

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM364355

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	05/11/2006		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Merchant Systems Payment Services, Inc.		05/11/2006	CORPORATION: DELAWARE
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
Pivotal Payments Inc.	05/11/2006	CORPORATION: DELAWARE	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	Pivotal Payments Inc.		
Street Address:	6800 Jericho Turnpike		
Internal Address:	Suite 120		
City:	W. Syosset		
State/Country:	NEW YORK		
Postal Code:	11791		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3091450	PIVOTAL PAYMENTS	
Registration Number:	3035463	CHARGENATIONAL	
CORRESPONDENCE DATA			
Fax Number:	7709531358		
<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:	678-384-7443		
Email:	go@hkw-law.com		
Correspondent Name:	Gregory T. Ourada		
Address Line 1:	3350 Riverwood Parkway		
Address Line 2:	Suite 800		
Address Line 4:	Atlanta, GEORGIA 30339		
NAME OF SUBMITTER:	Gregory T. Ourada		

OP \$65.00 3091450

SIGNATURE:	/Gregory T Ourada/
DATE SIGNED:	12/02/2015
Total Attachments: 8 source=Certificate of name change_Payment Systems Merchant Services to PPI#page1.tif source=Certificate of name change_Payment Systems Merchant Services to PPI#page3.tif source=Certificate of name change_Payment Systems Merchant Services to PPI#page4.tif source=Certificate of name change_Payment Systems Merchant Services to PPI#page5.tif source=Certificate of name change_Payment Systems Merchant Services to PPI#page6.tif source=Certificate of name change_Payment Systems Merchant Services to PPI#page7.tif source=Certificate of name change_Payment Systems Merchant Services to PPI#page8.tif source=Certificate of name change_Payment Systems Merchant Services to PPI#page9.tif	

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CORRECTION OF "PAYMENT SYSTEMS MERCHANT SERVICES, INC.", CHANGING ITS NAME FROM "PAYMENT SYSTEMS MERCHANT SERVICES, INC." TO "PIVOTAL PAYMENTS INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 2006, AT 6:40 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3622360 8100

060970795

AUTHENTICATION: 5154059

DATE: 10-07-06
TRADEMARK

REEL: 005681 FRAME: 0156

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:35 PM 05/11/2006
FILED 01:35 PM 05/11/2006
SRV 060446241 - 3622360 FILE

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING**

**Pivotal Payments Inc.
(a Delaware corporation)**

INTO

**Payment Systems Merchant Services, Inc.
(a Delaware corporation)**

Payment Systems Merchant Services, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Corporation was incorporated on the 6th day of February, 2003, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns all of the outstanding shares of each class of the stock of Pivotal Payments Inc., a corporation incorporated on the 12th day of April, 2005 pursuant to the General Corporation Law of the State of Delaware.

THIRD: That the Board of Directors of the Corporation, at a meeting duly held on the 3rd day of May, 2006, duly adopted the following resolutions:


RESOLVED: That, pursuant to Section 253 of the Delaware General Corporation Law, the Corporation is hereby authorized to merge Pivotal Payments Inc., a Delaware corporation which is a wholly owned subsidiary of the Corporation, into the Corporation.

FURTHER

RESOLVED: That the President and Secretary of the Corporation be and each hereby is, authorized to execute a Certificate of Ownership and Merger with respect to the merger of Pivotal Payments Inc., into the Corporation, cause the same to be filed with the Secretary of State of the State of Delaware and take all such other actions and to execute all such other instruments and agreements as they or any of them may deem appropriate to effect such merger.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its authorized officer this 3rd day of May, 2006.

PAYMENT SYSTEMS MERCHANT SERVICES, INC.

By: 
Name: Lester Fernandez
Title: Senior Vice President, Chief Financial Officer, Secretary and Treasurer

CERTIFICATE OF CORRECTION FILED TO CORRECT
A CERTAIN ERROR IN THE CERTIFICATE OF
OF
PAYMENT SYSTEMS MERCHANT SERVICES, INC.

FILED IN THE OFFICE OF THE SECRETARY OF STATE
OF DELAWARE ON MAY 11, 2006.

Payment Systems Merchant Services, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

1. The name of the corporation is Payment Systems Merchant Services, Inc.

2. That a Certificate of Ownership and Merger Merging Pivotal Payments Inc. into Payment Systems Merchant Services, Inc. was filed by the Secretary of State of Delaware on May 11, 2006 and that said Certificate requires correction as permitted by Section 103 of the General Corporation Law of the State of Delaware.

3. The inaccuracy or defect of said Certificate to be corrected is as follows: page two of the Certificate of Ownership and Merger was accidentally not included in the filing.

4. Article Third of the Certificate is corrected to read as follows:

THIRD: That the Board of Directors of the Corporation, at a meeting duly held on the 3rd day of May, 2006, duly adopted the following resolutions:

RESOLVED: That, pursuant to Section 253 of the Delaware General Corporation Law, the Corporation is hereby authorized to merge Pivotal Payments Inc., a Delaware corporation which is a wholly owned subsidiary of the Corporation, into the Corporation.

FURTHER

RESOLVED: That the President and Secretary of the Corporation be and each hereby is, authorized to execute a Certificate of Ownership and Merger with respect to the merger of Pivotal Payments Inc., into the Corporation, cause the same to be filed with the Secretary of State of the State of Delaware and take all such other actions and to execute all such other instruments and agreements as they or any of them may deem appropriate to effect such merger.

FURTHER

RESOLVED: That the merger of Pivotal Payments Inc., into the Corporation shall be effective upon the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

FURTHER

RESOLVED: That, upon the effective date of the merger, the name of the Corporation be and hereby shall be changed to Pivotal Payments Inc."

