

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 02/29/2008 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------------------|----------|----------------|---------------------|
| Electronic Clearing House, Inc. | | 02/29/2008 | CORPORATION: NEVADA |

RECEIVING PARTY DATA

| | |
|-----------------|---------------------------------|
| Name: | Electronic Clearing House, Inc. |
| Street Address: | 730 Paseo Camarillo |
| City: | Camarillo |
| State/Country: | CALIFORNIA |
| Postal Code: | 93010 |
| Entity Type: | CORPORATION: NEVADA |

PROPERTY NUMBERS Total: 22

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------------------------|
| Registration Number: | 1554457 | |
| Registration Number: | 2611157 | ECHO |
| Registration Number: | 3265472 | ECHO ELECTRONIC CLEARING HOUSE, INC. |
| Registration Number: | 2382841 | ECHOLINK |
| Registration Number: | 2480848 | ECHONET |
| Registration Number: | 2198561 | ECHONLINE |
| Registration Number: | 2399549 | ECHOTEL |
| Registration Number: | 2399718 | ECHOTERM |
| Registration Number: | 2603618 | ECHOWARE |
| Registration Number: | 2807156 | MERCHANTAMERICA |
| Registration Number: | 2634126 | MERCHANTAMERICA |
| Registration Number: | 2898916 | NATIONAL CHECK NETWORK |
| Registration Number: | 2133478 | NATIONAL CHECK NETWORK |

CH \$565.00 1554457

| | | |
|----------------------|---------|---------------------|
| Registration Number: | 2857624 | NCN |
| Registration Number: | 2857623 | NCN |
| Registration Number: | 2776026 | XPRESS GUARANTEE |
| Registration Number: | 2550695 | XPRESSCHEX |
| Registration Number: | 2833374 | XPRESSCONVERSION |
| Registration Number: | 2560149 | XPRESSRECOVERY |
| Registration Number: | 2843382 | XPRESSREPRESENTMENT |
| Registration Number: | 2728266 | XPRESSTRUNCATION |
| Registration Number: | 2770424 | XPRESSVERIFICATION |

CORRESPONDENCE DATA

Fax Number: (650)938-5200

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 650-335-7209

Email: trademarks@fenwick.com

Correspondent Name: Linda G. Henry, Esq., Fenwick & West LLP

Address Line 1: 801 California Street

Address Line 2: Silicon Valley Center

Address Line 4: Mountain View, CALIFORNIA 94041

| | |
|-------------------------|---------------------------|
| ATTORNEY DOCKET NUMBER: | ELECTRONIC CLEARING HOUSE |
| NAME OF SUBMITTER: | Linda G. Henry, Esq. |
| Signature: | /lgh/ |
| Date: | 07/31/2008 |

Total Attachments: 16

source=Electronic Clearing House merger#page1.tif
source=Electronic Clearing House merger#page2.tif
source=Electronic Clearing House merger#page3.tif
source=Electronic Clearing House merger#page4.tif
source=Electronic Clearing House merger#page5.tif
source=Electronic Clearing House merger#page6.tif
source=Electronic Clearing House merger#page7.tif
source=Electronic Clearing House merger#page8.tif
source=Electronic Clearing House merger#page9.tif
source=Electronic Clearing House merger#page10.tif
source=Electronic Clearing House merger#page11.tif
source=Electronic Clearing House merger#page12.tif
source=Electronic Clearing House merger#page13.tif
source=Electronic Clearing House merger#page14.tif
source=Electronic Clearing House merger#page15.tif
source=Electronic Clearing House merger#page16.tif

STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

OMELVENY & MEYERS LLP
EMBARCADERO CENTER WEST 275 BATTERY ST
SAN FRANCISCO, CA 94111 3305

February 29, 2008

Job Number: C20080229-1730

Job Contents:
NV Corp Filing Acknowledgement(s): 1
File Stamped Copy(s): 1

Special Handling Instructions:

