

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Occupational Managed Care Alliance, Inc.		10/24/2005	CORPORATION: KENTUCKY
RECEIVING PARTY DATA			
Name:	James R. Hill & Co., LLC		
Street Address:	2211 Greene Way		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40220		
Entity Type:	LIMITED LIABILITY COMPANY: KENTUCKY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78341464	PAYPORT	
CORRESPONDENCE DATA			
Fax Number:	(502)587-6391		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	502-587-3400		
Email:	jkovalcik@stites.com		
Correspondent Name:	Jennifer L. Kovalcik		
Address Line 1:	400 West Market Street		
Address Line 2:	Stites & Harbison, Suite 1800		
Address Line 4:	LOUISVILLE, KENTUCKY 40202		
ATTORNEY DOCKET NUMBER:	PA178/000PA		
NAME OF SUBMITTER:	Memorie Stofferahn		
Signature:	/memorie stofferahn/		

CH \$40.00 78341464

Date:

10/27/2005

Total Attachments: 2

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TRADEMARK ASSIGNMENT

WHEREAS, Occupational Managed Care Alliance, Inc., a Kentucky corporation with a principal place of business at 2211 Greene Way, Louisville, Kentucky 40220 (“Assignor”), owns and has a *bona fide* intent to use the Mark PAYPORT (“the Mark”) in connection with the following goods and services: Magnetically encoded debit cards; and debit card services, namely distributing employee payroll, benefits, and/or other compensation through a debit card program;

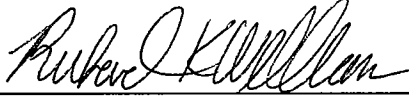
WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on Assignor’s *bona fide* intent to use the mark in commerce in connection with the above-described goods and services, namely U.S. Application Serial No. 78/341,464 filed on December 16, 2003; and

WHEREAS, James R. Hill & Co., LLC, a Kentucky limited liability company, with its principal place of business at 2211 Greene Way, Louisville, Kentucky 40220, (“Assignee”), is the successor in business to Assignor in relation to the transaction of business under this Mark and desires to acquire an assignment of the above-referenced application for registration of said mark; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor sells, assigns, and transfers to Assignee all rights, and

interest in and to (including the right to bring action against any past or present infringers thereof) the Mark, and the pending Application, together with that portion of Assignor's business in connection with which it has a *bona fide* intent to use the Mark.

Occupational Managed Care Alliance, Inc.


By: 
Richard K. Williams

Date: 10/24/05

SUBSCRIBED to and SWORN before me, on behalf of Occupational Managed Care Alliance, Inc. by Richard K. Williams, its _____, this 24th day of October, 2005.

My commission expires: March 17th 2005

[Seal }


Notary Public