

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM337016

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Pay-O-Matic Corp.		03/31/2015	CORPORATION: NEW YORK
Pay-O-Matic Check Cashing Corp.		03/31/2015	CORPORATION: NEW YORK
FEF Cash, Inc.		03/31/2015	CORPORATION: DELAWARE
Rapid Armored Corporation		03/31/2015	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MB Financial Bank, N.A.		
<b>Street Address:</b>	6111 North River Road		
<b>City:</b>	Rosemont		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60018		
<b>Entity Type:</b>	Administrative Agent: UNITED STATES		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4575541	POMLINK	
<b>Registration Number:</b>	3936937	EXCELLA	
<b>Registration Number:</b>	2882867	TELLERLINK PAY-O-MATIC NETWORK TELLER SO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3122367516		
<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>			
<b>Phone:</b>	312 368-4000		
<b>Email:</b>	ch.tm@dlapiper.com, jennifer.lacroix@dlapiper.com, michelle.foy@dlapiper.com		
<b>Correspondent Name:</b>	Jennifer E. Lacroix, DLA Piper LLP (US)		
<b>Address Line 1:</b>	P.O. Box 64807		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60664-0807		
<b>ATTORNEY DOCKET NUMBER:</b>	PAY O MATIC 2		
<b>NAME OF SUBMITTER:</b>	Jennifer E. Lacroix		
<b>SIGNATURE:</b>	/Jennifer E. Lacroix/		

CH \$90.00 4575541

<b>DATE SIGNED:</b>	04/01/2015
<b>Total Attachments: 4</b> source=Pay O Matic Notice of Grant of Security Interest#page1.tif source=Pay O Matic Notice of Grant of Security Interest#page2.tif source=Pay O Matic Notice of Grant of Security Interest#page3.tif source=Pay O Matic Notice of Grant of Security Interest#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
INTELLECTUAL PROPERTY

March 31, 2015

United States Patent and Trademark Office and/or United States Copyright Office:

Ladies and Gentlemen:

Please be advised that pursuant to that certain Pledge and Security Agreement dated as of the date hereof (as the same may be amended, modified, extended or restated from time to time, the “**Security Agreement**”) by and among The Pay-O-Matic Corp., a New York corporation, Pay-O-Matic Check Cashing Corp., a New York corporation, FEF Cash, Inc., a Delaware corporation, Rapid Armored Corporation, a New York corporation, as Grantors, and any other Grantors which become parties to the Security Agreement, and MB Financial Bank, N.A., in its capacity 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 a right to set off against the Intellectual Property shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations. Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Security Agreement.

*[signature page follows]*

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 foregoing Intellectual Property (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.

Very truly yours,

**THE PAY-O-MATIC CORP.,**  
a New York corporation

By: 

Name: James Shreero

Title: Chief Financial Officer

Acknowledged and Accepted:

**MB FINANCIAL BANK, N.A.,**  
as Administrative Agent

By: \_\_\_\_\_

Name: Kathy M. Dotto

Title: Senior Vice President

[Signature Page to Notice of Grant of Security Interest in Intellectual Property]

**TRADEMARK**  
**REEL: 005490 FRAME: 0279**

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 foregoing Intellectual Property (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.

Very truly yours,

**THE PAY-O-MATIC CORP.,**  
a New York corporation

By: \_\_\_\_\_  
Name: James Shreero  
Title: Chief Financial Officer


Acknowledged and Accepted:

**MB FINANCIAL BANK, N.A.,**  
as Administrative Agent

By: Kathy M. Dotto  
Name: Kathy M. Dotto  
Title: Senior Vice President

**SCHEDULE I**

**U.S. FEDERAL TRADEMARK REGISTRATIONS AND APPLICATIONS**

Grantor/Owner	Mark	Country	Application Number	Application Date	Registration Number	Registration Date
The Pay-O-Matic Corp.	POMLINK	U.S.	86153447	December 27, 2013	4575541	July 29, 2014
The Pay-O-Matic Corp.	EXCELLA	U.S.	85000624	March 29, 2010	3936937	March 29, 2011
The Pay-O-Matic Corp.	TELLERLINK PAY-O-MATIC NETWORK TELLER SOFTWARE (& Design)   <small>Pay-O-Matic Network Teller Software</small>	U.S.	78100868	January 4, 2002	2882867	September 7, 2004