IHR EXP MERGER SENT FED EX 02/29/08 - T/N 7920 1458 4507 - RSS

FAX TO: 925 287 9802 ATTN: MARGAUX NGUYEN

OMELVENY & MEYERS LLP
EMBARCADERO CENTER WEST 275 BATTERY ST
SAN FRANCISCO, CA 94111 3305

44
45
46
47

STATE OF NEVADA

ROSS MILLER
Secretary of State



SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Filing Acknowledgement

February 29, 2008

Job Number
C20080229-1730

Corporation Number
C8286-1981

Filing Description

Document Filing
Number

Date/Time of Filing

Merge In

20080141354-38

February 29, 2008 12:00:42
PM

Corporation Name

Resident Agent

ELECTRONIC CLEARING HOUSE,
INC.

AMERICAN ANSWERING SERVICE

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recordings Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

ROSS MILLER
Secretary of State

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

41
42
43



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

| | |
|--|--|
| Filed in the office of | Document Number 20080141354-38 |
| Ross Miller Secretary of State State of Nevada | Filing Date and Time 02/29/2008 12:00 PM |
| | Entity Number C8286-1981 |

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

(Pursuant to Nevada Revised Statutes Chapter 92A)
(excluding 92A.200(4b))

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200). If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.

Blank Acquisition Corporation

Name of merging entity _____

Jurisdiction Nevada Entity type * Corporation

Name of merging entity _____

Jurisdiction _____ Entity type * _____

Name of merging entity _____

Jurisdiction _____ Entity type * _____

Name of merging entity _____

Jurisdiction _____ Entity type * _____

and,

Electronic Clearing House, Inc.

Name of surviving entity _____

Jurisdiction Nevada Entity type * Corporation

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

Filing Fee: \$350.00

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 1 2007
Revised on: 01/07

44
45
46
4



ROSS MILLER
Secretary of State
264 North Carson Street, Ste 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 2

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.190):

Attn:

c/o: N/A

[Empty rectangular box for forwarding address details]

3) (Choose one)

The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.190)

4) Owner's approval (NRS 92A.200)(options a, b, or c must be used, as applicable, for each entity) (if there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity):

(a) Owner's approval was not required from

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 2 2007
Revised on 01/01/07

3
3
3
4
4
4
4



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4200
(775) 684 5708
Website: secretaryofstate.biz

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 3

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

(b) The plan was approved by the required consent of the owners of*:

| |
|---------------------------------------|
| Elan Acquisition Corporation |
| Name of merging entity, if applicable |
| Name of merging entity, if applicable |
| Name of merging entity, if applicable |
| Name of merging entity, if applicable |

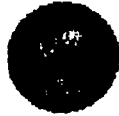
and, or;

| |
|---|
| Electronic Clearing House, Inc. |
| Name of surviving entity, if applicable |

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 3 2007
Revised on: 01/01/07



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4220
(775) 684 5700
Website: secretaryofstate.biz

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 4

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.180):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 4 2007
Revised on 01/01/07

3
3
3
40
41
42
43



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4209
(775) 684 5708
Website: secretaryofstate.biz

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 5

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

The Articles of Incorporation are being amended and restated in their entirety. Please see attached Exhibit A (Amended and Restated Articles of Incorporation of the surviving entity).

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date (optional)**: 2/29/08 11:30PST, 4:30EST

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

** A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 5 2007
Revised on: 02/01/07

44

45

46

4

02/27/2008 17:00 FAX 8185307890

007/000



NOEL MILLER
Secretary of State
294 North Carson Street, Ste 1
Carson City, Nevada 89701-4229
(775) 684-5700
Website: www.state.nv.gov

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 6

USE BACK SIDE ONLY - DO NOT SIGNIFY

ADDRE SPACE IS FOR OFFICE USE ONLY

B) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited liability company with membership or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.200) (If there are more than four merging entities, attach this and attach an 8 1/2" x 11" sheet about certifying the required information for each additional entity.):

Sign Aspiration Company

Name of merging entity

Joseph Taylor
Signature

President and CEO
Title

Feb. 29, 2008
Date

Name of merging entity

X
Signature

Title

Date

Name of merging entity

X
Signature

Title

Date

Name of merging entity

X
Signature

Title

Date

Electronic Charging System, Inc.

