

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
TRINTECH TECHNOLOGIES LIMITED		09/01/2006	CORPORATION: IRELAND
RECEIVING PARTY DATA			
Name:	PAYWARE TECHNOLOGIES LIMITED		
Street Address:	South County Business Park, Leopardstown		
City:	Dublin		
State/Country:	IRELAND		
Entity Type:	CORPORATION: IRELAND		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2336996	PAYPURSE	
Registration Number:	2334097	PAYGATE	
Registration Number:	2065192	PAYWARE	
Registration Number:	2976785	PAYWARE RESOLVE	
CORRESPONDENCE DATA			
Fax Number:	(212)813-5901		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212 588 8458		
Email:	cludwig@frosszelnick.com		
Correspondent Name:	Fross Zelnick Lehrman & Zissu, P.C.		
Address Line 1:	866 United Nations Plaza		
Address Line 4:	New York, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	VERI 0608997		
DOMESTIC REPRESENTATIVE			

CH \$115.00 2336996

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:	Christine Ludwig
Signature:	/Christine Ludwig/
Date:	10/13/2006

Total Attachments: 4
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Dated 1 September 2006

TRINTECH TECHNOLOGIES LIMITED

and

PAYWARE TECHNOLOGIES LIMITED

ASSIGNMENT OF TRADE MARKS

A & L Goodbody
Solicitors

THIS ASSIGNMENT is dated 1 September 2006 and made between:

- (1) **TRINTECH TECHNOLOGIES LIMITED** (registered no. 119310) whose registered office is at South County Business Park, Leopardstown, Dublin 18 (the **Assignor**); and
- (2) **PAYWARE TECHNOLOGIES LIMITED** (registered no. 422984) whose registered office is at South County Business Park, Leopardstown, Dublin 18 (the **Assignee**).

RECITALS

- A. The Assignor is the proprietor of certain trade marks particulars of which are set out in Schedule 1 (**Trade Marks**).
- B. The Assignor wishes to assign such trade marks to the Assignee in accordance with and subject to the terms and conditions of this Assignment.

IT IS HEREBY AGREED as follows:

1. **Assignment:**
 - 1.1. In consideration of €1 now paid by the Assignee to the Assignor (receipt of and sufficiency of which the Assignor hereby acknowledges) the Assignor **HEREBY GRANTS, ASSIGNS AND TRANSFERS** as beneficial owner absolutely and exclusively to the Assignee, and free from all liens, charges and encumbrances, the Trade Marks and all and any rights in and to the Trade Marks, including any common law rights and goodwill attaching to the Trade Marks and copyrights comprised in the Trade Marks.
2. **Further Acts and Assurances:**
 - 2.1. The Assignor shall, at the request of the Assignee, do all acts and execute, or procure that there shall be done and executed, all documents, instruments, matters, acts and things which may be necessary or desirable to confirm the title of the Assignee to the Trade Marks hereby assigned or to give effect thereto, whether in connection with any registration of such title or otherwise, and to effect fully the purposes, terms and conditions of this Assignment including enabling the Assignee to record the assignment in the records of the relevant national registries and to enable the Assignee to fulfil all relevant national registry requirements for the recordal of the assignment of the Trade Marks.
3. **Governing Law**
 - 3.1. This Assignment is governed by the laws of Ireland. The parties agree that the Irish Courts are to have exclusive jurisdiction to settle any disputes which may arise in connection with this Assignment and that any proceedings arising in connection with this Assignment may be brought to those Courts.


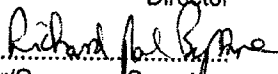
IN WITNESS whereof the Assignor and the Assignee have caused this Assignment to be duly executed on the date first herein written.

SCHEDULE 1

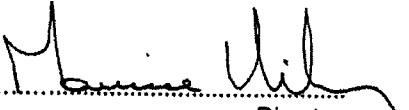
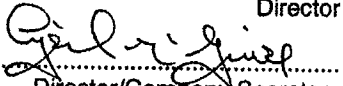
Trade Marks

No.	Proprietor	Trade Mark	Classes	Country	Number
1.	Trintech Technologies Limited	Paypurse	09	USA	2336996
2.	Trintech Technologies Limited	Paygate	09	USA	2334097
3.	Trintech Technologies Limited	Payware	09	USA	2065192
4.	Trintech Technologies Limited	PayWare Resolve	09	USA	2445284
5.	Trintech Technologies Limited	Paylet	09	Ireland	209399
6.	Trintech Technologies Limited	Paypurse/Paypurse	09	Ireland	202847
7.	Trintech Technologies Limited	Paygate Paygate	09	Ireland	203277
8.	Trintech Technologies Limited	Payware Ehost & Design	09	Community Trade Mark	CTM1650225
9.	Trintech Technologies Limited	Webpos	09,16	Community Trade Mark	CTM1393919
10.	Trintech Technologies Limited	S/Pay	09	Community Trade Mark	CTM1474808
11.	Trintech Technologies Limited	Payware Everywhere & Design	09	Community Trade Mark	CTM1619105
12.	Trintech Technologies Limited	Compact 9000	09,16	Community Trade Mark	CTM1334671
13.	Trintech Technologies Limited	Payware Estores & Design	09	Community Trade Mark	CTM1650209
14.	Trintech Technologies Limited	Payware (Sylized- In colour)	09	Community Trade Mark	CTM1648773
15.	Trintech Technologies Limited	Payware Ezcard & Design	09	Community Trade Mark	CTM1650258
16.	Trintech Technologies Limited	Paypurse	09	Community Trade Mark	CTM517953
17.	Trintech Technologies Limited	Payware Eacquirer & Design	09	Community Trade Mark	CTM1650118
18.	Trintech Technologies Limited	Payware	09	Community Trade Mark	CTM310763
19.	Trintech Technologies Limited	Payware Eissuer (Sylized in Colour)	09	Community Trade Mark	CTM1648781
20.	Trintech Technologies Limited	Paygate	09	Community Trade Mark	CTM382861
21.	Trintech Technologies Limited	PayWare Guardians	09	Community Trade Mark	CTM2269454
22.	Trintech Technologies Limited	PayWare Resolve	09	Community Trade Mark	CTM2237758

GIVEN UNDER THE COMMON SEAL of
TRINTECH TECHNOLOGIES LIMITED
in the presence of


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Director

.....
Director/Company Secretary

GIVEN UNDER THE COMMON SEAL of
PAYWARE TECHNOLOGIES LIMITED
in the presence of:


.....
Director

.....
Director/Company Secretary