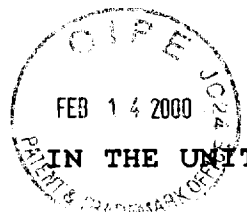
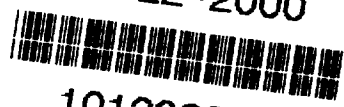


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03-22-2000



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EMARK OFFICE

IN RE APPLICATION OF : M. Keresman, III, et al.
 FOR : SECURE ALTERNATE PAYMENT PROCESSING SYSTEM
 SERIAL NO. : 09/488,297
 FILED : January 20, 2000
 ATTORNEY DOCKET NO. : PRA 2 0001

Cleveland, Ohio 44114-2518
 February 9, 2000

ASSIGNMENT TRANSMITTAL LETTER

Assistant Commissioner For Patents
Washington, D.C. 20231

Dear Sir:

Please record the attached original documents or copy thereof.

1. Name of Party conveying an interest:

Michael A. Keresman, III
Ravishankar Bhagavatula
Chandra Balasubramanian
Francis M. Sherwin

2. Name of Party receiving an interest:

Cardinalcommerce.com, Inc.
6119 Heisley Road
Mentor, Ohio 44060

3. Description of the interest conveyed:

Assignment Change of Name
 Security Agreement Merger
 Other _____

4. If this document is being filed together with a new application, the execution date of the application is:

_____ Date

A. Patent Application No.(s) B. Patent No.(s)

_____ 09/488,297 _____

03/21/2000 DNGUYEN 00000033 09488297

01 FC:581

40.00 GP

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

John P. Cornely
Reg. No. 41,687
FAY, SHARPE, FAGAN,
MINNICH & McKEE, LLP
1100 Superior Avenue, Suite 700
Cleveland, Ohio 44114-2518

5. One patent application is involved.

6. Amount of fee enclosed or authorized to be charged:
\$ 40.00

7. Deposit Account Number (attached duplicate copy of this form if paying by Deposit Account): 06-0308.

8. The assignment shows it was signed on:
January 21, 2000.

9. 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.

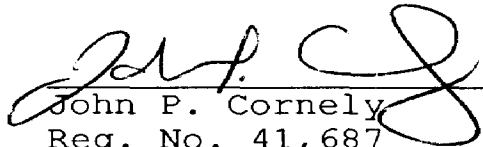
Total Number of pages including cover sheet (2 pages); and document (5 age); Total: 7 pages.

Respectfully submitted,

FAY, SHARPE, FAGAN,
MINNICH & McKEE, LLP

2-9-00

Date



John P. Cornely
Reg. No. 41,687
1100 Superior Avenue, 7th Floor
Cleveland OH 44114-2518
(216) 861-5582

CERTIFICATE OF MAILING

I hereby certify that this **ASSIGNMENT TRANSMITTAL LETTER** is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner of Patents, Washington, D.C. 20231, on February 9, 2000.



Iris E. Nauth

ASSIGNMENT

We, Michael A. Keresman, III, of 8890 Cardinal Drive, City of Kirtland Hills, County of Lake, and State of Ohio; Ravishankar Bhagavatula, of 26400 George Zeiger Drive, City of Beachwood, County of Cuyahoga, and State of Ohio; Chandra Balasubramanian, of 5779 South Winds Drive, City of Mentor-on-the-Lake, County of Lake, and State of Ohio; and Francis M. Sherwin, of 3277 East Monmouth Road, City of Cleveland Heights, County of Cuyahoga, and State of Ohio, having invented certain new and useful improvements in:

SECURE AND EFFICIENT PAYMENT PROCESSING SYSTEM

for which we have made application for Letters Patent of the United States, the said application having been executed by us concurrently herewith, do hereby, in consideration of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, sell, assign, and transfer unto

Cardinalcommerce.com, Inc.

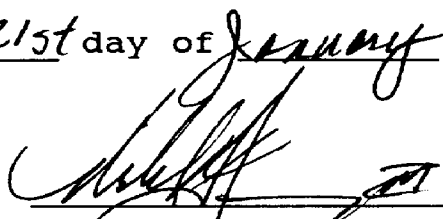
a Company of the State of Nevada, having a principal place of business at 6119 Heisley Road, Mentor, Ohio 44060, the full and exclusive right, title, and interest in and to the said invention in the United States and its territorial possessions, and in all foreign countries with all rights under the International Convention including the right to claim priority, and the entire and exclusive right, title, and interest in and to any and all Letters Patent which may be granted therefor in the United States and its territorial possessions and in any and all foreign countries, and in and to any and all divisions, reissues, continuations, and extensions thereof.

We therefore authorize and request the Patent Office officials in the United States and in any and all foreign countries to issue any and all Letters Patent when granted, solely to the said

Cardinalcommerce.com, Inc.

for its sole use, and that of its successors, and assigns.

Signed at Mentor, OH, on this 21st day of January, 2000.

