



PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

08-17-05

D-#

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

08-23-2005

RECORD
TRA



To the Director of the U. S. Patent and Trademark Office

For the new address(es) below.

103066176

1. Name of conveying party(ies):

Biometric Access Company

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

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

3. Nature of conveyance / Execution Date(s):

Execution Date(s) July 29, 2005

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: WALGREEN CO.

Internal Address: LAW DEPT. MS #1425

Street Address: 104 WILMOT RD.

City: DEERFIELD

State: IL

Country: USA Zip: 60015

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship Illinois
- Other Citizenship

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

78/460529

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

QuickPay

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

Name: Francis C. Kowalik, Esq.

Internal Address: Walgreen Co.

MS# 1425 - Law Dept.

Street Address: 104 Wilmot Rd.

City: Deerfield

State: IL Zip: 60015

Phone Number: 847-315-4640

Fax Number: 847-315-4826

Email Address: Francis.Kowalik@walgreens.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Terry Keenan-Kloepfer
Signature

8-16-05
Date

Terry Keenan-Kloepfer
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ED 420158953 US
08/22/2005 ECOOPER 00000147 78460529

01 FC:8521

40.00 GP

TRADEMARK
REEL: 003212 FRAME: 0307

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, entered into by the parties hereto, is effective as of the date of signing by the Assignor below.

WHEREAS, Biometric Access Company, a company organized under the laws of the state of Delaware, with a principal place of business at Suite 200, 2555 N. IH-35, Round Rock, Texas 78664(hereinafter "Assignor"), has applied for the trademark "QuickPay" in the United States and elsewhere (hereinafter "the Trademark") [as well as the application to register the Trademark, Application Serial No. 78/460529 in the United States Patent and Trademark Office in connection with a retail payment accelerator that ties a customer's single financial implement (such as a credit card, debit card, or electronic check-ACH), with a short cut (such as a key press or other event) on an EFT terminal and whose invocation supplies the necessary financial information for that implement without its physical presence to a point-of-sale device as the customer's selected payment choice; and

WHEREAS, Walgreen Co., a company organized under the laws of the State of Illinois, with a principal place of business at 200 Wilmot Rd., Deerfield, Illinois 60015 (hereinafter "Assignee"), wishes to acquire the rights in the Trademark in the United States and the aforesaid application to register the mark in the U.S. Patent and Trademark Office; and

WHEREAS, Assignor wishes to assign all its right, title and interest in the Trademark to Assignee;

NOW, THEREFORE, in consideration of and in exchange for the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all of its right, title and interest in and to the Trademark and the application to register the Trademark, Application Serial No. 78/460529, in the U.S. Patent and Trademark Office, together with the goodwill of the business symbolized thereby, the right to sue for past infringement, and the right to register the Trademark in the United States and elsewhere.

[ASSIGNOR]

By: Ron Smith Sr.

Name: Ron Smith Sr.

Title: CEO, Biometric Access Company

Dated: 7-29-05

Acknowledged By:

[ASSIGNEE]

By: Allan Resnick

Name: Allan Resnick FCMK

Title: Div. VP + Asst Sct-y.

Dated: 7-29-05

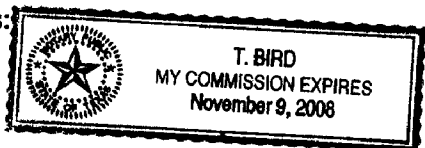
SUBSCRIBED and SWORN to before me

this 29 day of July, ~~2004~~ 2005

T. Bird

Notary Public

My Commission Expires:



TRADEMARK

RECORDED: 08/16/2005

REEL: 003212 FRAME: 0308