

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Security Agreement	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
iPAYMENT, INC.		05/06/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A., as Administrative Agent		
Street Address:	P.O. Box 2558, Lien Perfection Unit		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77252-2558		
Entity Type:	Bank: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2836525	IPAYMENT	
Registration Number:	3733920	IPAYMENT	
Registration Number:	3497619	CAMBRIDGE PAYMENT SYSTEMS	
CORRESPONDENCE DATA			
Fax Number:	(800)494-7512		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-370-4761		
Email:	ecallahan@nationalcorp.com		
Correspondent Name:	Elspeth Callahan		
Address Line 1:	1100 G St NW Suite 420		
Address Line 2:	National Corporate Research		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	F133517		
NAME OF SUBMITTER:	Rick Harrison		

OP \$90.00 2836525

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TRADEMARK
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Signature:	/Rick Harrison/
Date:	05/06/2011
Total Attachments: 4 source=iPayment - Trademark SA#page2.tif source=iPayment - Trademark SA#page3.tif source=iPayment - Trademark SA#page4.tif source=iPayment - Trademark SA#page5.tif	

**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office
Ladies and Gentlemen:

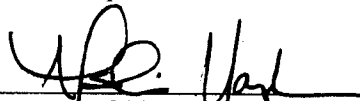
Please be advised that pursuant to the Security Agreement dated as of May 6, 2011 (the “**Security Agreement**”) by and among the Grantors party thereto (each a “**Grantor**” and collectively, the “**Grantors**”) and JPMorgan Chase Bank, N.A., as Administrative Agent (the “**Administrative Agent**”) for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

Very truly yours,

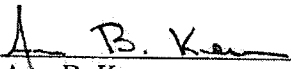
iPAYMENT, INC.,
a Delaware corporation

By: 
Name: Afshin M. Yazdian
Title: Executive Vice President
and General Counsel

iPayment, Inc. – Notice of Grant of Security Interest in Trademarks

TRADEMARK
REEL: 004536 FRAME: 0425

Acknowledged and Accepted:
JPMORGAN CHASE BANK, N.A.,
as Administrative Agent

By: 
Name: Ann B. Kerns
Title: Vice President

[Signature Page to iPayment, Inc. Trademark]

TRADEMARK
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Schedule 1

Mark	Status	App. No.	Filing Date	Registration No.	Registration Date
IPAYMENT and Design	Registered	78222643	3/6/03	2836525	4/27/04
IPAYMENT and Design	Registered	77748825	6/1/09	3733920	1/5/10
CAMBRIDGE PAYMENT SYSTEMS	Registered	77034856	11/2/06	3497619	9/9/08