IN WITNESS WHEREOF, Payment Systems Merchant Services, Inc. has caused this Certificate to be signed by Lester Fernandes, its Senior Vice President, Chief Financial Officer, Secretary and Treasurer, this 16th day of May, 2006.

PAYMENT SYSTEMS MERCHANT SERVICES, INC.

By: *Lester Fernandes*

Name: Lester Fernandes

Title: Senior Vice President,
Chief Financial Officer, Secretary
and Treasurer

CERTIFICATE OF INCORPORATION

OF

PIVOTAL PAYMENTS INC.

FIRST: The name of the Corporation is: Pivotal Payments Inc.

SECOND: The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The nature of the business or purposes to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 1,500 shares of Common Stock, \$0.01 par value per share.

The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the stock of the Corporation entitled to vote, irrespective of the provisions of Section 242(b)(2) of the General Corporation Law of Delaware.

FIFTH: The name and mailing address of the sole incorporator are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Todd Whiton	6800 Jericho Turnpike, Suite 120 W. Syosset, NY 11791

SIXTH: In furtherance of and not in limitation of powers conferred by statute, it is further provided:

1. The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors.
2. Election of directors need not be by written ballot.
3. The Board of Directors is expressly authorized to adopt, amend, alter or repeal the By-Laws of the Corporation.

SEVENTH: Except to the extent that the General Corporation Law of Delaware prohibits the elimination or limitation of liability of directors for breaches of fiduciary duty, no director of the Corporation shall be personally liable to the Corporation or its stockholders for

monetary damages for any breach of fiduciary duty as a director, notwithstanding any provision of law imposing such liability. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

EIGHTH: The Corporation shall, to the fullest extent permitted by Section 145 of the General Corporation Law of Delaware, as amended from time to time, indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was, or has agreed to become, a director or officer of the Corporation, or is or was serving, or has agreed to serve, at the request of the Corporation, as a director, officer, partner, employee or trustee of, or in a similar capacity with, another corporation, partnership, joint venture, trust or other enterprise (including any employee benefit plan) (all such persons being referred to hereafter as an "Indemnitee"), or by reason of any action alleged to have been taken or omitted in such capacity, against all expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by or on behalf of an Indemnitee in connection with such action, suit or proceeding and any appeal therefrom.

As a condition precedent to an Indemnitee's right to be indemnified, the Indemnitee must notify the Corporation in writing as soon as practicable of any action, suit, proceeding or investigation involving such Indemnitee for which indemnity will or could be sought. With respect to any action, suit, proceeding or investigation of which the Corporation is so notified, the Corporation will be entitled to participate therein at its own expense and/or to assume the defense thereof at its own expense, with legal counsel reasonably acceptable to the Indemnitee.

In the event that the Corporation does not assume the defense of any action, suit, proceeding or investigation of which the Corporation receives notice under this Article, the Corporation shall pay in advance of the final disposition of such matter any expenses (including attorneys' fees) incurred by an Indemnitee in defending a civil or criminal action, suit, proceeding or investigation or any appeal therefrom; provided, however, that the payment of such expenses incurred by an Indemnitee in advance of the final disposition of such matter shall be made only upon receipt of an undertaking by or on behalf of the Indemnitee to repay all amounts so advanced in the event that it shall ultimately be determined that the Indemnitee is not entitled to be indemnified by the Corporation as authorized in this Article, which undertaking shall be accepted without reference to the financial ability of the Indemnitee to make such repayment; and further provided that no such advancement of expenses shall be made under this Article if it is determined that (i) the Indemnitee did not act in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation, or (ii) with respect to any criminal action or proceeding, the Indemnitee had reasonable cause to believe his conduct was unlawful.

The Corporation shall not indemnify an Indemnitee pursuant to this Article in connection with a proceeding (or part thereof) initiated by such Indemnitee unless the initiation thereof was approved by the Board of Directors of the Corporation. In addition, the Corporation shall not indemnify an Indemnitee to the extent such Indemnitee is reimbursed from the proceeds of insurance, and in the event the Corporation makes any indemnification payments to an


Indemnitee and such Indemnitee is subsequently reimbursed from the proceeds of insurance, such Indemnitee shall promptly refund such indemnification payments to the Corporation to the extent of such insurance reimbursement.

All determinations hereunder as to the entitlement of an Indemnitee to indemnification or advancement of expenses shall be made in each instance (a) by a majority vote of the directors of the Corporation consisting of persons who are not at that time parties to the action, suit or proceeding in question ("disinterested directors"), whether or not a quorum, (b) by a committee of disinterested directors designated by majority vote of disinterested directors, whether or not a quorum, (c) if there are no disinterested directors, or if the disinterested directors so direct, by independent legal counsel (who may, to the extent permitted by law, be regular legal counsel to the Corporation) in a written opinion, or (d) by the stockholders of the Corporation.

The rights provided in this Article (i) shall not be deemed exclusive of any other rights to which an Indemnitee may be entitled under any law, agreement or vote of stockholders or disinterested directors or otherwise, and (ii) shall inure to the benefit of the heirs, executors and administrators of the Indemnitees. The Corporation may, to the extent authorized from time to time by its Board of Directors, grant indemnification rights to other employees or agents of the Corporation or other persons serving the Corporation and such rights may be equivalent to, or greater or less than, those set forth in this Article.

NINTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute and this Certificate of Incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation.

EXECUTED at N.Y., on April 11, 2005.



Todd Whiton, Incorporator