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orney Docket No. 37355-097000

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OMB No. 0651-0027 (exp. 5/31/2002)

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

1. Name of conveying party(ies):

Ellen Lasch
Lisa Webb
Judy Vigiletti
William J. Faenza, Jr.
6-5-02

2. Name and address of receiving party(ies)

Name: American Express Travel Related Services Company, Inc.

Internal Address: _____

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

3. Nature of conveyance:

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

Street Address: Amercian Express Tower

World Financial Center

City: New York State: NY Zip: 10285

Execution Date: 05/21/2002

Additional name(s) & address(es) attached? Yes No

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

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

A. Patent Application No.(s)

10/092,681

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Gilberto Hernandez

Internal Address: McDermott, Will & Emery

Street Address: 227 West Monroe

City: Chicago State: IL Zip: 60606

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

13-0206

(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.

Gilberto Hernandez

Name of Person Signing

Gilberto Hernandez
Signature

May 24, 2002

Date

06/11/2002 DBYRNE 00000094 130206 10092681 Total number of pages including cover sheet, attachments, and documents: 5

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40.00 CH

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

PATENT
REEL: 012964 FRAME: 0769

ASSIGNMENT*UTILITY PATENT*

WHEREAS, the undersigned inventor(s) (hereinafter singly and collectively, "ASSIGNOR") of the addresses indicated below, have invented subject matter disclosed in the patent application entitled Transaction Card filed herewith or was filed on March 7, 2002 and assigned U.S. Serial No. 10/092,681;

AND WHEREAS, AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC., a subsidiary of AMERICAN EXPRESS COMPANY (hereinafter "ASSIGNEE"), a corporation organized and existing under and by virtue of the laws of the State of New York having its principal place of business and mailing address at General Counsel's Office, American Express Tower, World Financial Center, New York, New York 10285-4900, is desirous of memorializing its interest therein;

NOW, THEREFORE, the undersigned ASSIGNOR hereby confirms that ASSIGNOR is a full time salaried employee, past employee or a contractor of ASSIGNEE, AMERICAN EXPRESS COMPANY or one of its subsidiary companies, and that ASSIGNOR developed the subject matter of the invention on ASSIGNEE's time and at the expense of ASSIGNEE and within the scope of ASSIGNOR's duties to ASSIGNEE and thereby ASSIGNOR recognizes that the ASSIGNEE owns the invention as described in the aforesaid application. Nonetheless to comport with Patent Office procedures, ASSIGNOR memorializes that relationship in the form of this assignment and;



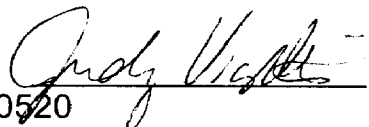
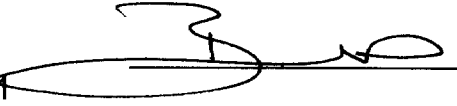
THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR by these presents does sell, assign and transfer unto ASSIGNEE, its successors, assigns and legal representatives, the full and exclusive right to the invention, as described in the aforesaid application, including patent, copyright and any other intellectual property rights, any provisional, non-provisional, continuation, continuation in part, divisional, reissue, reexamination, foreign, PCT or other patent application or like document, or any other application which claims priority to said application, in the United States and all foreign countries, together with the right of priority under the International Convention for the Protection of Industrial Property, Inter-American Convention Relating to Patents, Designs and Industrial Models, and any other international agreements to which the United States adheres, and hereby authorizes and requests the Commissioner of Patents to issue said Letters Patent to ASSIGNEE, for the sole use and benefit of ASSIGNEE, its successors, assigns and legal representatives,

AND HEREBY AGREES to transfer to ASSIGNEE, its successors, assigns and legal representatives, without further remuneration, a like interest in and to any improvements, derivative works, and applications based thereon, growing out of or relating to the invention; and to provide all reasonable assistance and execute any papers, if accurate, desired by ASSIGNEE, its successors, assigns and legal

representatives, to preserve, acquire and/or perfect ASSIGNEE's full protection and title in and to the invention and any improvements and to file any of the aforementioned applications.

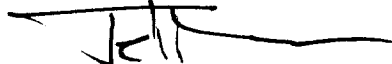
In the event that the Application Number and/or filing date is not available when this Assignment is executed, I hereby authorize and request any attorney associated with McDermott, Will & Emery, to insert above the filing date and/or the application number of said application when known.

EXECUTED as of the date(s) written below by ASSIGNOR:

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Ellen Lasch	255 West 85th Street New York City, NY 10024 US		<u>5/21/02</u>
Lisa Webb	33 Knollwood Lane Darien, CN 06820 US		<u>5/21/02</u>
Judy Vigiletti	30 Applebee Farm Road Croton on Hudson, NY 10520 US		<u>5/21/02</u>
William J. Faenza, Jr.	RD#1 Box 144B Andreas, PA 18211 US		<u>5/21/02</u>

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Notary Public, State of New York
No. 021A4825238
Qualified in Nassau County
Commission Expires 5/31/06
9/30/02