

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/23/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
New American Capital, Inc.		10/23/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Mercer Acquisition LLC
Street Address:	1301 Second Avenue
Internal Address:	WMC 3501
City:	Seattle
State/Country:	WASHINGTON
Postal Code:	98101
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Serial Number:	78603427	HOMEPLUS
Serial Number:	78625735	THE CARD THAT MEANS BUSINESS
Serial Number:	78548202	STRESSLESS CARD
Serial Number:	78585050	MY SCORE & MORE
Serial Number:	78585048	MY SCORE & MORE
Serial Number:	78275156	PROVIDIAN REAL REWARDS
Serial Number:	78356268	PROVIDING MORE
Serial Number:	78356246	PROVIDIAN PROVIDING MORE
Serial Number:	78289273	IT'S ALL ABOUT THE MONEY.
Serial Number:	78496892	CLUBPERKS
Serial Number:	75737297	DESTINATION UNLIMITED
Serial Number:	74455396	PROVIDIAN

CH \$590.00 78603427

Serial Number:	78000369	FIRST SELECT
Serial Number:	78025779	PROVIDIAN
Serial Number:	78025777	PROVIDIAN
Serial Number:	78025771	PROVIDIAN
Serial Number:	78025768	PROVIDIAN
Serial Number:	75902794	PAY SMART
Serial Number:	75900810	MYCREDITPROFILE
Serial Number:	75900640	MYCREDITPROFILE
Serial Number:	75898053	PAYSMART
Serial Number:	75655115	ARIA
Serial Number:	75623644	PROVIDIAN PERSONAL REGISTRY

CORRESPONDENCE DATA

Fax Number: (206)359-9000
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2063508000
Email: pctrademarks@perkinscoie.com
Correspondent Name: Matthew D. Schneller, Perkins Coie LLP
Address Line 1: 1201 Third Avenue, 48th Floor
Address Line 4: Seattle, WASHINGTON 98101-3099

ATTORNEY DOCKET NUMBER:	53000-4000 NACI ASSIGNMEN
NAME OF SUBMITTER:	Matthew D. Schneller
Signature:	/Matthew D. Schneller/
Date:	02/27/2008

Total Attachments: 10
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STATE OF NEVADA

ROSS MILLER
Secretary of State



SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Filing Acknowledgement

October 30, 2007

Job Number	Limited Liability Company Number	
C20071030-1994	E0735632007-4	
Filing Description	Document Filing Number	Date/Time of Filing
Merge In	20070739269-45	October 30, 2007 01:10:23 PM
Limited Liability Company Name	Resident Agent	
MERCER ACQUISITION LLC	CSC SERVICES OF NEVADA, INC.	

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recordings Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

TRADEMARK
REEL: 003727 FRAME: 0729



ROSS MILLER
 Secretary of State
 204 North Carson Street, Ste 1
 Carson City, Nevada 89701-4299
 (775) 684 6708
 Website: secretaryofstate.biz

Filed in the office of <i>[Signature]</i>	Document Number 20070739269-45
Ross Miller Secretary of State State of Nevada	Filing Date and Time 10/30/2007 1:10 PM
	Entity Number E0735632007-4

Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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(Pursuant to Nevada Revised Statutes Chapter 92A)
 (excluding 92A.200(4b))

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200). If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.

New American Capital, Inc.
 Name of merging entity

Delaware
 Jurisdiction

Corporation
 Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

and,

Mercer Acquisition LLC
 Name of surviving entity

Nevada
 Jurisdiction

Limited Liability Company
 Entity type *

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

Filing Fee: \$350.00

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 1 2007
 Revised on: 01/01/07



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 2

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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.190):

Attn:

c/o:

3) (Choose one)

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180)

4) Owner's approval (NRS 92A.200)(options a, b, or c must be used, as applicable, for each entity) (if there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity):

(a) Owner's approval was not required from

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or,

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

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(b) The plan was approved by the required consent of the owners of:

New American Capital, Inc.

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or,

Mercer Acquisition LLC

Name of surviving entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 3 2007
 Revised on: 01/01/07



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 4

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.180):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 4 2007
 Revised on: 01/01/07



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

None.

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date (optional)**:

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

** A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 5 2007
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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 6

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8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited partnership; A manager of each Nevada limited-liability company with managers or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)* (if there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.):

New American Capital, Inc.
 Name of merging entity
 X *Susan Taylor* First Vice President 10-23-07
 Signature Susan R. Taylor Title Date

Name of merging entity
 X Signature Title Date

Name of merging entity
 X Signature Title Date

Name of merging entity
 X Signature Title Date

Marcus Acquisition LLC by Washington Mutual Bank, its Manager
 Name of merging entity
 X *Fay L. Chapman* Senior Executive Vice President 10-23-07
 Signature Fay L. Chapman Title Date

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 6 2007
 Revised on: 01/01/07

PLAN OF MERGER

This Plan of Merger is made by and between New American Capital, Inc., a Delaware corporation ("NACI") and Mercer Acquisition LLC, a Nevada limited liability company (the "Interim Company"), in connection with the transactions described in an Agreement for Merger dated October 23, 2007 (the "Merger Agreement"), by and among NACI, the Interim Company and Washington Mutual Bank ("WMB"). Capitalized terms not otherwise defined herein shall have the meaning given them in the Merger Agreement. This Plan of Merger is intended to constitute a "Plan of Reorganization" as that term is used in Sections 354 and 361 of the Internal Revenue Code of 1986, as amended (the "Code"). Further, the merger of NACI into the Interim Company contemplated by the Merger Agreement and this Plan of Merger is intended to constitute a "Reorganization" as that term is used in Section 368 of the Code.

