

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
National Processing Services, Inc.		02/10/2006	CORPORATION: OHIO

RECEIVING PARTY DATA	
Name:	BA Merchant Services, LLC
Street Address:	1231 Durrett Lane
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40213
Entity Type:	LIMITED LIABILITY COMPANY: OHIO

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Serial Number:	78308446	GIVING YOU CONTROL
Registration Number:	2743278	ACCELERATED PAY
Registration Number:	2897334	ACCEPT MERCHANT SERVICES
Registration Number:	2622122	
Registration Number:	2618850	MERCHANT EXPLORER
Registration Number:	1358423	NATIONAL PROCESSING COMPANY
Registration Number:	1307418	NPC
Registration Number:	2362645	NPC ADVANTAGE
Registration Number:	2209469	NPC COMMISSION EXPRESS
Registration Number:	2179158	NPC CONNECT
Registration Number:	2125137	NPC CONSULTANTS IN TRANSACTION TECHNOLOGY
Registration Number:	2189882	NPC DIRECT
Registration Number:	2209661	NPC ENTRO
Registration Number:	2206746	NPC SECURE

CH \$440.00 78308446

Registration Number:	2206055	NPC VIRTUAL PAY
Registration Number:	2165951	NPC VIRTUALPAY
Registration Number:	2632949	WE PROCESS THE WORLD'S TRANSACTIONS

CORRESPONDENCE DATA

Fax Number: (336)733-8473
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (336) 721-3747
Email: rspringer@wcsr.com, trademarkswinston@wcsr.com
Correspondent Name: Randel S. Springer
Address Line 1: One West Fourth Street
Address Line 4: Winston-Salem, NORTH CAROLINA 27101

ATTORNEY DOCKET NUMBER:	50195.0313.7
NAME OF SUBMITTER:	Randel S. Springer
Signature:	/Randy Springer/
Date:	02/17/2006

Total Attachments: 2
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ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS

This ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS ("Assignment"), dated as of February 10, 2005, is from NATIONAL PROCESSING SERVICES, INC., an Ohio corporation ("Assignor"), to BA MERCHANT SERVICES, LLC, an Ohio limited liability company ("Assignee") having a place of business at 1231 Durrett Lane, Louisville, Kentucky 40213.

WITNESSETH:

WHEREAS, Assignor desires to assign to Assignee all right, title and interest in and to the United States trademarks and service marks identified on Exhibit A attached hereto (the "Trademarks"), together with any and all goodwill of the business associated with the Trademarks; and

WHEREAS, Assignee desires to acquire the Trademarks and all goodwill of the business associated therewith from Assignor; and

WHEREAS, Assignor and Assignee desire to confirm of record the assignment of the Trademarks to Assignee;

NOW, THEREFORE, for \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, together with (i) the goodwill and the business symbolized by the Trademarks and (ii) all causes of action, claims and demands and other rights for, or arising from, any infringement, including past infringements, of the Trademarks.

2. Assignor further agrees without further consideration to cause to be performed such other lawful acts and to be executed such further assignments and other lawful documents as Assignee may from time to time reasonably request to effect fully this Assignment and to permit Assignee to be duly recorded as the registered owner of the Trademarks and all other rights hereby conveyed.

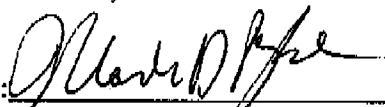
IN WITNESS WHEREOF, the parties have caused this Agreement to be duly executed by their respective authorized officers, all as of the day and year first above written.

ASSIGNOR:

ASSIGNEE:

NATIONAL PROCESSING SERVICES, INC.

BA MERCHANT SERVICES, LLC

By: 

By: 

Its: President

Its: President

EXHIBIT A

Pending Applications:

Mark	Serial No.	Filing Date
GIVING YOU CONTROL	78/308,446	10-02-2003

Issued Registrations:

Mark	Reg. No.	Reg. Date
ACCELERATED PAY	2,743,278	07-29-2003
ACCEPT MERCHANT SERVICES	2,897,334	10-26-2004
Design of Three Circles	2,622,122	09-17-2002
MERCHANT EXPLORER	2,618,850	09-10-2002
NATIONAL PROCESSING COMPANY	1,358,423	09-03-1985
NPC	1,307,418	11-27-1984
NPC ADVANTAGE & Design	2,362,645	06-27-2000
NPC COMMISSION EXPRESS	2,209,469	12-08-1998
NPC CONNECT	2,179,158	08-04-1998
NPC CONSULTANTS IN TRANSACTION TECHNOLOGY	2,125,137	12-30-1997
NPC DIRECT	2,189,882	09-15-1998
NPC ENTRO	2,209,661	12-08-1998
NPC SECURE & Design	2,206,746	12-01-1998
NPC VIRTUAL PAY Design	2,206,055	11-24-1998
NPC VIRTUALPAY & Design	2,165,951	06-16-1998
WE PROCESS THE WORLD'S TRANSACTIONS	2,632,949	10-08-2002