

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Acquisition Company 2006A, Inc.		10/13/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	National Processing Corporation		
Street Address:	5111 Commerce Crossings Drive		
Internal Address:	Suite 108		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40229		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1307418	NPC	
Registration Number:	2125137	NPC CONSULTANTS IN TRANSACTION TECHNOLOGY	
Registration Number:	2622122		
CORRESPONDENCE DATA			
Fax Number:	(312)861-2200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-861-2000		
Email:	dgasiorowski@kirkland.com		
Correspondent Name:	Kirkland & Ellis LLP		
Address Line 1:	200 East Randolph Drive		
Address Line 2:	c/o Donna Gasiorowski, Sr. Legal Asst.		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	40563-9 DRG		
NAME OF SUBMITTER:	Donna Gasiorowski		

CH \$90.00 1307418

Signature:

/Donna Gasiorowski/

Date:

10/16/2006

Total Attachments: 5

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ACQUISITION COMPANY 2006A, INC.", CHANGING ITS NAME FROM "ACQUISITION COMPANY 2006A, INC." TO "NATIONAL PROCESSING CORPORATION", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF OCTOBER, A.D. 2006, AT 1:07 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



4216366 8100
060941878

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5113739

DATE: 10-13-06

TRADEMARK
REEL: 003409 FRAME: 0661

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
ACQUISITION COMPANY 2006A, INC.

* * * * *

Adopted in accordance with the provisions
of §242 of the General Corporation Law
of the State of Delaware

* * * * *

Thomas A. Wimsett, being the President and Chief Executive Officer of Acquisition Company 2006A, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

FIRST: That the Certificate of Incorporation of the Corporation be, and hereby is, amended by deleting Article One in its entirety and substituting in lieu thereof a new Article One to read as follows:

ARTICLE ONE

The name of the Corporation is National Processing Corporation.

SECOND: That the Board of Directors of the Corporation approved the foregoing amendment by unanimous written consent pursuant to the provisions of Section 141(f) and 242 of the General Corporation Law of the State of Delaware and directed that such amendment be submitted to the stockholders of the Corporation entitled to vote thereon for their consideration, approval and adoption thereof.

FROM :

FAX NO. :5027532363

Oct. 12 2006 02:43PM P11/40

THIRD: That the stockholders entitled to vote thereon approved the foregoing amendment by written consent in accordance with Section 228 and 242 of the General Corporation Law of the State of Delaware.

FROM :

FAX NO. : 5027532363

Oct. 12 2006 02:43PM P12/40

IN WITNESS WHEREOF, the undersigned does hereby certify under penalties of perjury that this Certificate of Amendment to the Certificate of Incorporation of the Corporation is the act and deed of the undersigned and the facts stated herein are true and accordingly has hereunto set his hand this 12th day of October, 2006.

ACQUISITION COMPANY 2006A, INC.

By: 

Name: Thomas A. Wimsett

Its: President and Chief Executive Officer

National Processing Co., LLC
1231 Durrett Lane
Louisville, Kentucky 40213USA

October 6, 2006

To: Delaware Secretary of State

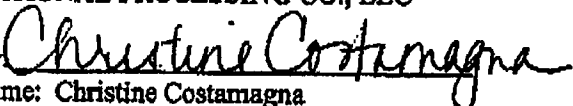
Please be advised that National Processing Co., LLC, a Delaware limited liability company, hereby consents to the use of the name "National Processing" by Acquisition Company 2006A, Inc., a Delaware corporation, Retriever Group, Inc., a Delaware corporation, and Retriever Acquisition Co., a Delaware corporation.

Should you have any questions regarding this matter, please do not hesitate to contact the undersigned at 415/622-4656.

Yours truly,

NATIONAL PROCESSING CO., LLC

By


Name: Christine Costamagna

Its: Secretary