

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Credit Suisse AG, Cayman Islands Branch		06/08/2011	Bank: SWITZERLAND
RECEIVING PARTY DATA			
Name:	Fifth Third Processing Solutions, LLC		
Street Address:	38 Fountain Sq. Plaza, 11th Floor		
Internal Address:	MD1090BH		
City:	Cincinnati		
State/Country:	OHIO		
Postal Code:	45263		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	National Processing Company		
Street Address:	5100 Interchange Way		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40229		
Entity Type:	CORPORATION: NEBRASKA		
Name:	Best Payment Solutions, Inc.		
Street Address:	7851 West 185th Street		
City:	Tinley Park		
State/Country:	ILLINOIS		
Postal Code:	60477		
Entity Type:	CORPORATION: ILLINOIS		
PROPERTY NUMBERS Total: 23			
Property Type	Number	Word Mark	
Registration Number:	2897334	ACCEPT MERCHANT SERVICES	

TRADEMARK

900194000

REEL: 004557 FRAME: 0484

OP \$590.00 2897334

Registration Number:	2417652	SKIPJACK
Registration Number:	2646000	SKIPJACK
Registration Number:	3281504	EMPLOYEE GIFT GIVING MADE EASY
Registration Number:	3299622	SPRINGBOK
Registration Number:	3299623	SPRINGBOK
Registration Number:	3410601	SPRINGBOK SERVICES
Registration Number:	3464161	SPRINGBOK SERVICES
Registration Number:	3481501	JEANIE
Registration Number:	2733728	CMC
Registration Number:	2569811	CARD MANAGEMENT CORPORATION
Registration Number:	2626436	PREMIER ISSUE
Registration Number:	1712167	JEANIE
Registration Number:	1120703	JEANIE
Registration Number:	2622122	
Registration Number:	1307418	NPC
Registration Number:	3072818	RETRIEVER AMERICA'S PAYMENT SYSTEMS AUTHORITY
Registration Number:	2119553	RETRIEVER PAYMENT SYSTEMS
Registration Number:	2142148	RETRIEVER AMERICA'S PAYMENT SYSTEMS AUTHORITY
Registration Number:	3390710	NATIONAL PROCESSING COMPANY
Registration Number:	3809494	
Serial Number:	85161711	ANYCARD, ANYWHERE, ANYTIME
Serial Number:	85161702	ANYCARD, ANYTIME, ANYWHERE

CORRESPONDENCE DATA

Fax Number: (212)455-2502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (212) 455-2222
 Email: ksolomon@stblaw.com
 Correspondent Name: Marcela Robledo, Esq.
 Address Line 1: Simpson Thacher & Bartlett LLP
 Address Line 2: 425 Lexington Avenue
 Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	033917/0002
NAME OF SUBMITTER:	Marcela Robledo
Signature:	/mr/
Date:	06/09/2011

TRADEMARK
REEL: 004557 FRAME: 0485

Total Attachments: 4

source=FTPSTMRel#page1.tif

source=FTPSTMRel#page2.tif

source=FTPSTMRel#page3.tif

source=FTPSTMRel#page4.tif

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS (this "Termination and Release"), dated as of June 8, 2011, from CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as administrative agent and collateral agent (the "Agent") for certain banks and other financial institutions or entities (the "Lenders"), from time to time parties to the Second Lien Loan Agreement (as hereinafter defined).

WITNESSETH:

WHEREAS, pursuant to the terms and conditions of that certain Second Lien Loan Agreement, dated as of November 3, 2010 (as amended by that certain First Amendment, dated as of January 19, 2011, the "Second Lien Loan Agreement"), among Fifth Third Processing Solutions, LLC ("Borrower"), the various lenders from time to time party thereto, Bank of America N.A., J.P. Morgan Securities LLC, Morgan Stanley Senior Funding, Inc. and the Agent, the Borrower and certain of its subsidiaries listed therein executed and delivered that certain Second Lien Security Agreement, dated as of November 3, 2010, in favor of the Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the "Security Agreement");