As of the date hereof, NACI has authorized capital stock of 1,000,000 shares of common stock, \$0.10 par value per share (the "NACI Common Stock") and 800,000 shares of preferred stock, \$0.10 par value per share. As of the date hereof, 2,173.10277 shares of NACI Common Stock and no shares of preferred stock are issued and outstanding. All of the NACI Common Stock is owned by Washington Mutual, Inc. ("WMI").

As of the date hereof, all of the limited liability company interests of the Interim Company are owned by WMB. The Interim Company does not have any authorized or outstanding shares of common or preferred stock.

The boards of directors of NACI and the sole member and the manager of Interim Association have approved this Plan of Merger (the "Plan of Merger") under which NACI shall be merged with and into the Interim Company.

NACI and the Interim Company hereby agree as follows:

1. **Merger.** At and on the Effective Time of the Merger, NACI shall be merged with and into the Interim Company in accordance with the terms hereof. The Interim Company shall be the surviving entity.
2. **Effective Time.** The effective time ("Effective Time") of this Merger shall be at such time specified in the articles of merger filed with the Secretary of the State of Nevada and the certificate of merger filed with the Secretary of the State of Delaware.
3. **Name.** The name of the surviving institution shall continue to be "Mercer Acquisition LLC".
4. **Manager and Principal Officers.** The manager and the principal officers of the Interim Company immediately prior to the Effective Time shall continue to serve as manager and principal officers of the surviving institution immediately after the Effective Time.

5. Terms and Conditions of Merger. At the Effective Time of the Merger:

(a) Interim Company Membership Interest. The limited liability company interests of the Interim Company outstanding immediately prior to the Effective Time shall at the Effective Time remain outstanding without alteration.

(b) NACI Common Stock. Each share of NACI Common Stock issued and outstanding immediately prior to the Effective Time shall at the Effective Time, by virtue of the Merger and without any action on the part of the holder, be converted into and exchanged for the number of newly and validly issued, fully paid and nonassessable shares of common stock of WMB obtained by dividing 331,386 by 2,173.10277. WMB has agreed to issue such shares of its common stock described in the previous sentence pursuant to the Merger Agreement.

After the Effective Time, WMB shall continue to own all of the limited liability company interests of the Interim Company.

6. Operating Agreement. At and after the Effective Time, the operating agreement of the Interim Company as in effect immediately prior to the Effective Time shall continue to be the operating agreement of the surviving entity until amended in accordance with law.

7. Rights and Duties of the Surviving Entity.

At the Effective Time, NACI shall be merged with and into the Interim Company. The Interim Company shall be the surviving entity. The Interim Company, as the surviving entity, shall be deemed to be a continuation of each of NACI and the Interim Company. All assets, rights, privileges, powers, franchises and property (including, without limitation, real, personal and mixed, tangible and intangible, choses in action, rights and credits) of NACI and the Interim Company, or which inure to either of them, shall automatically vest in the surviving institution at the Effective Time by operation of law without any deed or other document of transfer. The surviving entity, without any order or action on the part of any court or otherwise and without any documents of assumption or assignment, shall hold and enjoy all of the properties, franchises and interests, including, without limitation, appointments, powers, designations, nominations and all other rights and interests as agent or other fiduciary in the same manner and to the same extent as such rights, franchises and interests and powers were held or enjoyed by NACI and the Interim Company, respectively. The surviving institution shall be responsible for all the liabilities of every kind and description of both NACI and the Interim Company immediately prior to the Effective Time, including liabilities for all debts, obligations and contracts of NACI and the Interim Company, respectively, matured or unmatured, whether accrued, absolute, contingent or otherwise and whether or not reflected or reserved against on balance sheets, books or accounts or records of either NACI or the Interim Company. All rights of creditors and other obligees and all liens on

property of either NACI or the Interim Company shall be preserved and shall not be released or impaired.

8. Execution. This Plan of Merger may be executed in any number of counterparts each of which shall be deemed an original and all of such counterparts shall constitute one and the same instrument.

Dated as of October 23, 2007.

NEW AMERICAN CAPITAL, INC.

By Susan Taylor
Name: Susan Taylor
Title: First Vice President and Secretary

MERCER ACQUISITION LLC

By Andrea Radosevich
Name: Andrea Radosevich
Title: Secretary