

04-18-2008

J.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office



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103497583

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

4-14-08

1. Name of conveying party(ies):

BluePay, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation- State: Illinois
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) 03/24/2008

- Assignment Merger
- Security Agreement Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: BluePay Processing, LLC

Internal

Address: _____

Street Address: 184 Shuman Boulevard, Suite 350

City: Naperville

State: IL

Country: USA Zip: 60563

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____

Other Limited Liability Company / Citizenship Illinois

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2646932

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Sean C. Fifield

Internal Address: _____

Street Address: 111 S. Wacker Dr.

City: Chicago

State: IL Zip: 60606

Phone Number: 312-443-1787

Fax Number: 312-896-6787

Email Address: sfifield@lockelord.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 122142

Authorized User Name Locke Lord Bissell & Liddell

9. Signature:

Signature

April 14, 2008

Date

Ingrid J. Scheckel
Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

2

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT is made March 24, 2008 by BluePay, Inc., an Illinois corporation ("Assignor"), in favor of BluePay Processing, LLC, an Illinois limited liability company ("Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademark **BLUEPAY**, including, without limitation, all rights under U.S. Trademark Registration No. 2,646,932, all common law trademark rights arising therein, and the goodwill associated therewith (the "Assigned Mark");

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, Assignor hereby assigns, transfers and conveys to Assignee its entire right, title, interest in and to (i) the Assigned Marks, (ii) the goodwill connected with and symbolized by the Assigned Mark, and (iii) the trademark registration for the Assignment Mark.

IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment as of the date first above written.

BLUEPAY, INC.

By: 

Name:

Title:

JOHN RANTE
PRESIDENT

Certificate of Mailing

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as First Class Mail in an envelope addressed to:

Ms. Tara Washington, Examiner
Assignment Services Branch
Commissioner for Trademarks
P.O. Box 1450
Alexandria, VA 22313-1450

on April 14, 2008.



Ingrid J. Scheckel