

07-21-2004



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

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

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

1. Name of conveying party(ies):

JP Morgan Chase Bank

- Individual(s) Association General Partnership Limited Partnership Corporation-State NY Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Termination and release of trade mark security interest

Execution Date: 06/30/2004

2. Name and address of receiving party(ies)

Name: Gelco Information Network, Inc.

Internal Address:

Address:

Street Address: 10700 Prairie Lakes Drive

City: Eden Prairie State: MN Zip: 55344

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Minnesota corporation 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

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

A. Trademark Application No.(s) 75/931,404

B. Trademark Registration No.(s) SEE ATTACHED

Additional number(s) attached Yes No

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

Name: Nobuko Christy

Internal Address:

c/o Paul, Hastings, Janofsky & Walker LLP

Street Address: 515 So. Flower Street, 25F

City: Los Angeles State: CA Zip: 90071

6. Total number of applications and registrations involved:

16

7. Total fee (37 CFR 3.41) \$ 415.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

No. 16-0752

DO NOT USE THIS SPACE

9. Signature.

Nobuko Christy

Name of Person Signing

Nobuko Christy Signature

July 19, 2004

Date

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

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

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01 FC:8521 02 FC:8522

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TRADEMARK REEL: 003009 FRAME: 0663

7.20.04

U.S. Trademark Applications

<b>Title</b>	<b>Application Number</b>
Expenselink/Direct	75/931,404

U.S. Trademark Registrations

<b>Title</b>	<b>Registration Number</b>
Branchpay	1,807,941
Rapidpay	1,354,602
Rapidraft (re-registration)	1,565,002
Traveletter	651,556
Traveletter Direct	1,809,560
Travelorder	628,265
Gelco & Design	1,849,584
Voucher Express	1,918,347
GLINK	1,913,718
TLINK	1,866,296
Gelco PayNetwork	1,864,387
TIPS	1,958,236
GELCO TRAVEL MANAGER	2,157,202
Expenselink	2,463,633
Expenselink	2,128,497

**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of June 30, 2004, from JPMorgan Chase Bank (as successor-in-interest to The Chase Manhattan Bank), a New York banking corporation, as Administrative Agent (the "Agent") for certain banks and other financial institutions (the "Lenders"), to Gelco Information Network, Inc., a Minnesota corporation (the "Obligor").

WITNESSETH:

WHEREAS, pursuant to the Guarantee and Collateral Agreement, dated as of December 6, 1995 (as amended) between H-G Holdings, Inc. (the "Borrower"), the Obligor, and certain other subsidiaries of the Borrower, in favor of the Agent (the "Guarantee and Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights dated as of August 10, 2001, among the Agent and Obligor (the "Security Agreement"), Obligor, by reference to the Guarantee and Collateral Agreement, reaffirmed its intent to grant a Security Interest to the Agent specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on November 14, 2001, at Reel 2395 and Frame 0426; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Guarantee and Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Obligor's right, title and interest of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on Schedule A hereto). The term "Trademarks" shall have the meaning provided by reference in the Guarantee and Collateral Agreement and the Security Agreement.

2. Release of Security Interest. The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK (successor-in-interest to The Chase Manhattan Bank), as Administrative Agent

By: Agnes L. Levy  
Name: AGNES L. LEVY  
Title: Managing Director

STATE OF New York )  
 )  
COUNTY OF New York )

ss.:

On this 25 day of June 2004, before me personally appeared

Agnes L. Levy to me known who, being by me duly sworn, did depose and say that he/she is Managing Director of JPMorgan Chase Bank, described herein and which executed the foregoing instrument, and that he/she signed his/her name thereto pursuant to the authority granted by JPMorgan Chase Bank.

Arlene N. Gibbs  
Notary Public

(Affix Seal Below)

ARLENE N. GIBBS  
Notary Public, State of New York  
No. 01GI6025531  
Qualified in Nassau County  
Commission Expires June 1, 2007

Schedule A

U.S. Trademark Applications

<b>Title</b>	<b>Application Number</b>
Expenselink/Direct	75/931,404

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