

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|------------------------------|--------------------------|-----------------------|--------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Change of Security Agent | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Citibank, N.A., Tokyo Branch | | 07/01/2007 | CORPORATION: JAPAN |

| | |
|-----------------------------|--|
| RECEIVING PARTY DATA | |
| Name: | Citibank Japan Ltd. |
| Street Address: | Akasaka Park Building 5F, 2-20 Akasaka 5-chome |
| City: | Minato-ku, Tokyo |
| State/Country: | JAPAN |
| Postal Code: | 107-6105 |
| Entity Type: | CORPORATION: JAPAN |

PROPERTY NUMBERS Total: 17

| Property Type | Number | Word Mark |
|----------------------|----------|-----------------|
| Serial Number: | 76332458 | MEI SERVICELINX |
| Serial Number: | 76332459 | MEI SODECO |
| Registration Number: | 1820461 | CASHFLOW |
| Registration Number: | 2698100 | CASHFLOW |
| Registration Number: | 2469029 | CASHGUARD |
| Registration Number: | 1477522 | INTELLITRAC |
| Registration Number: | 2830358 | MEI FLASHPORT |
| Registration Number: | 1286997 | M C 5 |
| Registration Number: | 2759318 | MEI |
| Registration Number: | 2789405 | MEI CASHFLOW |
| Registration Number: | 2795560 | MEI |
| Registration Number: | 1873678 | MEI |
| Registration Number: | 2805442 | MEI EASITRAX |
| Registration Number: | 1482258 | MEQ |

CH \$440.00 76332458

| | | |
|----------------------|---------|--------------|
| Registration Number: | 2558838 | SODECO |
| Registration Number: | 3070111 | SERVICE LINX |
| Registration Number: | 2502757 | SERVICE LINX |

CORRESPONDENCE DATA

Fax Number: (212)878-8375
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2128788000
Email: trademark.group@cliffordchance.com
Correspondent Name: Steven T. Shelton
Address Line 1: 31 West 52nd Street
Address Line 2: Clifford Chance US LLP
Address Line 4: New York, NEW YORK 10019-6131

| | |
|-------------------------|-------------|
| ATTORNEY DOCKET NUMBER: | 15-40028241 |
|-------------------------|-------------|

DOMESTIC REPRESENTATIVE

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

| | |
|--------------------|-------------------|
| NAME OF SUBMITTER: | Steven T. Shelton |
|--------------------|-------------------|

| | |
|------------|---------------------|
| Signature: | /Steven T. Shelton/ |
|------------|---------------------|

| | |
|-------|------------|
| Date: | 08/15/2007 |
|-------|------------|

Total Attachments: 6
source=tm_form#page1.tif
source=tm_form#page2.tif
source=tm_form#page3.tif
source=tm_form#page4.tif
source=tm_form#page5.tif
source=tm_form#page6.tif



To: Citibank, N.A., Tokyo Branch

From: Citibank Japan Ltd.

1 July 2007

Dear Sir

Transfer of Security Agent role

1. We refer to the following agreements:
 - 1.1. the Security Agreement dated as of June 19, 2006 among MEI, Inc. ("MEI"), the other grantors party thereto, and Citibank, N.A., Tokyo Branch (the "Outgoing Security Agent");
 - 1.2. the Patent Security Agreement dated as of June 19, 2006 between MEI and the Outgoing Security Agent;
 - 1.3. the Trademark Security Agreement dated as of June 19, 2006 between MEI and the Outgoing Security Agent;
 - 1.4. the Security Agreement Supplement dated as of July 19, 2006 pursuant to which Nippon Conlux Co. Ltd. ("Nippon") acceded to the Foreign Security Agreement dated as of June 19, 2006 between AP6 Co. Ltd. and the Outgoing Security Agent;
 - 1.5. the Patent Security Agreement dated as of July 19, 2006 between Nippon and the Outgoing Security Agent;
 - 1.6. the Trademark Security Agreement dated as of July 19, 2006 between Nippon and the Outgoing Security Agent (the documents referred to in paragraphs 1.2, 1.3, 1.5 and 1.6 above being together the "IP Documents" and together with the documents referred to in paragraphs 1.1 and 1.4, the "Security Documents"); and
2. We hereby confirm that we have agreed to assume all of the obligations of Outgoing Security Agent (including all obligations in relation to the IP Documents and the patents, designs and trademark as set out in Schedule I over which a security interest was granted to the Outgoing Security Agent) in its capacity, prior to the date hereof, as Security Agent under the Security Documents and that the Outgoing Security Agent has been fully released from all its obligations as Security Agent under the Security Documents. Except as otherwise expressly set forth herein, the Security Documents remain unchanged and in full force and effect

[Remainder of page intentionally left blank]

NYA 848525.1

For and on behalf of

Citibank Japan Ltd.

By: 

Name: Hirofumi Imaji

Title: Vice President & Director

We hereby confirm our agreement with the foregoing

Citibank, N.A., Tokyo Branch

By: 

Name: Nobuhiko Ito

Title: Vice President

NYA 848525.1