

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
Paytime, Inc.		08/09/2005	CORPORATION: MARYLAND
RECEIVING PARTY DATA			
Name:	Payce, Inc.		
Street Address:	1220-B East Joppa Road		
Internal Address:	Suite 324		
City:	Towson		
State/Country:	MARYLAND		
Postal Code:	21286		
Entity Type:	CORPORATION: MARYLAND		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3184860	PAYCE	
Serial Number:	78667581	PAYCE SMART FOR BUSINESS	
Registration Number:	2854947	PREMIUM LINK	
Registration Number:	2447673	PAYTIME	
CORRESPONDENCE DATA			
Fax Number:	(410)583-2437		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	oliver@bowie-jensen.com		
Correspondent Name:	Michael D. Oliver		
Address Line 1:	29 W. Susquehanna Ave.		
Address Line 2:	Suite 600		
Address Line 4:	Towson, MARYLAND 21204		
NAME OF SUBMITTER:	Michael D. Oliver		

OP \$115.00 3184860

Signature:

/Michael D. Oliver/

Date:

12/21/2006

Total Attachments: 3

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CORPORATE CHARTER APPROVAL SHEET

****EXPEDITED SERVICE****

**** KEEP WITH DOCUMENT ****

DOCUMENT CODE 13A BUSINESS CODE 03

103059516



1000361991775705

Close Stock Nonstock

P.A. Religious

Merging (Transferor) _____

ID # D03059516 ACK # 1000361991775705
LIBER: B00843 FOLIO: 1577 PAGES: 0003
PAYCE, INC.

Surviving (Transferee) _____

08/18/2005 AT 08:51 A WO # 0001100389

New Name Payce, Inc.

FEES REMITTED

Base Fee: <u>100</u>	<input checked="" type="checkbox"/> Change of Name
Org. & Cap. Fee: _____	<input checked="" type="checkbox"/> Change of Principal Office
Expedite Fee: <u>50</u>	<input checked="" type="checkbox"/> Change of Resident Agent
Penalty: _____	<input checked="" type="checkbox"/> Change of Resident Agent Address
State Recordation Tax: _____	Resignation of Resident Agent
State Transfer Tax: _____	Designation of Resident Agent and Resident Agent's Address
_____ Certified Copies	Change of Business Code
_____ Certificates	
Certificate of Status Fee: _____	Adoption of Assumed Name
Personal Property Filings: _____	
Mail Processing Fee: <u>5</u>	
Other: _____	Other Change(s)
TOTAL FEES: <u>155</u>	

Credit Card Check Cash

Code 199

_____ Documents on _____ Checks

Attention: _____

Approved By: [Signature]

Mail: Name and Address

Keyed By: _____

SISKIND, GRADY, ROSEN, HOOVER & LEVIN,
P.A.
STE 1100
2 HOPKINS PLAZA
BALTIMORE MD 21201

COMMENT(S):

Stamp Work Order and Customer Number HERE

CUST ID: 0001657351
 WORK ORDER: 0001100389
 DATE: 08-18-2005 09:03 AM
 AMT. PAID: \$155.00

10:18 AM 8:51

**ARTICLES OF AMENDMENT AND RESTATEMENT OF
PAYTIME, INC.
A MARYLAND CLOSE CORPORATION
ORGANIZED PURSUANT TO TITLE FOUR OF THE
CORPORATIONS AND ASSOCIATIONS ARTICLE OF THE
ANNOTATED CODE OF MARYLAND
CHANGING ITS NAME TO
PAYCE, INC.**

PAYTIME, INC., a Maryland Close Corporation, having its principal office at 1220-B East Joppa Road, Suite 324, Towson, Maryland 21286, (hereinafter referred to as the "Corporation"), hereby certifies to the State Department of Assessments Taxation of Maryland (the "Department") that:

FIRST: The Corporation desires to amend and restate its Charter as currently in effect as hereinafter provided. The provisions set forth in these Articles of Amendment and Restatement are all of the provisions of the Charter of the Corporation as currently in effect.

SECOND: The Charter of the Corporation is hereby amended by striking in their entirety Articles First through Sixth, inclusive and by substituting in lieu thereof the following:

First: The Corporation shall be a Close Corporation as authorized by Title Four of the Corporation and Associations Article of the Annotated Code of Maryland. The name of the Corporation (which is hereinafter called the "Corporation") is:

PAYCE, INC.

Second: The purposes for which the Corporation is formed are:

1. To facilitate payroll computation, taxation compliance and related management functions.
2. To engage in any other lawful activity in furtherance of the above stated purposes, provided that this activity is authorized by Section 2-103 of the Corporations and Associations Article of the Annotated Code of Maryland, as amended from time to time.

Third: The post office address of the principal office of the Corporation in Maryland is:

1220-B East Joppa Road, Suite 234
Towson, Maryland 21286.

The name and post office address of the Resident Agent of the Corporation in Maryland are:

Kathleen Strakes
3514 Jarrettsville Pike
Monkton, Maryland 21111.

Said Resident Agent is an individual actually residing in the State of Maryland.

Fourth: The total number of shares of capital stock which the Corporation has authority to issue is five thousand (5,000) shares of common stock, without par value.

Fifth: The corporation elects to have no board of directors. Until the selection to have no board of directors becomes effective, there shall be one Director, Kathleen Strakes.

THIRD: By written action, unanimously taken by the stockholders of the Corporation in accordance with Section 2-505 of the Corporations and Associations Article of the Annotated Code of Maryland, the stockholders of the Corporation duly approved said Articles of Amendment and Restatement.

FOURTH: The effective date of these Articles of Amendment and Restatement shall be August 29, 2005.

IN WITNESS WHEREOF, PAYTIME, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 9 day of August, 2005, and its President acknowledges that these Articles of Amendment and Restatement are the act and deed of PAYTIME, INC., and, under the penalties of perjury, that the matters and facts set forth herein with respect to the authorization and approval are true in all material respects to the best of his knowledge information and belief.

ATTEST:

By: Kathleen B. Strakes
Kathleen Strakes, Secretary

PAYTIME, INC.

By: Kathleen B. Strakes
Kathleen Strakes, President

RETURN TO:

Daniel E. Sykes, Esquire
Siskind, Grady, Rosen & Hoover, P.A.
2 Hopkins Plaza, Suite 1100
Baltimore, Maryland 21201
(410) 539-6606

CUST ID:0001657351
WORK ORDER:0001100389
DATE:08-18-2005 09:03 AM
AMT. PAID:\$155.00