HEARTLAND PAYMENT SYSTEMS, INC.
(a Delaware corporation)
(the Sarviving Corporation)

Pursuant to the provisions of Section 164 of the General Corporation Law of the State of Delaware, Heartland Payment Systems, Inc., a Delaware corporation, hereby cartifies as set forth below:

FIRST: The name and state of incorporation or organization of each of the constituent entities to the morget are Heartland Payment Systems, Inc., a Delaware corporation (the "Staviving Corporation") and Heartland Payment Systems L.L.C., a Missouri limited liability company (the "Marged Company").

SECOND: The laws of the State under which the Merged Company is organized permits such marger.

THIRD: The name of the surviving corporation is Heutland Payment Systems, Inc. and it is to be governed by the laws of the State of Delaware.

FOURTH: An agreement and plan of merger between the constituent entities (the "Automoral of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Surviving Conjoration and the Merged Company in accordance with the provisions of Section 264(e) of the General Corporation Law of the State of Delaware.

FIFTH: The Certificate of Incorporation of the Surviving Corporation shall continue to be its Cardificate of Incorporation.

SIXTH: The executed Agreement of Morger is on file at the principal place of business of the Surviving Corporation, which is 130 Nassau Surest, Princeton, New Jersey.

SEVENTH: A copy of the Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder as member of either constituent entity.

EIGHTH: The merger shall become effective at 12:01 a.m. (Delaware time) on January 1, 2001, in accordance with Section 264 of the General Corporation Law of the State of Delaware.

TRADEMARK

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<u>∄</u> Q04/004

IN WITNESS WHEREOF, this Cartificate of Mergar has been executed, scknowledged and attented on the dains set forth below.

lo:

HEARTLAND PAYMENT SYSTEMS, INC. (a Delaware corporation)

Delen: 12-29-00

Prosident /

HRARTLAND FAYMENT SYSTEMS LLC (a Missouri limited liability company)

By: HEARTLAND PAYMENT SYSTEMS, INC. Its: Sole Member

Dated: 12-29-0

Ita: President

TRADEMARK

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