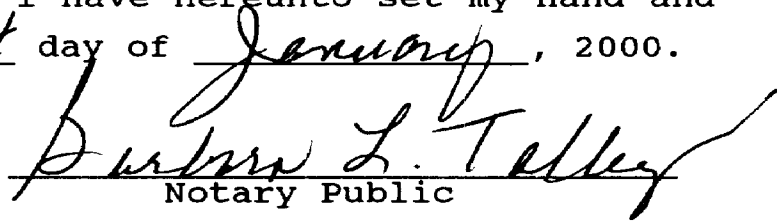


Michael A. Keresman, III

STATE OF Ohio)
) : SS
COUNTY OF Lake)

Personally appeared before me this day, the above named **Michael A. Keresman, III**, to me personally known, who acknowledged that he signed the foregoing instrument for the uses and purposes therein mentioned, and that the same is his free act and deed.

In testimony whereof, I have hereunto set my hand and affixed my seal, this 21st day of January, 2000.

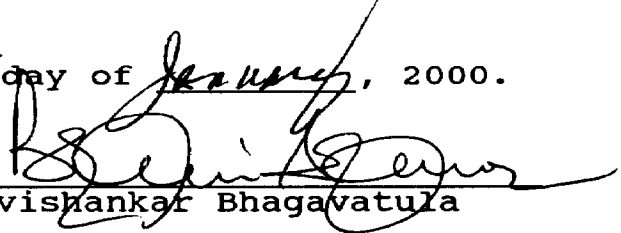


Notary Public

(Seal)

Barbara L. Talley, Notary Public
State of Ohio, Lake Co.
My Commission Expires 11/1/00

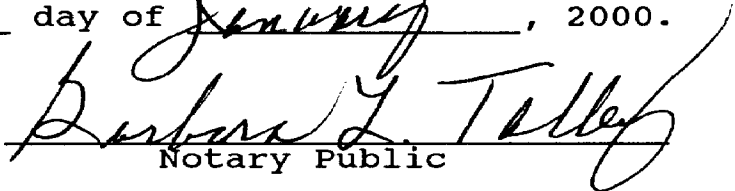
Signed at Mentor, OH, on this 21st day of January, 2000.


Ravishankar Bhagavatula

STATE OF Ohio)
COUNTY OF Lake): SS

Personally appeared before me this day, the above named **Ravishankar Bhagavatula**, to me personally known, who acknowledged that he signed the foregoing instrument for the uses and purposes therein mentioned, and that the same is his free act and deed.

In testimony whereof, I have hereunto set my hand and affixed my seal, this 21st day of January, 2000.


Notary Public

(Seal)

Barbara L. Talley, Notary Public
State of Ohio, Lake County
My Commission Expires 11/4/03

Signed at Mentor, OH, on this 21st day of January, 2000.

B. Balasubramanian
Chandra Balasubramanian

STATE OF Ohio)
COUNTY OF Lake): SS

Personally appeared before me this day, the above named **Chandra Balasubramanian**, to me personally known, who acknowledged that he signed the foregoing instrument for the uses and purposes therein mentioned, and that the same is his free act and deed.

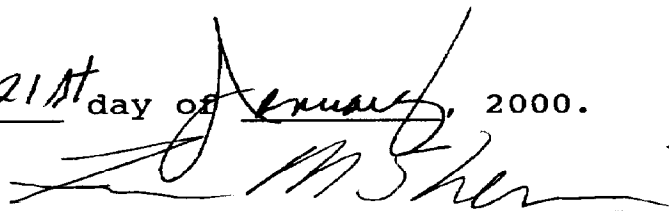
In testimony whereof, I have hereunto set my hand and affixed my seal, this 21st day of January, 2000.

Barbara L. Talley
Notary Public

(Seal)

Barbara L. Talley, Notary Public
State of Ohio Lake County
My Commission Expires 11/4/03

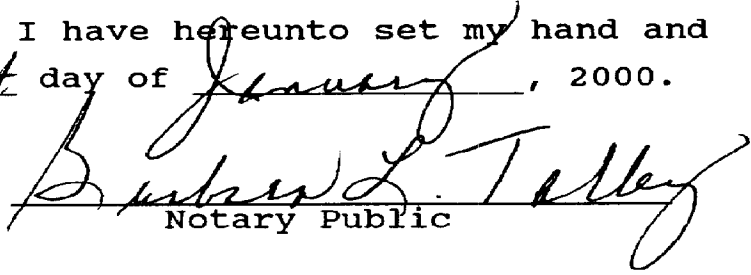
Signed at Mentor, OH on this 21st day of January, 2000.


Francis M. Sherwin

STATE OF Ohio)
COUNTY OF Lake): SS

Personally appeared before me this day, the above named **Francis M. Sherwin**, to me personally known, who acknowledged that he signed the foregoing instrument for the uses and purposes therein mentioned, and that the same is his free act and deed.

In testimony whereof, I have hereunto set my hand and affixed my seal, this 21st day of January, 2000.


Notary Public

(Seal)

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Barbara L. Talley, Notary Public
State of Ohio, Lake County
My Commission Expires 11/4/03