

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Acquisition by Stock Purchase		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Card Management Corporation		12/22/2005	CORPORATION: INDIANA
RECEIVING PARTY DATA			
Name:	Fifth Third Bancorp		
Doing Business As:	DBA Fifth Third Bank		
Street Address:	38 Fountain Square Plaza		
City:	Cincinnati		
State/Country:	OHIO		
Postal Code:	45263		
Entity Type:	CORPORATION: OHIO		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2733728	CMC	
Registration Number:	2569811	CARD MANAGEMENT CORPORATION	
CORRESPONDENCE DATA			
Fax Number:	(513)241-6234		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(513) 241-2324		
Email:	ksmith@whepatent.com		
Correspondent Name:	Wood, Herron & Evans, L.L.P.		
Address Line 1:	441 Vine Street		
Address Line 2:	2700 Carew Tower		
Address Line 4:	Cincinnati, OHIO 45202-2917		
ATTORNEY DOCKET NUMBER:	MPS-56-128		
NAME OF SUBMITTER:	Kathryn E. Smith		

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TRADEMARK
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Signature:	/Kathryn E. Smith/
Date:	08/31/2006
Total Attachments: 3 source=Huber_Declaration#page1.tif source=Huber_Declaration#page2.tif source=Huber_Declaration#page3.tif	

DECLARATION OF JOHN C. HUBER
ATTESTING TO FIFTH THIRD BANK'S ACQUISITION OF
CARD MANAGEMENT CORPORATION TRADEMARKS

I, John C. Huber, declare and state as follows:

1. I serve as Vice President and Counsel for Fifth Third Bancorp d/b/a Fifth Third Bank, an Ohio banking corporation headquartered in Cincinnati, Ohio.
2. In this capacity I have knowledge of the following facts and can attest to the truthfulness thereof.
3. Fifth Third Processing Solutions ("FTPS") is a division of Fifth Third Bancorp ("FTB").
4. On January 24, 2006, FTPS announced the acquisition of Card Management Corporation ("CMC"), headquartered in Evansville, IN. CMC is the owner of the following trademark registrations:

- **CMC (and Design)**, U.S. Trademark Registration No. 2,733,728 for "Financial processing and consulting services rendered to banks and individuals in the field of credit and debit card transactions and programs" (hereinafter "the '728 Registration"), a copy of which is attached hereto as **Exhibit A**;
- **CARD MANAGEMENT CORPORATION**, U.S. Registration No. 2,569,811 for "Financial analysis and consultation rendered to financial institutions, businesses and individuals; Collection Agency services; Credit and Debit Card Services; Electronic payment, namely, electronic processing, and transmission of bill payment data; Financial research in the development of new products" (hereinafter "the '811 Registration"), a copy of which is attached hereto as **Exhibit B**.

The '728-Registration and the '811 Registration are collectively referred to hereinafter as "the CMC Marks."

5. On December 22, 2005, CMC, the shareholders of CMC, and Fifth Third Bank entered into a Stock Purchase Agreement wherein the assets of CMC, along with

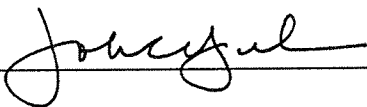
all of its intellectual property, including the CMC Marks, the registrations therefor, and the goodwill associated therewith, were acquired by Fifth Third Bank. By way of the Stock Purchase Agreement, the CMC Marks, the '728 Registration, the '811 Registration, and all rights arising thereunder, and all goodwill associated therewith are now owned by Fifth Third Bancorp d/b/a Fifth Third Bank.

6. The foregoing statements are intended to evidence the transfer of ownership of the CMC Marks, the corresponding '728 Registration, and the '811 Registration, from CMC to FTB for chain of title purposes.

The undersigned being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the application or document or any resulting registration, declares that he is properly authorized to execute this declaration on behalf of the entities listed herein; to the best of his knowledge and belief no other person, firm, corporation, or association has the right to use the CMC Marks in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; and that all statements made of his own knowledge are true and all statements made on information and belief are believed to be true.

I declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief. Executed on this 30th day of August, 2006, in Cincinnati, Ohio.

Fifth Third Bancorp, d/b/a Fifth Third Bank

By: 

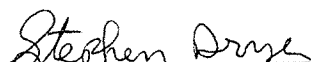
Name: John C. Huber

Title: Vice President and Counsel

Sworn to and subscribed in my presence this 30 day of August, 2006



STEPHEN DRYER
Notary Public, State of Ohio
My Commission Expires
January 16, 2011


Notary Public

My Commission Expires: 1-16-2011