Name of surviving entity

X
Signature

Chief Executive Officer
Title

Feb. 29, 2008
Date

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.200). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Not for use solely by State PM Support Person 6/2007
Revised on 6/20/07

ROSS MILLER
 Secretary of State
 204 North Carson Street, Ste 1
 Carson City, Nevada 89701-4200
 (775) 684 5733
 Website: secretaryofstate.nv

Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 6

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

b) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited liability partnership; A manager of each Nevada limited liability company with managers or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.230) (if there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.)

Elm Acquisition Corporation
 Name of merging entity

X _____ President and CEO
 Signature Title Date

 Name of merging entity

X _____
 Signature Title Date

 Name of merging entity

X _____
 Signature Title Date

 Name of merging entity

X _____
 Signature Title Date

Electronic Clearing House, Inc.
 Name of surviving entity

X _____ Chief Executive Officer
 Signature Title Date 2/29/08

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.
IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State ASB Merger Page 6 8/07 Revised 01/04/07



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4299
(775) 684 6708
Website: secretaryofstate.biz

**Certificate to Accompany
Restated Articles**
(PURSUANT TO NRS)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

This Form is to Accompany Restated Articles of Incorporation

(Pursuant to NRS 78.403, 82.371, 86.221, 87A, 88.355 or 88A.250)

(This form is also to be used to accompany Restated Articles for Limited-Liability Companies, Certificates of Limited Partnership, Limited-Liability Limited Partnerships and Business Trusts)

1. Name of Nevada entity as last recorded in this office:

ELECTRONIC CLEARING HOUSE, INC.

2. The articles are being Restated or Amended and Restated (check only one). Please enable your attached articles "Restated" or "Amended and Restated," accordingly.

3. Indicate what changes have been made by checking the appropriate box.*

- No amendments; articles are restated only and are signed by an officer of the corporation who has been authorized to execute the certificate by resolution of the board of directors adopted on _____; The certificate correctly sets forth the text of the articles or certificates as amended to the date of the certificate.
- The entity name has been amended.
- The resident agent has been changed. (attach Certificate of Acceptance from new resident agent)
- The purpose of the entity has been amended.
- The authorized shares have been amended.
- The directors, managers or general partners have been amended.
- IRS tax language has been added.
- Articles have been added.
- Articles have been deleted.
- Other. The articles or certificate have been amended as follows (provide article numbers, if available):

* This form is to accompany Restated Articles which contain newly altered or amended articles. The Restated Articles must contain all of the requirements as set forth in the statutes for amending or altering the articles or certificates

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees

Nevada Secretary of State Form Restated 2007
Revised 01/10/2007

EXHIBIT A
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ELECTRONIC CLEARING HOUSE, INC.

Pursuant to the provisions of Section 78.403 of the Nevada Revised Statutes, the undersigned corporation adopts the following Amended and Restated Articles of Incorporation as of this date:

FIRST: The name of the corporation is Electronic Clearing House, Inc.

SECOND: The Articles of Incorporation of the corporation were filed by the Secretary of State on the 11th day of December, 1981.

THIRD: The names and addresses of the original incorporator is as follows: Joel M. Berry, 2017 Rayshire Street, Thousand Oaks, CA 91362.

FOURTH: The board of directors of the corporation at a meeting duly convened and held on the 18th day of December, 2007, adopted a resolution to amend and restate in their entirety the original Articles as stated below:

Article One is amended to read as follows:

"1. Name of the Corporation: Electronic Clearing House, Inc."

