

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	recordal of a conversion from a Michigan corporation to a Delaware limited liability company

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
North American Bancard, Inc.		05/18/2010	CORPORATION: MICHIGAN

**RECEIVING PARTY DATA**

<b>Name:</b>	North American Bancard, LLC
<b>Street Address:</b>	250 Stephenson Highway
<b>City:</b>	Troy
<b>State/Country:</b>	MICHIGAN
<b>Postal Code:</b>	48083
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Serial Number:	77967381	MY BIZ PERKS
Serial Number:	77967391	MY BIZ PERKS
Serial Number:	77967365	NORTH AMERICAN BANCARD
Serial Number:	77968615	NORTH AMERICAN BANCARD
Serial Number:	77967422	PAYPROTEC
Serial Number:	77968625	PAYPROTEC
Serial Number:	77968632	ADVANCED PAYMENT SOLUTIONS

**CORRESPONDENCE DATA**

Fax Number: (734)418-4279  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 7344184278  
 Email: tmdocketing@honigman.com  
 Correspondent Name: Jennifer Sheehan Anderson  
 Address Line 1: 38500 Woodward Ave., Suite 400

CH \$190.00 77967381

**900162784**

**TRADEMARK  
 REEL: 004210 FRAME: 0694**

Address Line 4: Bloomfield Hills, MICHIGAN 48304

ATTORNEY DOCKET NUMBER: 221207-131573

NAME OF SUBMITTER: Jennifer Sheehan Anderson

Signature: /Jennifer Sheehan Anderson/

Date: 05/21/2010

**Total Attachments: 5**

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# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A MICHIGAN CORPORATION UNDER THE NAME OF "NORTH AMERICAN BANCARD, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NORTH AMERICAN BANCARD, INC." TO "NORTH AMERICAN BANCARD, LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF MAY, A.D. 2010, AT 1:25 O'CLOCK P.M.

4824152 8100V

100517202



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7999690

DATE: 05-18-10

TRADEMARK  
REEL: 004210 FRAME: 0696

STATE OF DELAWARE  
LIMITED LIABILITY COMPANY

CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT

1. The jurisdiction where the Corporation first formed is Michigan.
2. The jurisdiction immediately prior to filing this Certificate is Michigan.
3. The date the Corporation first formed is July 7, 1992.
4. The name of the Corporation immediately prior to filing this Certificate is North American Bancard, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is North American Bancard, LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 17<sup>th</sup> day of May, 2010.

NORTH AMERICAN BANCARD, INC.

By: 

Name: Marc Gardner

Title: President

*Michigan Department of Energy, Labor & Economic Growth*

*Filing Endorsement*

*This is to Certify that the CERTIFICATE OF CONVERSION*

*for*

*NORTH AMERICAN BANCARD, INC.*

*ID NUMBER: 407238*

*received by facsimile transmission on May 18, 2010 is hereby endorsed*

*Filed on May 18, 2010 by the Administrator.*

*The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.*



*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 18TH day of May, 2010.*

A handwritten signature in black ink, appearing to read "J. Hughes", written over a horizontal line.

*Director*

STATE OF MICHIGAN  
DOMESTIC CORPORATION

CERTIFICATE OF CONVERSION  
FROM A DOMESTIC CORPORATION TO A  
FOREIGN LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 745 OF THE MICHIGAN BUSINESS CORPORATION ACT

1. The name of the domestic corporation is **North American Bancard, Inc.**, a Michigan corporation whose Michigan corporate identification number is 407238 (the "Domestic Corporation").
2. The name of the business organization into which the Domestic Corporation is converting is **North American Bancard, LLC**, a Delaware limited liability company (the "Surviving Organization").
3. The type of business organization into which the Domestic Corporation is converting is a limited liability company.
4. The statute that will govern the internal affairs of the Surviving Organization is the Delaware Limited Liability Company Act.
5. The street address of the Surviving Organization is 250 Stephenson Highway, Troy, Michigan 48083. The street address of the Domestic Corporation is the same as the street address of the Surviving Organization. The principal place of business of the Surviving Organization is 250 Stephenson Highway, Troy, Michigan 48083.
6. The Domestic Corporation has 100 shares of outstanding common stock, \$1.00 par value, all of which are of the same class.
7. In connection with the conversion, each of the shares of the common stock of the Domestic Corporation will be converted into one (1) unit of ownership interest in the Surviving Organization.
8. Upon the conversion, the Surviving Organization will be governed by its Certificate of Formation filed with the State of Delaware on May 17, 2010, its operating agreement and the Delaware Limited Liability Company Act.
9. The conversion was approved by the unanimous written consent of the sole director and sole stockholder of the Domestic Corporation.
10. The Surviving Organization will furnish a copy of the plan of conversion, on request and without cost, to any shareholder of the Domestic Corporation.

05/18/2010 3:45PM

11. Each assumed name of the Domestic Corporation to be used by the Surviving Organization and authorized under Section 217(5) of the Michigan Business Corporation Act is as follows:

- (a) NAB (expiring December 31, 2011)
- (b) The Credit Card Processing Center (expiring December 31, 2011)
- (c) Commerce Services (expiring December 31, 2012)
- (d) Express Merchant Services (expiring December 31, 2012)
- (e) Direct Merchant Services (expiring December 31, 2012)
- (f) Advanced Payment Solutions (expiring December 31, 2012)
- (g) The Credit Card Processing Center at NAB (expiring December 31, 2012)
- (h) e-check-solutions (expiring December 31, 2013)
- (i) e-check-solutions powered by GETI (expiring December 31, 2013)
- (j) PayProTec of Michigan (expiring December 31, 2014)

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 17<sup>th</sup> day of May, 2010.

NORTH AMERICAN BANCARD, INC.

By: 

Name: Marc Gardner

Title: President