

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

FORM PTO-1594
(REV.8-93)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Delta Card Services, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation - State of Texas
- Other: _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Texas DCS, Ltd.

Internal Address: _____

Street Address: 16211 Park Ten Place

City: Houston

State: Texas ZIP: 77084

- Individual(s) citizenship
- Association: _____
- General Partnership
- Limited Partnership
- Corporation - State
- Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other: _____

Execution Date: June 18, 2004

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,181,230; 2,628,106 and 2,749,427

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark R. Wisner

Internal Address: Wisner & Associates

Street Address: 1177 West Loop South, Suite 400

City: Houston State: TX ZIP: 77027-9012

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed
- Authorized to be charged to deposit account
- Any deficiency is authorized to be charged to deposit account

8. Deposit account number:

50-0965 (DELA,004)

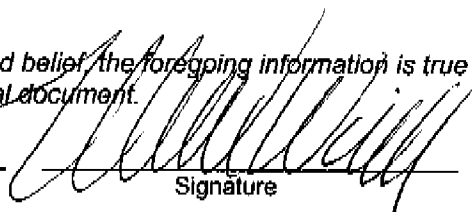
(attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Mark R. Wisner, Reg. No. 30,803
Name of Person Signing



Signature

June 21, 2004
Date

Total number of pages including cover sheet, attachments, and document: 2

CH \$90.00 500965 2181230

ATTY DOCKET NOS.: DELA.004, DELA.007, DELA.008

TRADEMARK ASSIGNMENT

WHEREAS, Delta Card Services, Inc., a Texas corporation having a business address at 16211 Park Ten Place, Houston, Texas 77084, has adopted, used and is using the following marks, each of which is registered in the United States Patent and Trademark Office:

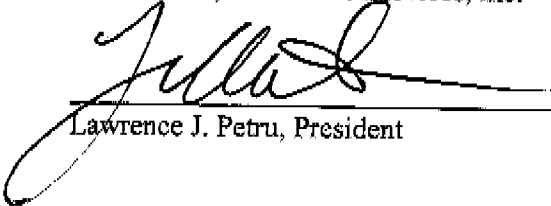
- 1. Registration No. 2,181,230 for the mark **MERCHANTS' CHOICE**, issued August 11, 1998,
- 2. Registration No. 2,628,106 for the mark **MCCS MERCHANTS' CHOICE CARD SERVICES & Design**, issued October 1, 2002, and
- 3. Registration No. 2,749,427 for the mark **MCCS**, issued August 12, 2003,

all collectively referred to as "the Marks"; and

WHEREAS, Texas DCS, Ltd., a Texas limited partnership having an address at 16211 Park Ten Place, Houston, Texas 77084, is desirous of acquiring the Marks and the registrations thereof, as well as the good will of the business symbolized by the Marks, from Delta Card Services, Inc.;

NOW, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Delta Card Services, Inc. does hereby assign unto Texas DCS, Ltd. all right, title and interest in and to the Marks, together with the good will of the business symbolized by the Marks, and the above-identified registrations thereof.

ASSIGNOR, Delta Card Services, Inc.



 Lawrence J. Petru, President

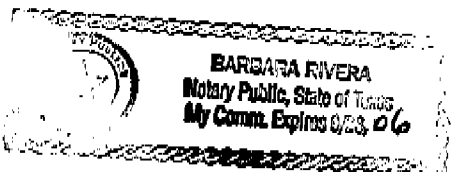
June 18, 2004

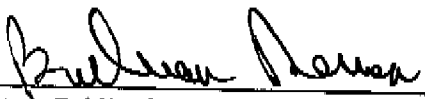
 Date

STATE OF TEXAS §
 §
 COUNTY OF HARRIS §

This instrument was acknowledged before me on this date by Lawrence J. Petru, President of Delta Card Services, Inc., a Texas corporation, on behalf of said corporation.

Given under my hand and seal this 18th day of June, 2004.





 Notary Public, State of Texas

My Commission Expires: _____

TRADEMARK