

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Online Resources Corporation		02/21/2007	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Administrative Agent		
<b>Street Address:</b>	101 N. Tryon Street		
<b>Internal Address:</b>	15th Floor		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28255		
<b>Entity Type:</b>	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3031055	MONEY HQ	
Registration Number:	2886165	QUOTIEN	
Registration Number:	2694787	ONLINE RESOURCES	
Registration Number:	2923599	CERTNFUNDS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(919)416-8363		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	9192868041		
<b>Email:</b>	pto_tmconfirmation@mvalaw.com		
<b>Correspondent Name:</b>	Moore & Van Allen PLLC		
<b>Address Line 1:</b>	430 Davis Drive		
<b>Address Line 2:</b>	Suite 500		
<b>Address Line 4:</b>	Morrisville, NORTH CAROLINA 27560		
<b>ATTORNEY DOCKET NUMBER:</b>	17625.3793NTONLINERESEAR		

OP \$115.00 3031055

NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	02/28/2007
<b>Total Attachments: 4</b> source=NGSI-T Online Resources Corporation#page1.tif source=NGSI-T Online Resources Corporation#page2.tif source=NGSI-T Online Resources Corporation#page3.tif source=NGSI-T Online Resources Corporation#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of February 21, 2007 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ONLINE RESOURCES CORPORATION,  
a Delaware corporation

By: Catherine A. Graham

Name: Catherine A. Graham

Title: Executive VP/CFO

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,  
as Administrative Agent

By: \_\_\_\_\_

Name:

Title:

ONLINE RESOURCES CORPORATION  
NOTICE OF GRANT OF SECURITY  
INTEREST IN TRADEMARKS

TRADEMARK  
REEL: 003489 FRAME: 0529

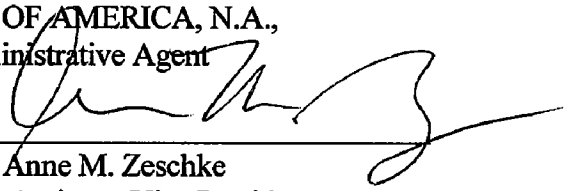
Very truly yours,

ONLINE RESOURCES CORPORATION,  
a Delaware corporation

By: \_\_\_\_\_  
Name:  
Title:

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,  
as Administrative Agent

By:   
Name: Anne M. Zeschke  
Title: Assistant Vice President

*[Faint, illegible text, likely bleed-through from the reverse side of the page]*

ONLINE RESOURCES CORPORATION  
NOTICE OF GRANT OF SECURITY  
INTEREST IN TRADEMARKS

TRADEMARK  
REEL: 003489 FRAME: 0530

Online Resources Corporation  
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
MONEY HQ	3031055	12/20/05
QUOTIEN	2886165	9/21/04
ONLINE RESOURCES	2694787	3/11/03
CERTNFUNDS	2923599	2/1/05

ONLINE RESOURCES CORPORATION  
NOTICE OF GRANT OF SECURITY  
INTEREST IN TRADEMARKS

TRADEMARK