

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM313526

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OFFICIAL PAYMENTS HOLDINGS, INC.		01/01/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	ACI WORLDWIDE CORP.		
Street Address:	6060 COVENTRY DRIVE		
City:	ELKHORN		
State/Country:	NEBRASKA		
Postal Code:	68022		
Entity Type:	CORPORATION: NEBRASKA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2546780	CHOICEPAY	
Registration Number:	2138667	TIER TECHNOLOGIES	
CORRESPONDENCE DATA			
Fax Number:	8322393600		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	832-239-3838		
Email:	aliou@jonesday.com, pcyngier@jonesday.com		
Correspondent Name:	H. ALBERT LIOU		
Address Line 1:	717 Texas Avenue, Suite 3300		
Address Line 2:	JONES DAY		
Address Line 4:	HOUSTON, TEXAS 77002		
ATTORNEY DOCKET NUMBER:	407573-665002		
NAME OF SUBMITTER:	H. Albert Liou		
SIGNATURE:	/H. Albert Liou/		
DATE SIGNED:	08/11/2014		
Total Attachments: 4			
source=2013-12-30 OPHI into ACI Corp- DE Certificate of Ownership FILED#page1.tif			

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"OFFICIAL PAYMENTS HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "ACI WORLDWIDE CORP." UNDER THE NAME OF "ACI WORLDWIDE CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEBRASKA, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2013, AT 12:10 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2014.

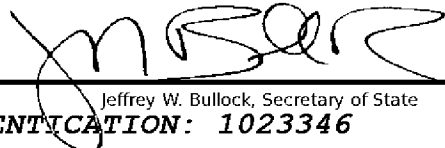
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

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You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1023346

DATE: 12-31-13

TRADEMARK
REEL: 005340 FRAME: 0627

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP

SUBSIDIARY INTO PARENT
Section 253

CERTIFICATE OF OWNERSHIP
MERGING
OFFICIAL PAYMENTS HOLDINGS, INC.
WITH AND INTO
ACI WORLDWIDE CORP.

ACI Worldwide Corp., a corporation incorporated in the State of Nebraska on October 7, 1975 (the "Corporation"), pursuant to the provisions of the Nebraska Business Corporation Act;

DOES HEREBY CERTIFY:

FIRST: The Corporation owns 100% of the capital stock of Official Payments Holdings, Inc., a Delaware corporation (the "Subsidiary"), incorporated on October 25, 2004 pursuant to the provisions of Delaware General Corporation Law, and that the Corporation, by resolutions of its Board of Directors duly adopted by written consent in lieu of a meeting on December 18, 2013, determined to and did merge into itself the Subsidiary, which resolutions are in the following words to wit:

WHEREAS, the Corporation lawfully owns 100% of the outstanding capital stock of Official Payments Holdings, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, the Corporation desires to merge the Subsidiary into itself and to be possessed of all the estate, property, rights, privileges, and franchises of the Subsidiary.

NOW, THEREFORE, BE IT:

RESOLVED, that the Corporation merges the Subsidiary into itself and assumes all of its liabilities and obligations.

RESOLVED FURTHER, that the officers of the Corporation are hereby authorized and directed to make and execute a Certificate of Ownership setting forth a copy of the resolutions to merge the Subsidiary and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Delaware Secretary of State.

RESOLVED FURTHER, that the officers of the Corporation are hereby authorized and directed to make and execute Articles of Merger setting forth the terms of the merger, and to file the same in the office of the Nebraska Secretary of State.

RESOLVED FURTHER, that the Corporation hereby adopts an Agreement and Plan of Merger which shall set forth the terms of the merger pursuant to the provisions of the Nebraska Business Corporation Act.

RESOLVED FURTHER, that the officers of the Corporation are hereby authorized and directed to do all acts and things whatsoever, whether within or outside the State of Delaware and the State of Nebraska, which may be in any way necessary or proper to effect said merger.

RESOLVED FURTHER, that the merger shall become effective on January 1, 2014.

RESOLVED FURTHER, that it is the intent of the directors of the Corporation that the merger qualify for tax-free treatment under Section 332 of the Internal Revenue Code of 1986, as amended.

SECOND: That anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of the Corporation at any time prior to the time that this merger filed with the Secretary of State becomes effective.

**[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK AND SIGNATURE PAGE
FOLLOWS]**

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership to be executed effective as the date and time set forth above.

ACI Worldwide Corp., a Nebraska corporation

By: 

Dennis P. Byrnes, Executive Vice President