

1/2/16

04-26-2006



RECORDS

TRADEMARK 103226131

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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
Payment Data Systems, Inc. (NV Corp.)
Bills.com, Inc. (DE Corp.)

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: NV & DE
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :
Execution Date(s) 12/02/2005

Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)
Additional names, addresses, or citizenship attached? Yes No

Name: Alivio Holdings, LLC
Internal Address: _____
Street Address: 1875 S. Grant St., Ste 400
City: San Mateo,
State: CA
Country: USA Zip: 94402

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other LLC Citizenship Delaware

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) 2,568,868
B. Trademark Registration No.(s) 2,555,338

Additional sheet(s) attached? Yes No

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

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

Internal Address: _____

Street Address: 545 Middlefield Road

City: Menlo Park,

State: CA Zip: 94025

Phone Number: (650) 470-4000

Fax Number: (650) 470-4099

Email Address: fchowdry@whiteandlee.com

6. Total number of applications and registrations involved: 2

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

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: *Farha Chowdry* 04/18/2005
Signature Date

Farha Chowdry Total number of pages including cover sheet, attachments, and document: 3
Name of Person Signing

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

APPENDIX A

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT ("Assignment"), effective as of December 2, 2005, is by and among Payment Data Systems, Inc., a Nevada corporation, Bills.com, Inc., a Delaware corporation, each having a principal place of business at 12500 San Pedro, San Antonio, Texas 78216 (hereinafter collectively referred as the "Assignor") and Alivio Holdings, LLC a Delaware limited liability company having a principal place of business at 1875 South Grant Street, Suite 400, San Matco, California 94402 ("Assignee").

WHEREAS, Assignor has adopted, owns and has used "bills.com" as a mark for dissemination of advertising for others via an on-line electronic communications network; electronic bill presentment and payment information via a global computer information network; and consulting and technical assistance in the field of designing, hosting, maintenance, operating, managing, advertising, and marketing on-line commerce web sites ("the Mark").

WHEREAS, Assignor desires to assign to Assignee all of Assignor's right, title and interest in and to the Mark worldwide together with the goodwill of the business pertaining thereto.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign, set over and transfer to Assignee all of Assignor's right, title and interest throughout the world in and to the Mark and any registrations and other applications therefor worldwide (including, without limitation, U.S. Trademark Registration No. 2568868 and U.S. Trademark Registration No 2555338, collectively the "Trademark Registrations"), together with the goodwill of Assignor connected with and symbolized by the Mark, and together with all claims for past infringement(s) of the Mark, including without limitation the right to sue for, collect, and recover damages and profits for the same.

IN WITNESS HEREOF, the undersigned represent that they have authority to execute this Agreement on behalf of the respective parties and to carry out all obligations imposed hereunder.

ALIVIO HOLDINGS, LLC

BILLS.COM, INC.

By: [Signature]
Name: ANDREW HOUSSEAU
Title: CO-CEO

By: [Signature]
Name: Michael R. Long
Title: CEO

PAYMENT DATA SYSTEMS, INC.

By: [Signature]
Name: LOUIS A. HOLT
President & COO

Title: President & COO