

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
IPAYMENT, INC.		06/04/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A. as Administrative Agent
Street Address:	10 S. Dearborn
Internal Address:	Mail Code: IL1-1145, 7th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	Bank: UNITED STATES

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	85701077	IEMPLOYEE
Registration Number:	4231618	IACCESS
Registration Number:	4269045	IADVANTAGE
Registration Number:	4269046	IADVANTAGE
Registration Number:	4280415	IBUY
Registration Number:	4280821	WHERE SMALL BUSINESS & TECHNOLOGY UNITE.
Registration Number:	4280822	WHERE SMALL BUSINESS & TECHNOLOGY UNITE.

CORRESPONDENCE DATA

Fax Number: 8004947512  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Phone: 2023704761  
 Email: tfahey@nationalcorp.com  
 Correspondent Name: Thomas Fahey

OP \$190.00 85701077

Address Line 1: 1025 Vermont Avenue NW, Suite 1130  
Address Line 2: National Corporate Research, Ltd.  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	F144986
NAME OF SUBMITTER:	Rick Harrison
Signature:	/Rick Harrison/
Date:	06/04/2013

Total Attachments: 5  
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**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.

*[Signature pages follow]*

Very truly yours,

IPAYMENT, INC.

By:

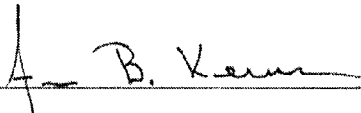


Name: Philip J. Ragona  
Title: Senior Vice President and  
General Counsel

*[Signature Page to Notice of Grant of Security Interest in Trademarks]*

**TRADEMARK**  
**REEL: 005041 FRAME: 0186**

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

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

*[Signature Page to Notice of Grant of Security Interest in Trademarks]*

**TRADEMARK**  
**REEL: 005041 FRAME: 0187**

Schedule 1

<b>Mark</b>	<b>Application/Registration No.</b>	<b>Goods/Services</b>	<b>Status</b>
IEMPLOYEE	U.S. Application No. 85701077	administration of business payroll for others (Class 35)	Filed 8-10-2012
IACCESS	U.S. Registration No. 4231618	credit card payment processing services; merchant services, namely, payment transaction processing services (Class 36)	Registered 10-23-2012
IADVANTAGE	U.S. Registration No. 4269045	administration of a program for enabling participants to obtain discounts on products and services; promoting the goods and services of others by providing a website featuring discount information on the goods and services of others (Class 35)	Registered 01-01-2013
IADVANTAGE	U.S. Registration No. 4269046	Credit card payment processing services; merchant services, namely, payment transaction processing services (Class 36)	Registered 01-01-2013
IBUY	U.S. Registration No. 4280415	Promoting the goods and services of others by providing a website featuring discounts on the goods and services of others (Class 35)	Registered 01-22-2013
WHERE SMALL BUSINESS & TECHNOLOGY UNITE.	U.S. Registration No. 4280821	Administration of a program for enabling participants to obtain discounts on products and services; promoting the goods and services of others by providing a website featuring discount information on the goods and services of others (Class 35)	Registered 01-22-2013

WHERE SMALL BUSINESS & TECHNOLOGY UNITE.	U.S. Registration No. 4280822	Credit card payment processing services; merchant services, namely, payment transaction processing services (Class 36)	Registered 01-22-2013
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