

07-16-2003

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

7-11-03 RI



102615767

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

To the Honorable Commissioner of Patents and Trademarks, Please send \_\_\_\_\_ original documents or copy thereof.

1. Name of conveying party(ies): Heartland Payment Systems, 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: January 1, 2001

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 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

OFFICE OF PUBLIC RECORDS FINANCE SECTION JAN 11 AM 11:26 No

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

A. Trademark Application No.(s)

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: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Lile H. Deinard Name of Person Signing

Signature (Handwritten)

6-26-03 Date

Total number of pages including cover sheet, attachments, and document: 5

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

07/15/2003 6TUN11 00000249 2247122

01 FC:852T 40.00 DP

700065052

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 Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450.

  
Stacy Scott

# Delaware

PAGE 1

*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 DELAWARE, 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 JANUARY, A.D. 2001, AT 12:01 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3248384 8100M

040077027

AUTHENTICATION: 2910563

DATE: TRADEMARK

REEL: 002790 FRAME: 0096

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

**CERTIFICATE OF MERGER  
OF  
HEARTLAND PAYMENT SYSTEMS LLC  
(a Missouri limited liability company)**

**WITH AND INTO**

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

Pursuant to the provisions of Section 264 of the General Corporation Law of the State of Delaware, Heartland Payment Systems, Inc., a Delaware corporation, hereby certifies as set forth below:

**FIRST:** The name and state of incorporation or organization of each of the constituent entities to the merger are Heartland Payment Systems, Inc., a Delaware corporation (the "Surviving Corporation") and Heartland Payment Systems LLC, a Missouri limited liability company (the "Merged Company").

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

**THIRD:** The name of the surviving corporation is Heartland 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 "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Surviving Corporation 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 Certificate of Incorporation.

**SIXTH:** The executed Agreement of Merger is on file at the principal place of business of the Surviving Corporation, which is 130 Nassau Street, 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 or member of either constituent entity.

**EIGHTH:** The merger shall become effective at 12:01 a.m. (Delaware time) on January 1, 2004, in accordance with Section 264 of the General Corporation Law of the State of Delaware.

04/2004 14:01 IFAX FAX\_CENTER-NY@DORSEY.COM  
FEB. 4. 2004 2:05PM

Fax\_Center-NY NO. 9428 P. 4  
004/004

IN WITNESS WHEREOF, this Certificate of Merger has been executed, acknowledged and attested on the date set forth below.

HEARTLAND PAYMENT SYSTEMS, INC.  
(a Delaware corporation)

Dated: 12-29-00

By: [Signature]  
Name: Martin J. Uhle  
Its: President

HEARTLAND PAYMENT SYSTEMS LLC  
(a Missouri limited liability company)

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

Dated: 12-29-00

By: [Signature]  
Name: Martin J. Uhle  
Its: President