Article Two is amended to read as follows:

"2. Resident Agent and Street Address: The Corporation Trust Company of Nevada, 6100 Neil Road, Suite 500, Reno, Nevada 89511"

Article Three is amended to read as follows:

"3. Shares: This corporation shall be authorized to issue 1,000 shares of common stock with par value of \$0.01 per share."

44
41

Article Four is amended to read as follows:

"4. Names and Addresses of Board of Directors: The names and address of the sole member of the Board of Directors is: Jeffrey P. Hank, 2733 Spotorno Court, Pleasanton, California 04566"

Article Five is amended to read as follows:

"5. Purposes: To engage in any lawful act or activity."

Article Six is amended to read as follows:

"6. Name and Address of Incorporator: Craig Etem, 50 West Liberty Street Suite 1100, Reno, Nevada 89501"

FIFTH: The merger agreement entered into between Electronic Clearing House, Inc., Elan Acquisition Corporation and Intuit Inc., dated December 19, 2007, which provides for the above changes and amendment to the Articles of Incorporation, has been consented to and approved by a majority vote of the stockholders holding at least a majority of each class of stock outstanding and entitled to vote thereon.

SIXTH: The Articles of Incorporation, as amended to the date of this certificate, are hereby restated as follows:

1. Name of the Corporation: Electronic Clearing House, Inc.
2. Resident Agent and Street Address: The Corporation Trust Company of Nevada, 6100 Neil Road, Suite 500, Reno, Nevada 89511
3. Shares: This corporation shall be authorized to issue 1,000 shares of common stock with par value of \$0.01 per share.
4. Names and Addresses of Board of Directors: The names and address of the sole member of the Board of Directors is: Jeffrey P. Hank, 2733 Spotorno Court, Pleasanton, California 04566

4

43

5. Purposes: To engage in any lawful act or activity.

6. Name and Address of Incorporator: Craig Etem, 50 West Liberty Street Suite
1100, Reno, Nevada 89501

Joseph S. Kaplan is the president of the corporation and that Tyler R. Cozzens is the secretary of the corporation; that they have been authorized to execute the foregoing certificate by resolution of the board of directors, adopted at a meeting of the directors duly called and that such meeting was held on the 18th day of December, 2007 and that the foregoing certificate sets forth the text of the Articles of Incorporation as amended to the date of the certificate.

02/27/2008 17:00 FAX 0180007000

000/000

Date February 29, 2008.

Joseph Kaplan
By Joseph B. Kaplan
Its President

and

By Tyler R. Cozzano
Its Secretary

3

3

3

3

3

31

3

37

38

39

40

41

42

43

Date February 29, 2008.

By Joseph S. Kaplan
Its President

and



By Tyler R. Cozzens
Its Secretary



ROSS MILLER
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684 5708
Website: secretaryofstate.biz

Resident Agent Acceptance

General instructions for this form:

ABOVE SPACE IS FOR OFFICE USE ONLY

- 1. Please print legibly or type; Black Ink Only
- 2. Complete all fields. Do not highlight.
- 3. Ensure that document is signed in signature field.

In the matter of ELECTRONIC CLEARING HOUSE, INC.
(Name of business entity)

I, The Corporation Trust Company of Nevada
(Name of resident agent)

hereby state that on 02/29/2008
(Date) I accepted the appointment as resident agent

for the above named business entity. The street address of the resident agent in this state is as follows:

6100 Nell Road
(MANDATORY) Physical Street Address

500
Suite number

Reno
City

NEVADA

89511
Zip Code

Optional: (address where mail will be sent)

(OPTIONAL) Additional Mailing Address

Suite number

City State

Zip Code

Signature: Naseem A. Conde

2-29-08
Date

Authorized Signature of R.A. or On Behalf of R.A. Company
NASEEM A. CONDE
SPECIAL ASST. SECRETARY

Nevada Secretary of State RA Acceptance 2007
Revised on 1/16/07

NV08 - 1/24/2007 C.T. Press Online

7
42
43