

MRD 10/25/99

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U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027



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10-25-1999

RECORDATION FORM COVER SHEET  
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U.S. Patent & TMO/TM Mail Rpt Dt. #57

U.S. Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

<b>Submission Type</b>		<b>Conveyance Type</b>	
<input type="checkbox"/> New	<input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____	<input type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____	<input checked="" type="checkbox"/> Corrective Document Reel # 001936 Frame # 0924	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment Effective Date Month Day Year _____
		<input type="checkbox"/> Merger	
		<input type="checkbox"/> Change of Name	
		<input checked="" type="checkbox"/> Other	To correct an error made in the first assignment.

**Conveying Party**  Mark if additional names of conveying parties attached

Name SPS PAYMENT SYSTEMS, INC. Execution Date 7/12/99  
Month Day Year

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

**Receiving Party**  Mark if additional names of receiving parties attached

Name ADS NETWORK SERVICES, INC.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 17655 Waterview, Legal Department

Address (line 2) \_\_\_\_\_

Address (line 3) Dallas Texas 75252  
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 001983 FRAME: 0067

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name **ADS NETWORK SERVICES, INC.**

Address (line 1) **17655 Waterview**

Address (line 2) **Dallas, Texas 75252**

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number **214.651.4548**

Name **Kenneth R. Matticks, Esq.**

Address (line 1) **STRASBURGER & PRICE, L.L.P.**

Address (line 2) **901 Main Street, Suite 4300**

Address (line 3) **Dallas, Texas 75202-3794**

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. # **4**

**Trademark Application Number(s) or Registration Number(s)**  Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

**1,860,264**

**Number of Properties** Enter the total number of properties involved. # **1**

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$ **40.00**

Method of Payment: Enclosed  Deposit Account

Deposit Account  
(Enter for payment by deposit account or if additional fees can be charged to the account.)  
Deposit Account Number: # **19-4547**

Authorization to charge additional fees: Yes  No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Kenneth R. Matticks

October 15, 1999

Name of Person Signing

Signature

Date Signed

**TRADEMARK ASSIGNMENT**

This Trademark Assignment, effective the 12<sup>th</sup> day of July, 1999, is between SPS Payment Systems, Inc., a Delaware corporation ("Assignor"), located and doing business at 2500 Lake Cook Road, Riverwoods, Illinois 60015 and ADS Network Systems, Inc., a Delaware corporation ("Assignee"), located and doing business at 17655 Waterview Parkway, Dallas, Texas 75252.

WHEREAS, Assignor has used, and is the owner of certain trademarks (hereinafter referred to as the "Trademarks"), details of which are set out in Schedule A hereto, together with common law rights therein;

WHEREAS, the Trademarks are the subject of respective federal registrations or applications, as identified on Schedule A; and


WHEREAS, the Assignor has agreed to assign the Trademarks and the goodwill of the business symbolized by the Trademarks to the Assignee.

NOW THIS DEED WITNESSETH AS FOLLOWS:

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns and conveys to Assignee, all Assignor's trademark rights in the Trademarks, including all property, right, title, and interest in and to the registrations and applications listed in Schedule A hereto, the common law rights therein, the goodwill associated with the business in which the Trademarks are used, and the right to recover for past infringements thereof; to hold the same unto Assignee absolutely.

IN WITNESS WHEREOF, Assignor has executed this Assignment the 12<sup>th</sup> day of July, 1999.

SPS Payment Systems, Inc. ("Assignor")

By:   
RICHARD L. ROBINSON

Its: PRESIDENT

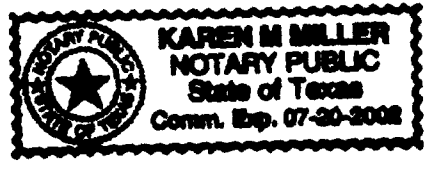
STATE OF TEXAS       §  
                                  §  
COUNTY OF DALLAS   §

BEFORE ME, on this day personally appeared RICHARD L. ROBINSON, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she executed the same on behalf of SPS Payment Systems, Inc., for the purposes and consideration therein expressed.

Subscribed to and sworn to before me this 12th day of July, 1999.

Karen M. Miller  
Notary Public in and for the  
State of Texas

Printed Name: KAREN M. MILLER  
My Commission Expires: 7-20-2002



**SCHEDULE A**  
**TRADEMARK REGISTRATIONS**

<u>Registration No.</u>	<u>Registration Date</u>	<u>Int'l. Class</u>	<u>Mark</u>
1,860,264	October 25, 1994	9	REPORT EXPRESS
1,890,149	April 18, 1995	36	QUICKLANE
1,972,969	May 7, 1996	9	CERTIFAST

**TRADEMARK APPLICATIONS**

<u>Serial Number</u>	<u>Date Filed</u>	<u>Int'l. Class</u>	<u>MARK</u>
75-361715	September 23, 1997	9	SPS LINK and design