

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT														
NATURE OF CONVEYANCE:	MERGER														
EFFECTIVE DATE:	12/30/2011														
CONVEYING PARTY DATA															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Merchant Services, Inc.</td> <td></td> <td>12/31/2011</td> <td>CORPORATION: NEW YORK</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Merchant Services, Inc.		12/31/2011	CORPORATION: NEW YORK				
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RECEIVING PARTY DATA															
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PROPERTY NUMBERS Total: 3															
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Serial Number:	76463987	EVO													
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CORRESPONDENCE DATA															
Fax Number:	(602)258-4441														
Phone:	602-258-4440														
Email:	chris@daylawfirm.com														
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>															
Correspondent Name:	Christopher J. Day														
Address Line 1:	9977 North 90th Street, Suite 155														
Address Line 4:	Scottsdale, ARIZONA 85258														
NAME OF SUBMITTER:	Ray Sidhorn														

Signature:	/Ray Sidhom/
Date:	02/14/2012
Total Attachments: 5 source=MERCHANT SERVICES merger#page1.tif source=MERCHANT SERVICES merger#page2.tif source=MERCHANT SERVICES merger#page3.tif source=MERCHANT SERVICES merger#page4.tif source=MERCHANT SERVICES merger#page5.tif	

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DRAW DOWN

D.3.1

CERTIFICATE OF MERGER
OF
MERCHANT SERVICES, INC.
WITH AND INTO
EVO MERCHANT SERVICES, LLC
Under Section 1003 of the Limited Liability Company Law

11230000533

FIRST: The name of the surviving limited liability company is EVO Merchant Services, LLC, a Delaware limited liability company, and the name of the corporation being merged into the Surviving Company is Merchant Services, Inc., a New York corporation (the "Merging Company"). The name under which the Merging Company was originally formed was 7 Star Realty and Development Corp.

SECOND: The certificate of incorporation of 7 Star Realty and Development Corp. was filed by the Department of State, Albany, New York, on February 17, 1989, as amended by Certificate of Amendment of the Certificate of Incorporation filed on July 10, 1990 to change the name of the corporation to S.S.R. Merchant Services, Corp., as amended by Certificate of Amendment of the Certificate of Incorporation filed on January 25, 1996 to change the name of the corporation to Merchant Services, Inc., as amended by Certificate of Amendment of the Certificate of Incorporation filed on December 12, 2002 to recapitalize the corporation and change the corporate stock, and as amended by Restated Certificate of Incorporation filed on June 20, 2008.

THIRD: The certificate of formation of EVO Merchant Services, LLC was filed with the Delaware Secretary of State on December 28, 2011. EVO Merchant Services, LLC filed its Application for Authority with the Department of State on December 29, 2011.

FOURTH: A Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the Merging Company and EVO Merchant Services, LLC, effective December 30, 2011.

FIFTH: The name of the surviving foreign limited liability company is EVO Merchant Services, LLC (the "Surviving Company").

SIXTH: The Surviving Company may be served with process in New York in any action or special proceeding for the enforcement of any liability or obligation of the Merging Company and for the enforcement that is provided in the Limited Liability Company Law of the right of members of any domestic limited liability company, shareholders of any domestic business corporation or owners of any domestic other business entity to receive payment for their interests against the Surviving Company.

SEVENTH: Pursuant to Section 623 of the Business Corporation Law, Section 1005 of the New York Limited Liability Company Law and any applicable statute, the Surviving Company will promptly pay to the shareholders of the Merging Company the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law, the Limited Liability Company Law or any applicable statute relating to the right of shareholders, owners and members to receive payment for their interests.

EIGHTH: The New York Secretary of State is hereby designated as the Surviving Company's agent upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the Business Corporation Law in any action or special proceeding. The Secretary of State shall mail a copy of any process served upon him to the Surviving Company at 515 Broadhollow Road, Melville, New York 11747.

NINTH: The merger of the Merging Company into the Surviving Company is permitted by the laws of the State of Delaware and is in compliance therewith.

TENTH: The Plan of Merger is on file at the principal place of business of the Surviving Company which is located at 515 Broadhollow Road, Melville, New York 11747.

ELEVENTH: The merger shall be effective upon the filing of a certificate of merger with the Secretary of State of the State of New York.

TWELFTH: A copy of the agreement of merger will be furnished by the surviving foreign limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Merger to be executed by an authorized person this 30th day of December, 2011.

MERCHANT SERVICES, INC.

By: s/ Ray Sidhom
Ray Sidhom
President

EVO MERCHANT SERVICES, LLC

By: BLUEAPPLE, INC., ITS SOLE
MEMBER

By: s/ Ray Sidhom
Ray Sidhom
Chief Executive Officer and President

LEGAL02/33040752v3

TRADEMARK
REEL: 004716 FRAME: 0882

CSC 45
DRAW DOWN

111230000535

CERTIFICATE OF MERGER
OF
MERCHANT SERVICES, INC.
WITH AND INTO
EVO MERCHANT SERVICES, LLC
Under Section 1003 of the Limited Liability Company Law

2011 DEC 30 AM 11:57

FILED

2011 DEC 30 PM 12:58

Filed by: Alston & Bird LLP
90 Park Avenue
12th Floor
New York, NY 10016

Christina .042760 AJR

lcc
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 30 2011

TAXS: _____
BY: *lmb*

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STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of
the Department of State, at the City of
Albany, on December 30, 2011.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

Rev. 06/07