

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the identification of assignor state of incorporation previously recorded on Reel 003303 Frame 0407. Assignor(s) hereby confirms the assignment of the entire interest and the goodwill.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PAYMAXX, INC.		04/06/2006	CORPORATION: TENNESSEE

RECEIVING PARTY DATA

Name:	COMPUPAY, INC.
Street Address:	8300 N.W. 53rd Street
Internal Address:	Suite 401
City:	Miami
State/Country:	FLORIDA
Postal Code:	33166
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	1734585	POWERCOLLECTOR
Registration Number:	1735209	PAYMAXX
Registration Number:	2444848	POWER PAYROLL
Registration Number:	2529058	CHANGING THE WAY AMERICA DOES PAYROLL
Registration Number:	2878127	TAXXPRO
Registration Number:	2469227	WEBLOAD
Registration Number:	2447702	POWER401K
Registration Number:	2663803	POWER125
Registration Number:	2415824	PAYVIEW
Registration Number:	2463562	PAYLOAD
Registration Number:	2784791	XPRESSTIME
Registration Number:	2806377	PAYMAXX

OP \$315.00 1734585

CORRESPONDENCE DATA

Fax Number: (207)774-7499
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 207-774-4000
Email: cbacall@verrilldana.com
Correspondent Name: Charles P. Bacall
Address Line 1: One Portland Square
Address Line 2: P.O. Box 586
Address Line 4: Portland, MAINE 04112-0586

ATTORNEY DOCKET NUMBER:	36366-7189
NAME OF SUBMITTER:	Charles P. Bacall
Signature:	/Charles P. Bacall/
Date:	11/24/2010

Total Attachments: 4
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TRADEMARK ASSIGNMENT

WHEREAS, PAYMAXX, INC., an Tennessee corporation (hereinafter "Assignor"), having an address at 302 S. Royal Oaks Boulevard, Franklin, TN 37064, has adopted the trademarks listed in Schedule A and warrants that it has used said trademarks and is continuing to use said trademarks and is the owner of the respective United States Trademark Registrations and Application thereof;

WHEREAS, COMPUPAY, INC., a Florida corporation (hereinafter "Assignee"), having an address at 8300 N.W. 53rd Street, Suite 401, Miami, FL 33166, desires to acquire all of Assignor's right, title and interest in and to such trademarks, the goodwill symbolized thereby, and the United States Trademark Registrations and Application thereof.

NOW, THEREFORE, effective as of the date set forth below, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and convey to Assignee and its successors and assigns: (i) its entire right, title and interest, in and to the trademarks attached in Schedule A, the goodwill symbolized thereby, the respective United States Trademark Registrations and Application thereof, and the goodwill of the business of Assignor to which said trademarks apply; (ii) all licenses to which Assignor is a party and which relate to such trademarks, including the right to collect all royalties or any other payments which are or become due and payable to Assignor under said licenses, and any other income, royalties, damages, and payments now or hereafter due or payable to Assignor with respect to said trademarks; and (iii) all causes of action (either in law or in equity) and the right to sue, and recover for past, present, or future infringement of the rights assigned to Assignee hereunder.

Assignor hereby agrees to execute all papers and to perform such other proper acts as Assignee or its successors or assigns may deem reasonably necessary to secure to Assignee, or to its successors or assigns, the rights hereby transferred.

WHEREFORE, Assignor has caused this Trademark Assignment to be duly executed below, as of the date indicated, by its duly authorized officer.

Effective Date April 6, 2006

PAYMAXX INC.
("Assignor")

By: 
Charles Lathrop, President

SCHEDULE A

Registration Number 1,734,585 for "POWERCOLLECTOR"

Registration Number 1,735,209 for "PAYMAXX"

Registration Number 2,444,848 for "POWER PAYROLL"

Registration Number 2,529,058 for "CHANGING THE WAY
AMERICA DOES PAYROLL"

Registration Number 2,878,127 for "TAXXPRO"

Registration Number 2,469,227 for "WEBLOAD"

Registration Number 2,447,702 for "POWER401K"

Registration Number 2,663,803 for "POWER125"

Registration Number 2,415,824 for "PAYVIEW"

Registration Number 2,463,562 for "PAYLOAD"

Registration Number 2,784,791 for "XPRESSTIME"

Registration Number 2,806,377 for "PAYMAXX"

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**05/05/2006
 900048306**

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PAYMAXX, INC.		04/06/2006	CORPORATION: OKLAHOMA

RECEIVING PARTY DATA

Name:	COMPUPAY, INC.
Street Address:	8300 N.W. 53rd Street
Internal Address:	Suite 401
City:	Miami
State/Country:	FLORIDA
Postal Code:	33166
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
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Registration Number:	2878127	TAXXPRO
Registration Number:	2469227	WEBLOAD
Registration Number:	2447702	POWER401K
Registration Number:	2663803	POWER125
Registration Number:	2415824	PAYVIEW
Registration Number:	2463562	PAYLOAD
Registration Number:	2784791	XPRESSTIME
Registration Number:	2806377	PAYMAXX
Serial Number:	78560837	XPRESSPAYROLL

OP \$340.00 1734585

CORRESPONDENCE DATA

Fax Number: (207)774-7499
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 207-774-4000
Email: cbacall@verrilldana.com
Correspondent Name: Charles P. Bacall
Address Line 1: One Portland Square
Address Line 2: P.O. Box 586
Address Line 4: Portland, MAINE 04112-0586

ATTORNEY DOCKET NUMBER:	36368-5750
NAME OF SUBMITTER:	Charles P. Bacall
Signature:	/Charles P. Bacall/
Date:	05/05/2006
Total Attachments: 2 source=PAYMAXX.ExecutedAssignment.040606#page1.tif source=PAYMAXX.ExecutedAssignment.040806#page2.tif	