

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
METAVANTE CORPORATION		04/30/2004	CORPORATION: WISCONSIN
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	T. ROWE PRICE GROUP, INC.		
<b>Street Address:</b>	100 EAST PRATT STREET		
<b>City:</b>	BALTIMORE		
<b>State/Country:</b>	MARYLAND		
<b>Postal Code:</b>	21202		
<b>Entity Type:</b>	CORPORATION: MARYLAND		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	76273410	PROCEED WITH CONFIDENCE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)344-8300		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	202 344-8156		
<b>Email:</b>	rwhite@venable.com		
<b>Correspondent Name:</b>	Andrew D. Price		
<b>Address Line 1:</b>	575 7th Street, N.W.		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20004		
<b>ATTORNEY DOCKET NUMBER:</b>	32367-146112		
<b>NAME OF SUBMITTER:</b>	Andrew D. Price		
<b>Total Attachments: 1</b> source=Proceed_0001#page1.tif			

CH \$40.00 76273410

Exhibit C


ASSIGNMENT OF SERVICE MARK  
AND APPLICATION

WHEREAS, Metavante Corporation (hereinafter "Metavante"), a corporation of the State of Wisconsin, located at 4900 West Brown Deer Road, Brown Deer, Wisconsin 53224-9004, is the owner of U.S. Service Mark Application Serial No. 76/273,410 (hereinafter "the Application"), the service mark PROCEED WITH CONFIDENCE therein (hereinafter "the Mark"), the common-law rights associated therewith (hereinafter "the Common-Law Rights"), and the goodwill associated with the Mark (hereinafter "the Goodwill");

WHEREAS, T. Rowe Price Group, Inc. (hereinafter "TRP"), a corporation of the State of Maryland, located at 100 East Pratt Street, Baltimore, Maryland 21202, desires to acquire the Application, the Mark, the Common-Law Rights, and the Goodwill, to the extent all of the foregoing cover "bill payment services; electronic payment, namely, electronic processing and transmission of bill payment data; financial management," in International Class 36; and

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Metavante does hereby assign unto TRP all of Metavante's right, title and interest in and to the Application, the Mark, the Common-Law Rights, and the Goodwill, along with the right to sue for past and future infringements, to the extent all of the foregoing cover "bill payment services; electronic payment, namely, electronic processing and transmission of bill payment data; financial management," in International Class 36.

METAVANTE CORPORATION

Signature: 

Name: Peter Van Sistine

Title (officer): Sr. Vice President

Date: 4-30-04

DC2DOCS1/450872(04)



RECORDED: 08/20/2004

TRADEMARK  
REEL: 002920 FRAME: 0239