

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	12/31/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ovation Payroll, Inc.		01/23/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Heartland Payment Systems, Inc.		
Street Address:	90 Nassau Street		
City:	Princeton		
State/Country:	NEW JERSEY		
Postal Code:	08542		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3921229	OVATION PAYROLL	
Registration Number:	3930164	PAYROLL WITH PERSONALITY	
Registration Number:	3991197		
CORRESPONDENCE DATA			
Fax Number:	4157735759		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	415 773 5700		
Email:	ipprosecutionsf@orrick.com		
Correspondent Name:	Betsy Wang Lee/Elayne G. Ricci		
Address Line 1:	405 Howard Street		
Address Line 2:	Orrick, Herrington & Sutcliffe LLP		
Address Line 4:	San Francisco, CALIFORNIA 94105		
ATTORNEY DOCKET NUMBER:	21560-2		

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NAME OF SUBMITTER:	Betsy Wang Lee
Signature:	/betsy w lee/
Date:	01/23/2014
Total Attachments: 2 source=Assignment - Ovation IP to HPS#page1.tif source=Assignment - Ovation IP to HPS#page2.tif	

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is made by Ovation Payroll, Inc., a Delaware corporation with a principal place of business at 200 Canal View Boulevard, Suite 200, Rochester, New York 14623 ("Ovation Payroll"), in favor of Heartland Payment Systems, Inc., a Delaware corporation with a principal place of business at 90 Nassau Street, Princeton, New Jersey 08542 ("Heartland").

WHEREAS, Ovation Payroll owns all right, title and interest in and to the trademarks and the registrations thereof identified in the attached Schedule A (the "Marks"), and the goodwill associated therewith;

WHEREAS, pursuant to that certain Stock Purchase and Merger Agreement by and among Payday Acquisition Sub, Inc., Heartland Payment Systems, Inc., Ovation Payroll, Inc., the Stockholders of Ovation Payroll, Inc. and the Representative of the Sellers dated December 31, 2012, Ovation Payroll agreed to assign the Marks and the goodwill associated therewith to Heartland;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Ovation Payroll assigns to Heartland all of its right, title and interest in the Marks as identified in Schedule A, attached hereto and incorporated herein by this reference, together with the goodwill associated therewith including, without limitation, its right to sue for and collect damages for infringement or other violations of the same, including for past infringements or other violations.

IN WITNESS WHEREOF, this Assignment of Trademarks has been duly executed to be effective as of December 31, 2012.

OVATION PAYROLL, INC.

By: 

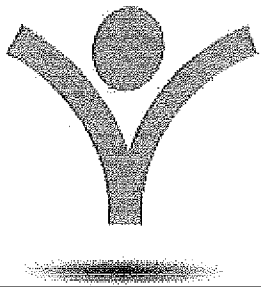
Name: Charles H. N. Kallenbach

Title: Secretary

Date: January 23, 2014

(nunc pro tunc)

SCHEDULE A

Mark	App. No. Filing Date	Reg. No. Reg. Date	Class(es)
OVATION PAYROLL	85/026,033 4/29/2010	3,921,229 2/15/2011	35, 36
PAYROLL WITH PERSONALITY	85/073,761 6/29/2010	3,930,164 3/8/2011	35, 36
	85/110,994 8/19/2010	3,991,197 7/5/2011	35, 36