

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion to LLC

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cardservice International, Inc		07/01/2010	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Cardservice International, LLC
Street Address:	5898 Condor Drive, Suite 220
City:	Moorpark
State/Country:	CALIFORNIA
Postal Code:	93021
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	74443092	CARDSERVICE INTERNATIONAL
Serial Number:	75149679	CARDSERVICE
Serial Number:	75149680	CARDSERVICE INTERNATIONAL
Serial Number:	75149983	
Serial Number:	76108205	MYMERCHANTOFFICE
Serial Number:	78741553	TELECHARGE
Serial Number:	78741557	TELECHARGE

CORRESPONDENCE DATA

Fax Number: (202)637-3593
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-383-0100
 Email: Eteas@sutherland.com
 Correspondent Name: L Langworthy Sutherland Asbill & Brennan
 Address Line 1: 1275 Pennsylvania Ave, NW
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20004-2415

CH \$190.00 74443092

ATTORNEY DOCKET NUMBER:	34250-555
NAME OF SUBMITTER:	Christina J. Galus
Signature:	/Christina J. Galus/
Date:	09/17/2010
Total Attachments: 5 source=LLC - CARDSERVICE Agreement #page1.tif source=LLC - CARDSERVICE Agreement #page2.tif source=LLC - CARDSERVICE Agreement #page3.tif source=LLC - CARDSERVICE INTERNATIONAL INC CA CONVERSION#page1.tif source=LLC - CARDSERVICE INTERNATIONAL INC CA CONVERSION#page2.tif	

LIMITED LIABILITY COMPANY AGREEMENT
of
CARDSERVICE INTERNATIONAL, LLC

THIS LIMITED LIABILITY COMPANY AGREEMENT (the "Agreement") is made as of the date above by FDS Holdings, Inc., as sole member (the "Sole Member") of Cardservice International, LLC (the "Company").

WHEREAS, the Company was formed by the Sole Member in California on July 1-, 2010 pursuant to the provisions of the Beverly-Killea Limited Liability Company Act of California (the "Act").

NOW, THEREFORE, the Sole Member hereby agrees as follows:

1. Name. The name of the Company shall be Cardservice International, LLC, or such other name as the Sole Member may from time to time hereafter designate.
2. Definitions. Capitalized terms not otherwise defined herein shall have the meanings set forth therefore in the Act.
3. Purpose. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the Beverly-Killea Limited Liability Company Act. The Company shall have the power to engage in all activities and transactions which the Sole Member deems necessary or advisable in connection with the foregoing.
4. Offices
 - (a) The principal place of business and office of the Company shall be located at, and the Company's business shall be conducted from, such place or places as the Sole Member may designate from time to time.
 - (b) The registered office of the Company in the State of California shall be located at c/o Corporation Service Company Which Will Do Business In California As CSC-Lawyers Incorporating Service, 2730 Gateway Oaks Drive, Suite 100, Sacramento, California 95833. The name and address of the registered agent of the Company for service of process on the Company in the State of California shall be located at c/o Corporation Service Company Which Will Do Business In California As CSC-Lawyers Incorporating Service, 2730 Gateway Oaks Drive, Suite 100, Sacramento, California 95833. The Sole Member may from time to time change the registered agent or office by an amendment to the certificate of formation of the Company.
5. Sole Member. The Sole Member of the Company is FDS Holdings, Inc., whose business address is 6200 South Quebec Street, Greenwood Village, CO 80111.

6. Term. The term of the Company shall commence on the date of filing of the certificate of formation of the Company in accordance with the Act and shall continue until the Company is dissolved and its affairs are wound up in accordance with Section 9 of this Agreement and a certificate of cancellation is filed in accordance with the Act.

7. Management of the Company. The business and affairs of the Company shall be managed by the Sole Member. Any action so approved may be taken by the Sole Member on behalf of the Company and any action so taken shall bind the Company.

8. Officers. The Company, and the Sole Member on behalf of the Company, may employ and retain persons as may be necessary or appropriate for the conduct of the Company's business (subject to the supervision and control of the Sole Member), including employees and agents who may be designated as officers with titles, including, but not limited to, "chairman," "chief executive officer," "president," "vice president," "treasurer," "secretary," "managing director," "chief financial officer," "assistant treasurer" and "assistant secretary" as and to the extent authorized by the Sole Member.

9. Dissolution. The Company shall be dissolved and its affairs wound up upon the first to occur of the following: (i) written consent of the Sole Member; (ii) the occurrence of an event with respect to the Sole Member causing a dissolution of the Company under the Act, or (iii) the entry of a decree of judicial dissolution under the Act.

10. Amendments. This Agreement may be amended only upon the written consent of the Sole Member.

11. Miscellaneous.

(a) The Sole Member shall not have any liability for the debts, obligations or liabilities of the Company except to the extent provided by the Act. This Agreement shall be governed by, and construed under, the laws of the State of California, without regard to conflict of law rules.

(b) This Agreement supersedes all prior limited liability company agreements.

IN WITNESS WHEREOF, the undersigned has duly executed this Agreement as of July 1, 2010.

FDS HOLDINGS, INC., as Sole Member

By: *Terri L. Alberhasky*

Name: Terri L. Alberhasky

Title: Assistant Secretary



**State of California
Secretary of State**

**Limited Liability Company
Articles of Organization - Conversion**

LLC-1A File #

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUL -1 2010

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. NAME OF LIMITED LIABILITY COMPANY (End the name with the words "Limited Liability Company," or the abbreviations "LLC" or "L.L.C." The words "Limited" and "Company" may be abbreviated to "Lid." and "Co.," respectively.)

Cardservice International, LLC

2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (Check only one)

ONE MANAGER

MORE THAN ONE MANAGER

ALL LIMITED LIABILITY COMPANY MEMBER(S)

4. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE CITY STATE ZIP CODE

5. NAME OF AGENT FOR SERVICE OF PROCESS (Item 5: Enter the name of the agent for service of process. The agent may be an individual residing in California or a corporation that has filed a certificate pursuant to California Corporations Code section 1505. Item 6: If the agent is an individual, enter the agent's business or residential address in California. Item 7: If the converting entity is a California limited partnership, enter the mailing address of the individual or corporate agent. Check the box and omit the mailing address if the agent's mailing address is the same as the address in item 6.)

Corporation Service Company Which Will Do Business in California As CSC-Lawyers incorporating Service

6. IF AN INDIVIDUAL, ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA CITY STATE ZIP CODE

CA

7. MAILING ADDRESS OF AGENT FOR SERVICE OF PROCESS CITY STATE ZIP CODE

2730 Gateway Oaks Drive, Suite 100

Sacramento

CA

95833

THE MAILING ADDRESS OF THE AGENT FOR SERVICE OF PROCESS IS THE SAME AS THE AGENT'S BUSINESS OR RESIDENTIAL ADDRESS IN ITEM 6.

Converting Entity Information

8. NAME OF CONVERTING ENTITY

Cardservice International, Inc.

9. FORM OF ENTITY

corporation

10. JURISDICTION

California

11. CA SECRETARY OF STATE FILE NUMBER, IF ANY

C1443423

12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING FOR EACH CLASS:

STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS

Common Shares 2,000,000

51%

Additional Information

13. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

14. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

June 28, 2010

DATE

SIGNATURE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON

Stanley J. Andersen, Vice President

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

Terri L. Alberhasky, Assistant Secretary

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

100-2-10000



I hereby certify that the foregoing
transcript of _____ page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

JUL 28 2010

Date: _____ *jm*

Debra Bowen

DEBRA BOWEN, Secretary of State