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):KERRY FARRELL COMPANY;200 VESEY STREET

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Company		03/28/2008	CORPORATION; NEW YORK
RECEIVING PARTY DATA			
Name:	AMERICAN EXPRESS MARKETING & DEVELOPMENT CORP.		
Street Address:	200 Vesey Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10285		
Entity Type:	CORPORATION; DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3332262	DYNAMIC PAYMENT NETWORK	
Registration Number:	2996474	PRE-AUTH	
CORRESPONDENCE DATA			
Fax Number:	(212)640-8257		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2126401027		
Email:	trademarks@aexp.com		
Correspondent Name:	Kerry Farrell		
Address Line 1:	200 Vesey Street		
Address Line 4:	New York, NEW YORK 10285		
ATTORNEY DOCKET NUMBER:	045-949-770		
NAME OF SUBMITTER:	Dianne K. Cahill		
Signature:	/dianne k. cahill/		
Date:	04/14/2008		

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) : KERRY FARRELL COMPANY : 200 VESEY STREET

Total Attachments: 5

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EXECUTION COPY**ASSIGNMENT OF TRADEMARKS**

THIS ASSIGNMENT OF TRADEMARKS ("Assignment"), effective as of this 28th day of March, 2008 ("Effective Date"), is from GENERAL ELECTRIC COMPANY, a New York corporation having a principal place of business at 3135 Easton Turnpike, Fairfield Connecticut 06828 ("Assignor"), to AMERICAN EXPRESS MARKETING & DEVELOPMENT CORP., a Delaware corporation, having its principal offices at 200 Vesey Street, New York, New York 10285 ("Assignee").

WHEREAS, Assignor is an Affiliate of GENERAL ELECTRIC CAPITAL CORPORATION and GE CAPITAL FINANCIAL, INC. who previously entered into a Asset Purchase Agreement with AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC., an Affiliate of Assignee, dated March 26, 2008 ("APA");

WHEREAS, Assignor is the owner of the trademarks, trademark applications and/or trademark registrations listed in the attached Schedule A (the "Trademarks"); and

WHEREAS, Pursuant to the APA Assignee desires to acquire the Trademarks, and the goodwill of the business with which the Trademarks are used and which is symbolized by the Trademarks, and Assignor desires to assign its rights in the Trademarks and such goodwill to Assignee.

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) or equivalent and other good and valuable consideration paid to it, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all of Assignor's right, title and interest, whether statutory or common law rights, in and to the Trademarks throughout the world, together with the goodwill of the business symbolized by the Trademarks, and all of Assignor's rights therein, including all rights to bring all claims, demands and causes for action, both at law and in equity, for any infringement of the Trademarks occurring prior to or after the date hereof, and all remedies with respect thereto, and rights to collect any damage awards, proceeds, or royalties with respect thereto.

Upon reasonable request by Assignee, Assignor will execute additional documents and take other action as may be necessary or desirable to record or memorialize the assignments of the Trademarks set forth herein, and to vest in Assignee such right, title, and interest in and to the Trademarks as granted to Assignee.

The parties hereby agree this Assignment shall be governed by and construed in accordance with the laws of the State of New York without giving effect to the principles of conflicts of law thereof.

This Assignment shall be binding upon, and shall inure to the benefit of, the parties hereto and their respective successors and assigns, and may be executed in two or more counterparts, each of which shall be deemed an original, and it shall not be necessary in making proof of this Assignment to produce or account for more than one set of counterparts signed by all of the parties.

No waiver, modification or change of any of the provisions of this Assignment shall be valid unless in writing and signed by the party against whom such claimed waiver, modification or change is sought to be enforced.

IN WITNESS WHEREOF, the undersigned, being duly authorized and acting on behalf of Assignor and Assignee hereby execute this Assignment to take effect on the Effective Date.

ASSIGNOR:

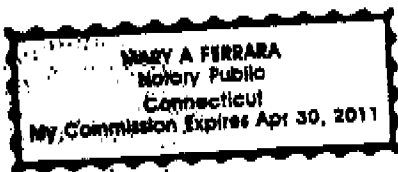
GENERAL ELECTRIC COMPANY

BY: [Signature]

NAME: Mark W. Begor

TITLE: Senior Vice President

DATE: _____



[Signature]
[Notary]

Executed and accepted by:

ASSIGNEE:

AMERICAN EXPRESS MARKETING & DEVELOPMENT CORP.

BY: _____

NAME: _____

TITLE: _____

DATE: _____

[Notary]

Signature Page to the Instrument of Assignment - GE Trademark

IN WITNESS WHEREOF, the undersigned, being duly authorized and acting on behalf of Assignor and Assignee hereby execute this Assignment to take effect on the Effective Date.

ASSIGNOR:

GENERAL ELECTRIC COMPANY

BY: _____

NAME: Mark W. Begor

TITLE: Senior Vice President

DATE: _____

[Notary]

Executed and accepted by:

ASSIGNEE:

Dianne K. Cahill
DIANNE K. CAHILL
Notary Public, State of New York
No 01064950523
City of New York, New York
State of New York

AMERICAN EXPRESS MARKETING & DEVELOPMENT CORP.

BY: *David Yovan*

NAME: *DAVID YOVAN*

TITLE: *Treasurer*

DATE: *29 March 2008*

[Notary]

Signature Page to the Instrument of Assignment - GE Trademark

SCHEDULE A

Owner	Trademark	Country	Application No.	Registration No.	Registration Date	Status
General Electric Company	DYNAMIC PAYMENT NETWORK	United States of America	78838555	3332262	6-Nov-07	Registered
General Electric Company	PRE-AUTH	Mexico	650436	832855	2-Apr-04	Registered
General Electric Company	PRE-AUTH	United States of America	76565450	2996474	20-Sep-05	Registered