WHEREAS, pursuant to the Security Agreement, a second priority lien on and security interest (the "Security Interest") in certain collateral, including the Trademark Collateral (as hereinafter defined) was granted by the debtor parties thereto to the Agent, for the benefit of the Agent and the Secured Parties; and for the purpose of recording such Security Interest with respect to the Trademark Collateral with the United States Patent and Trademark Office, (i) Best Payment Solutions, Inc., a wholly-owned subsidiary of the Borrower ("Best") and the Agent entered into that certain Trademark Collateral Agreement, dated as of November 3, 2010 (the "Best Trademark Collateral Agreement"), (ii) the Borrower and the Agent entered into that certain Trademark Collateral Agreement, dated as of November 3, 2010 (the "FTPS Trademark Collateral Agreement") and (iii) National Processing Company, a wholly-owned subsidiary of the Borrower ("NPC") and together with Best and the Borrower, the "Debtors"), and the Agent entered into that certain Trademark Collateral Agreement, dated as of November 3, 2010 (the "NPC Trademark Collateral Agreement" and together with the Best Trademark Collateral Agreement and the FTPS Trademark Collateral Agreement, the "Second Lien Trademark Security Agreements").

WHEREAS, the Second Lien Trademark Security Agreements were recorded in the Trademark Division of the United States Patent and Trademark Office on November 10, 2010, (i) the Best Trademark Collateral Agreement at Reel 4412 and Frame 0356; (ii) the FTPS Trademark Collateral Agreement at Reel 4412 and (iii) the NPC Trademark Collateral Agreement Frame 0369 and at Reel 4412 and Frame 0332;

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral listed on Schedule A hereto;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Second Lien Trademark Security Agreements, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby agrees as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Debtors' right, title and interest of every kind and nature in, to and under the Trademarks listed on Schedule A hereto. The term "Trademarks" shall have the meaning provided by reference in the Security Agreement.

2. Release of Security Interest. The Agent, hereby terminates, releases and discharges any and all Security Interest in the Trademark Collateral listed on Schedule A hereto, and any right, title or interest of the Agent in such Trademark Collateral listed on Schedule A hereto shall hereby cease and become void.

3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH,
as administrative agent and collateral agent

By: _____
Name: **John D. Toronto**
Title: **Managing Director**

By: _____
Name: **VIPUL DHADDA**
Title: **ASSOCIATE**

Schedule A

U.S. Trademark Registrations

Debtor	Title	Reg. No./ App. No.
Best Payment Solutions, Inc.	ACCEPT MERCHANT SERVICES	2,897,334
Fifth Third Processing Solutions, LLC	SKIPJACK	2,417,652
Fifth Third Processing Solutions, LLC	SKIPJACK	2,646,000
Fifth Third Processing Solutions, LLC	EMPLOYEE GIFT GIVING MADE EASY	3,281,504
Fifth Third Processing Solutions, LLC	SPRINGBOK	3,299,622
Fifth Third Processing Solutions, LLC	SPRINGBOK	3,299,623
Fifth Third Processing Solutions, LLC	SPRINGBOK SERVICES AND DESIGN	3,410,601
Fifth Third Processing Solutions, LLC	SPRINGBOK SERVICES AND DESIGN	3,464,161
Fifth Third Processing Solutions, LLC	JEANIE AND DESIGN	3,481,501
Fifth Third Processing Solutions, LLC	CMC AND DESIGN	2,733,728
Fifth Third Processing Solutions, LLC	CARD MANAGEMENT CORPORATION	2,569,811
Fifth Third Processing Solutions, LLC	PREMIER ISSUE	2,626,436
Fifth Third Processing Solutions, LLC	JEANIE	1,712,167
Fifth Third Processing Solutions, LLC	JEANIE AND DESIGN	1,120,703
National Processing Company	DESIGN ONLY	2,622,122
National Processing Company	NPC	1,307,418
National Processing Company	RETRIEVER AMERICA'S PAYMENT SYSTEMS AUTHORITY AND DESIGN	3,072,818
National Processing Company	RETRIEVER PAYMENT SYSTEMS	2,119,553
National Processing Company	RETRIEVER AMERICA'S PAYMENT SYSTEMS	2,142,148

Debtor	Title	Reg. No./ App. No.
	AUTHORITY	
National Processing Company	NATIONAL PROCESSING COMPANY	3,390,710
National Processing Company	DESIGN ONLY	3,809,494
National Processing Company	ANYCARD, ANYWHERE, ANYTIME	85/161,711
National Processing Company	ANYCARD, ANYTIME, ANYWHERE	85/161,702