

6/13/05

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



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To the honorable Commissioner of Patents and Trademarks, U.S. Department of Commerce, Washington, D.C. 20231. Enclosed original documents or copy thereof.

1. Name of conveying party(ies):
ART Holdings, Inc.

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

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

3. Nature of conveyance
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: Effective October 8, 2004

2. Name and address of receiving party(ies)
Name: Checktronic, Inc.
Internal Address: _____
Street Address: 500 N. Akard, Suite 2850
City: Dallas State: TX Zip: 75201

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Texas
 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)
B. Trademark Registration No.(s)
1,262,645
1,423,257

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41)\$ 65.00
 Enclosed
 Authorized to be charged to deposit account

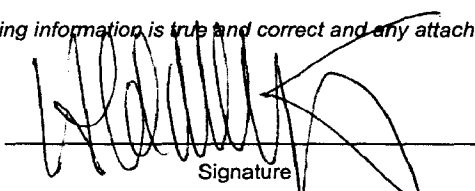
8. Deposit account number:
10-0096

(Attach duplicate copy of this page if paying by deposit account)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Carl C. Butzer, Esq.
Internal Address: Jackson Walker L.L.P.
Street Address: 901 Main Street, Suite 6000
City: Dallas State: TX Zip: 75202

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Harold Montgomery  4/12/05
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK REEL: 003182 FRAME: 0953

ASSIGNMENT

This ASSIGNMENT is made effective as of October 8, 2004 between ART Holdings, Inc., a Texas corporation, located and doing business at 500 N. Akard, Suite 2850, Dallas, Texas 75201 ("Assignor") and Checktronic, Inc., a Texas corporation, located and doing business at 500 N. Akard, Suite 2850, Dallas, Texas 75201 ("Assignee").

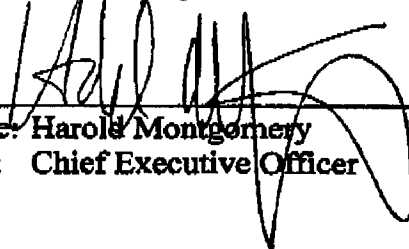
WITNESSETH:

WHEREAS, Assignor has adopted, used, is using, and is the owner of the service mark CHECKTRONIC (the "Mark") and U.S. Registration Nos. 1,262,645 and 1,423,257 (the "Registrations") and the related trade dress rights; and

WHEREAS, Assignee desires to acquire the Mark, the Registrations and any related trade dress rights.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all of its right, title and interest in and to the Mark, the Registrations and any related trade dress rights, including all of its common law rights thereto, together with the goodwill of the business symbolized by the Mark, the Registrations and any related trade dress rights.

ART HOLDINGS, INC.

By: 
Name: Harold Montgomery
Title: Chief Executive Officer