

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Release of Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fifth Third Bank		11/03/2010	CORPORATION: OHIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Fifth Third Processing Solutions, LLC		
<b>Street Address:</b>	38 Fountain Square Plaza		
<b>City:</b>	Cincinnati		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	45263		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2569811	CARD MANAGEMENT CORPORATION	
Registration Number:	2733728	CMC	
Registration Number:	1712167	JEANIE	
Registration Number:	1120703	JEANIE	
Registration Number:	3481501	JEANIE	
Registration Number:	2626436	PREMIER ISSUE	
Registration Number:	1951012	INTELLIFONE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)310-8007		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212.310.8000		
<b>Email:</b>	vindra.richter@weil.com, suzanne.inglis@weil.com		
<b>Correspondent Name:</b>	Vindra Richter/si		
<b>Address Line 1:</b>	Weil, Gotshal & Manges LLP		
<b>Address Line 2:</b>	767 Fifth Avenue		

CH \$190.00 2569811

**900175658**

**TRADEMARK  
 REEL: 004310 FRAME: 0026**

Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	45274.0004.K.PERDUE.SI
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NAME OF SUBMITTER:	Vindra Richter
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Signature:	/Vindra Richter/
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Date:	11/03/2010
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**Total Attachments: 4**

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## RELEASE OF TRADEMARKS

THIS RELEASE OF TRADEMARKS (this "*Release*") is dated November 3, 2010 by FIFTH THIRD BANK, an Ohio banking corporation, successor by merger to Fifth Third Bank, a Michigan banking corporation ("*Fifth Third*"), with its mailing address at 38 Fountain Square Plaza, Cincinnati, Ohio 45263, acting as administrative agent for the secured creditors referenced in the Trademark Collateral Agreement hereinafter defined (Fifth Third acting as such administrative agent and any successor or successors to said Fifth Third in such capacity being hereinafter referred to as the "*Agent*").

### WITNESSETH:

WHEREAS, the Agent and Fifth Third Processing Solutions, LLC, a Delaware limited liability company ("*Debtor*"), with its principal place of business and mailing address at 38 Fountain Square Plaza, Cincinnati, Ohio 45263, are parties to a Trademark Collateral Agreement dated June 1, 2009, and recorded with the United States Patent and Trademark Office on June 15, 2009 at Reel 004005, Frame 0590 (the "*Trademark Collateral Agreement*"), pursuant to which Debtor granted to the Agent, for the benefit of the Secured Creditors (as defined in the Trademark Collateral Agreement), a security interest in certain trademarks, trademark registrations, and trademark applications listed on Schedule A attached hereto and certain other property (collectively, the "*Trademarks*"); and

WHEREAS, Debtor has requested that the Agent release its security interests in the Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

The Agent hereby releases all of its security interests in, without any representation, warranty, recourse or undertaking by the Agent, all of its right, title and interest, if any, in and to:

(i) Each trademark, trademark registration and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration and trademark application; and

(ii) All proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any trademark, trademark registration or trademark application listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right to sue for and collect said damages.

THIS RELEASE SHALL BE GOVERNED BY, AND CONSTRUED BY AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK, INCLUDING SECTION 5-1401 OF THE GENERAL OBLIGATIONS LAW OF THE STATE OF NEW YORK, BUT EXCLUDING THE LAWS APPLICABLE TO CONFLICTS OR CHOICE OF LAW.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the Agent has caused this Release to be duly executed by its duly authorized officer as of the day and year first above written.

FIFTH THIRD BANK, an Ohio banking  
corporation, as Agent

By *Michael J. Schatz, Jr.*  
Name Michael J. Schatz, Jr.  
Title Vice President

[SIGNATURE PAGE TO RELEASE OF TRADEMARKS]

TRADEMARK  
REEL: 004310 FRAME: 0030

**SCHEDULE A  
TO RELEASE OF TRADEMARKS**

**REGISTERED TRADEMARKS  
AND TRADEMARK APPLICATIONS**

MARK	REGISTRATION NO.	REGISTRATION FILING DATE
CARD MANAGEMENT CORPORATION	2,569,811	May 14, 2002
CMC & Design	2,733,728	July 8, 2003
JEANIE	1,712,167	September 1, 1992
JEANIE & Design	1,120,703	June 19, 1979
JEANIE (Stylized)	3,481,501	August 5, 2008
PREMIER ISSUE	2,626,436	September 24, 2002
INTELLIFONE (Stylized)	1,951,012	January 23, 1996